

ENTERPRISE FINANCIAL SERVICES CORP
Form SC 13G
December 24, 2008

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No.)*

Enterprise Financial Services Corp

(Name of Issuer)

Common Stock

(Title of Class of Securities)

293712105

(CUSIP Number)

December 12, 2008

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 (the "Act") or otherwise subject to the liabilities of that section of the Act, but shall be subject to all other provisions of the Act (however, see the Notes.)

CUSIP No. 293712105

1. NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Ithan Creek Master Investors (Cayman) L.P.
98-0580387
 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)
(b)
 3. SEC USE ONLY
 4. CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman Islands
- | | | |
|---|-----------------------------|-----------|
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 5. SOLE VOTING POWER | 0 |
| | 6. SHARED VOTING POWER | 1,151,410 |
| | 7. SOLE DISPOSITIVE POWER | 0 |
| | 8. SHARED DISPOSITIVE POWER | 1,151,410 |
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,151,410
 10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
 11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

8.30%

12. TYPE OF REPORTING PERSON

PN

CUSIP
No. 293712105

1. NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE
PERSONS (ENTITIES ONLY)

Wellington Hedge Management, LLC
04-3215301
 2. CHECK THE APPROPRIATE BOX IF A MEMBER
OF A GROUP

(a)
(b)
 3. SEC USE ONLY
 4. CITIZENSHIP OR PLACE OF ORGANIZATION

Massachusetts
- | | | |
|--|--------------------------------|-----------|
| NUMBER OF
SHARES
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON WITH | 5. SOLE VOTING
POWER | 0 |
| | 6. SHARED VOTING
POWER | 1,151,410 |
| | 7. SOLE DISPOSITIVE
POWER | 0 |
| | 8. SHARED
DISPOSITIVE POWER | 1,151,410 |
9. AGGREGATE AMOUNT BENEFICIALLY
OWNED BY EACH REPORTING PERSON

1,151,410
 10. CHECK IF THE AGGREGATE AMOUNT IN ROW
(9) EXCLUDES CERTAIN SHARES
 11. PERCENT OF CLASS REPRESENTED BY
AMOUNT IN ROW (9)

8.30%

12. TYPE OF REPORTING PERSON

CO

Item 1.

- (a) **Name of Issuer**
Enterprise Financial Services Corp
- (b) **Address of Issuer's Principal Executive Offices**
150 North Meramec
Clayton, MO 63105

Item 2.

- (a) **Name of Person Filing**
This schedule is filed on behalf of Ithan Creek Master Investors (Cayman) L.P. ("Ithan Creek"), a Cayman Islands limited partnership and Wellington Hedge Management, LLC ("WHML"), a Massachusetts limited liability company which is the sole general partner of Ithan Creek.
- (b) **Address of Principal Business Office or, if None, Residence**
- (c) **Citizenship**
Cayman Islands
- (d) **Title of Class of Securities**
Common Stock
- (e) **CUSIP Number**
293712105

Item 3. If This Statement is Filed Pursuant to Rule 13d-1(b), or 13d-2(b) or (c), Check Whether the Person Filing is a:

- (a) Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78o).
- (b) Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c) Insurance Company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d) Investment Company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) An investment adviser in accordance with Rule 240.13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with Rule 240.13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with Rule 240.13d-1(b)(1)(ii)(G);
- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment

Company Act of 1940 (15 U.S.C. 80a-3);

- (j) Group, in accordance with Rule 240.13d-1(b)(1)(ii)(J).

If this statement is filed pursuant to Rule 13d-1(c), check this box

Item 4. Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- (a) Amount Beneficially Owned:

Ithan Creek and WHML each may be deemed to beneficially own 1,151,410 shares of the Common Stock of the Issuer based on Ithan Creek's purchase of 20,000 preferred securities issued by EFSC Capital VII ("Trust Preferred Securities"). The Trust Preferred Securities are exchangeable for 1,151,410 shares of Common Stock.

- (b) Percent of Class:

8.30%

- (c) Number of shares as to which such person has:

- | | |
|--|-----------|
| (i) sole power to vote or to direct the vote | 0 |
| (ii) shared power to vote or to direct the vote | 1,151,410 |
| (iii) sole power to dispose or to direct the disposition of | 0 |
| (iv) shared power to dispose or to direct the disposition of | 1,151,410 |

Item 5. Ownership of Five Percent or Less of Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following:

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not Applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

Not Applicable.

Item 8. Identification and Classification of Members of the Group.

Not Applicable.

Item 9. Notice of Dissolution of Group.

Not Applicable.

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the

securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

By: Ithan Creek Master
Investors (Cayman) L.P.

By: Wellington Hedge
Management, LLC
Its General Partner

By: /s/ Gregory S. Konzal

Name: Gregory S. Konzal
Title: Vice President
Date: December 24, 2008