

EZCORP INC

Form 4

October 14, 2008

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

**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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(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)
10/13/2008

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

Chairman of the Board

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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)
Class A Non-Voting Common Stock	10/13/2008		M	54,000	A \$ 3.3333	960,748	D
Class A Non-Voting Common Stock	10/13/2008		S	200	D \$ 13.68	960,548	D
Class A Non-Voting Common Stock	10/13/2008		S	500	D \$ 13.67	960,048	D

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Class A Non-Voting Common Stock	10/13/2008	S	100	D	\$ 13.66	959,948	D
Class A Non-Voting Common Stock	10/13/2008	S	200	D	\$ 13.65	959,748	D
Class A Non-Voting Common Stock	10/13/2008	S	1,000	D	\$ 13.63	958,748	D
Class A Non-Voting Common Stock	10/13/2008	S	400	D	\$ 13.62	958,348	D
Class A Non-Voting Common Stock	10/13/2008	S	100	D	\$ 13.61	958,248	D
Class A Non-Voting Common Stock	10/13/2008	S	100	D	\$ 13.6	958,148	D
Class A Non-Voting Common Stock	10/13/2008	S	300	D	\$ 13.59	957,848	D
Class A Non-Voting Common Stock	10/13/2008	S	200	D	\$ 13.58	957,648	D
Class A Non-Voting Common Stock	10/13/2008	S	500	D	\$ 13.57	957,148	D
Class A Non-Voting Common Stock	10/13/2008	S	900	D	\$ 13.56	956,248	D
Class A Non-Voting Common Stock	10/13/2008	S	1,600	D	\$ 13.55	954,648	D
	10/13/2008	S	1,600	D	\$ 13.54	953,048	D

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Class A
Non-Voting
Common
Stock

Class A
Non-Voting
Common
Stock

10/13/2008

S

768

D

\$ 13.53

952,280

D

Class A
Non-Voting
Common
Stock

10/13/2008

S

2,800

D

\$ 13.52

949,480

D

Class A
Non-Voting
Common
Stock

10/13/2008

S

300

D

\$
13.515

949,180

D

Class A
Non-Voting
Common
Stock

10/13/2008

S

5,884

D

\$ 13.51

943,296

D

Class A
Non-Voting
Common
Stock

10/13/2008

S

6,551

D

\$ 13.5

936,745

D

Class A
Non-Voting
Common
Stock

10/13/2008

S

3,497

D

\$ 13.49

933,248

D

Class A
Non-Voting
Common
Stock

10/13/2008

S

4,800

D

\$ 13.48

928,448

D

Class A
Non-Voting
Common
Stock

10/13/2008

S

4,216

D

\$ 13.47

924,232

D

Class A
Non-Voting
Common
Stock

10/13/2008

S

2,200

D

\$ 13.46

922,032

D

Class A
Non-Voting
Common
Stock

10/13/2008

S

2,800

D

\$ 13.45

919,232

D

10/13/2008

S

900

D

\$ 13.44

918,332

D

Class A
Non-Voting
Common
Stock

Class A Non-Voting Common Stock	10/13/2008	S	1,484	D	\$ 13.43	916,848	D
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Class A Non-Voting Common Stock	10/13/2008	S	2,500	D	\$ 13.42	914,348	D
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Class A Non-Voting Common Stock	10/13/2008	S	1,300	D	\$ 13.41	913,048	D
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Class A Non-Voting Common Stock	10/13/2008	S	<u>6,300</u> (1)	D	\$ 13.4	906,748 (2)	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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 of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Incentive Stock Option 1998 plan (right to buy)	\$ 3.3333	10/13/2008		M		54,000		10/05/2008	11/05/2008	Class A Non-Voting Common Stock	54,000

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

10/14/2008

__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.
- (2) The Total Non-Derivative Securities Beneficially Owned does not include 526,122 Derivative Securities currently held by Reporting Person.

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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