SEC Form 4

FORM 4

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

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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*	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
BRINKLEY STERLING B	EZCORP INC [EZPW]	X Director 10% Owner
(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year)	X Officer (give title below) Other (specify below)
108 FORREST AVE.	10/08/2008	Chairman of the Board
(Street)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
LOCUST VALLEY NY 11560		X Form filed by One Reporting Person
(City) (State) (Zip)		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	10/08/2008		M		44,900	A	$3.3333	920,070	D	
Class A Non-Voting Common Stock	10/08/2008		S		400	D	$15.23	919,670	D	
Class A Non-Voting Common Stock	10/08/2008		S		800	D	$15.22	918,870	D	
Class A Non-Voting Common Stock	10/08/2008		S		1,700	D	$15.21	917,170	D	
Class A Non-Voting Common Stock	10/08/2008		S		1,700	D	$15.2	915,470	D	
Class A Non-Voting Common Stock	10/07/2008		S		307	D	$15.05	915,163	D	
Class A Non-Voting Common Stock	10/07/2008		S		600	D	$15.02	914,563	D	
Class A Non-Voting Common Stock	10/08/2008		S		360	D	$15.01	914,203	D	
Class A Non-Voting Common Stock	10/08/2008		S		7,133	D	$15	907,070	D	
Class A Non-Voting Common Stock	10/08/2008		S		1,200	D	$14.7	905,870	D	
Class A Non-Voting Common Stock	10/08/2008		S		600	D	$14.62	905,270	D	
Class A Non-Voting Common Stock	10/08/2008		S		462	D	$14.61	904,808	D	
Class A Non-Voting Common Stock	10/08/2008		S		2,538	D	$14.6	902,270	D	
Class A Non-Voting Common Stock	10/08/2008		S		100	D	$14.55	902,170	D	
Class A Non-Voting Common Stock	10/08/2008		S		1,800	D	$14.54	900,370	D	
Class A Non-Voting Common Stock	10/08/2008		S		3,700	D	$14.53	896,670	D	
Class A Non-Voting Common Stock	10/08/2008		S		4,100	D	$14.52	892,570	D	
Class A Non-Voting Common Stock	10/08/2008		S		300	D	$14.515	892,270	D	
Class A Non-Voting Common Stock	10/08/2008		S		3,200	D	$14.51	889,070	D	
Class A Non-Voting Common Stock	10/08/2008		S		500	D	$14.505	888,570	D	
Class A Non-Voting Common Stock	10/08/2008		S		13,400[1]	D	$14.5	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	Amount or Number of Shares				

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	Amount or Number of Shares				
Incentive Stock Option 1993 plan (right to buy)	$3.3333	10/08/2008		M			44,900	10/05/2008	11/05/2008	Clas A Non-Voting Common Stock	449,000	$0.00	931,700	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 931,700 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.