EPLUS INC Form 4 November 14, 2013

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and A HOVDE ER	Address of Report	ting Person *	2. Issuer Name and Ticker or Trading Symbol EPLUS INC [PLUS]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) 122 W. WA AVENUE, S	(First) SHINGTON SUITE 350	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 11/12/2013	X Director 10% Owner Officer (give title Other (specifield))			
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
MADISON, WI 53703				Form filed by More than One Reporting Person			

(City)	(State)	(Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)		4. Securitie nor Disposed (Instr. 3, 4 a			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	11/12/2013		S(1)	•	564	D	\$ 49.75	936,152	I	Footnote (2)		
Common Stock	11/12/2013		J <u>(3)</u>		626,112	D	\$0	371,040	I	Footnote (2)		
Common Stock	11/12/2013		J <u>(3)</u>		52,000	A	\$ 0	371,040	I	Footnote (2)		
Common Stock	11/12/2013		J <u>(3)</u>		22,186	A	\$0	254,626	D			
Common Stock	09/10/2013		$G^{(4)}$	V	9,000	A	\$ 0	371,040	I	Footnote (2)		

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Titl	e and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration Da	ate	Amou	int of	Derivative	J
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	,
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)]
	Derivative				Securities			(Instr.	3 and 4)		(
	Security				Acquired]
					(A) or						J
					Disposed						-
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration	m: 1	or		
						Exercisable	Date	Title	Number		
				G 1 17	(A) (B)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

HOVDE ERIC D 122 W. WASHINGTON AVENUE SUITE 350 MADISON, WI 53703



Signatures

/s/ Eric D. Hovde

**Signature of Date
Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) On November 12, 2013, the Hovde Capital Advisors LLC 401(k) Profit Sharing Plan and Trust, of which Mr. Hovde is a trustee, sold 564 shares of the common stock of ePlus inc (the "Shares").
- Mr. Hovde is the managing member of: (i) Hovde Capital, Ltd., the general partner to Financial Institution Partners III, L.P., which owns (2) 288,775 Shares, and (ii) Hovde Capital I, LLC ("Hovde Capital"), which owns 52,000 Shares. Mr. Hovde is a trustee of The Eric D. and Steven D. Hovde Foundation (the "Foundation"), which owns 30,265 Shares.
- (3) On November 12, 2013, (i) Financial Institution Partners I, L.P. made a pro rata distribution of 626,097 Shares to limited partners, including Mr. Hovde, who received 22,186 Shares, and Hovde Capital, its general partner, which received 52,000 Shares, and (ii) the

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Hovde Private Equity Advisors 401(k) Profit Sharing Plan and Trust, of which Mr. Hovde is a trustee, made a distribution of 15 Shares to complete a pro rata distribution to beneficiaries.

(4) The Foundation received a bona gift of 9,000 Shares from an individual.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.