EZCORP INC
Form 4
October 07, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

OMB APPROVAL
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *
BRINKLEY STERLING B

(Last) (First) (Middle)

108 FORREST AVE.

(Street)

LOCUST VALLEY, NY 11560

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
EZCORP INC [EZPW]

3. Date of Earliest Transaction (Month/Day/Year)
10/06/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
__X__ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Chairman of the Board

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			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)
			Code	V	Amount	(A) or (D)	Price			
Class A Non-Voting Common Stock	10/06/2008		M		1,050,000	A	$ 3.3333	1,925,170	D	
Class A Non-Voting Common Stock	10/06/2008		S		100	D	$ 16.5075	1,925,070	D	
Class A Non-Voting Common Stock	10/06/2008		S		300	D	$ 16.5	1,924,770	D	

Class A Non-Voting Common Stock	10/06/2008	S	42	D	$ 16.06	1,924,728	D
Class A Non-Voting Common Stock	10/06/2008	S	700	D	$ 16.055	1,924,028	D
Class A Non-Voting Common Stock	10/06/2008	S	800	D	$ 16.05	1,923,228	D
Class A Non-Voting Common Stock	10/06/2008	S	4,400	D	$ 16.045	1,918,828	D
Class A Non-Voting Common Stock	10/06/2008	S	1,500	D	$ 16.035	1,917,328	D
Class A Non-Voting Common Stock	10/06/2008	S	900	D	$ 16.03	1,916,428	D
Class A Non-Voting Common Stock	10/06/2008	S	578	D	$ 16.02	1,915,850	D
Class A Non-Voting Common Stock	10/06/2008	S	184	D	$ 16.015	1,915,666	D
Class A Non-Voting Common Stock	10/06/2008	S	1,216	D	$ 16.01	1,914,450	D
Class A Non-Voting Common Stock	10/06/2008	S	509	D	$ 16.005	1,913,941	D
Class A Non-Voting Common Stock	10/06/2008	S	500	D	$ 16.0025	1,913,441	D
	10/06/2008	S	27,271	D	$ 16		D

Class A Non-Voting Common Stock	1,886,170 (1)

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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securiti (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Ar Nu Sh
Incentive Stock Option - 1998 plan (right to buy)	$ 3.3333	10/06/2008		M			1,050,000	10/05/2008	11/05/2008	Class A Non-Voting Common Stock	1,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BRINKLEY STERLING B 108 FORREST AVE. LOCUST VALLEY, NY 11560	X		Chairman of the Board	

Signatures

/s/Laura Jones Attorney-in-Fact	10/07/2008
**Signature of Reporting Person	Date

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) These shares were sold pursuant to the provisions of a Rule 10b(5)-1 Plan established in August 2008.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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