

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| 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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| | | |
|---|---|---|
| 1. Name and Address of Reporting Person* <u>BRINKLEY STERLING B</u> (Last) (First) (Middle) <u>108 FORREST AVE.</u> (Street) <u>LOCUST VALLEY NY 11560</u> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>EZCORP INC [EZPW]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chairman of the Board</u> |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>10/07/2008</u> | |
| 4. If Amendment, Date of Original Filed (Month/Day/Year) | | |

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 | 10/07/2008 | | M | | 34,400 | A | \$3.3333 | 909,570 | D | |
| Class A Non-Voting Common Stock | 10/07/2008 | | S | | 300 | D | \$16.24 | 909,270 | D | |
| Class A Non-Voting Common Stock | 10/07/2008 | | S | | 1,620 | D | \$16.16 | 907,650 | D | |
| Class A Non-Voting Common Stock | 10/07/2008 | | S | | 1,881 | D | \$16.15 | 905,769 | D | |
| Class A Non-Voting Common Stock | 10/07/2008 | | S | | 5,749 | D | \$16.08 | 900,020 | D | |
| Class A Non-Voting Common Stock | 10/07/2008 | | S | | 1,200 | D | \$16.06 | 898,820 | D | |
| Class A Non-Voting Common Stock | 10/07/2008 | | S | | 700 | D | \$16.055 | 898,120 | D | |
| Class A Non-Voting Common Stock | 10/07/2008 | | S | | 100 | D | \$16.0549 | 898,020 | D | |
| Class A Non-Voting Common Stock | 10/07/2008 | | S | | 9,815 | D | \$16.05 | 888,205 | D | |
| Class A Non-Voting Common Stock | 10/07/2008 | | S | | 600 | D | \$16.03 | 887,605 | D | |
| Class A Non-Voting Common Stock | 10/07/2008 | | S | | 300 | D | \$16.02 | 887,305 | D | |
| Class A Non-Voting Common Stock | 10/07/2008 | | S | | 700 | D | \$16.01 | 886,605 | D | |
| Class A Non-Voting Common Stock | 10/07/2008 | | S | | 11,435 ⁽¹⁾ | D | \$16 | 875,170 ⁽²⁾ | D | |

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 Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|---|--|--------------------------------------|--|--------------------------------|---|--|--------|--|-----------------|---|--|--|---|--|-------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | | | | | | Title |
| Incentive Stock Option 1993 plan (right to buy) | \$3.3333 | 10/07/2008 | | M | | | 34,400 | 10/05/2008 | 11/05/2008 | Class A Non-Voting Common Stock | 344,000 | \$0.00 | 976,600 | D | |

Explanation of Responses:

- 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 976,600 Derivative Securities currently held by Reporting Person.

Remarks:

/s/ Laura Jones Attorney-in-Fact 10/09/2008

** Signature of Reporting Person Date

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

* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

