## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

# FORM 8-K

#### **CURRENT REPORT**

## PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): November 7, 2013

### EZCORP, Inc.

(Exact name of registrant as specified in its charter)

#### Delaware

(State or other jurisdiction of incorporation)

#### 0-19424

(Commission File Number) 74-2540145

(IRS Employer Identification No.)

1901 Capital Parkway, Austin, Texas 78746 (Address of principal executive offices) (zip code)

Registrant's telephone number, including area code: (512) 314-3400

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

#### Item 2.02 — Results of Operations and Financial Condition

On November 7, 2013 EZCORP, Inc. issued a press release announcing its results of operations and financial condition for the fourth fiscal quarter and the fiscal year ended September 30, 2013. A copy of that press release is attached as Exhibit 99.1.

The information set forth under this Item 2.02, including Exhibit 99.1, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section, and shall not be deemed to be incorporated by reference in any filing made by EZCORP under the Securities Act of 1933 or the Securities Exchange Act of 1934.

#### Item 9.01 Financial Statements and Exhibits.

- (d) Exhibits.
  - 99.1 Press Release, dated November 7, 2013, announcing EZCORP, Inc.'s results of operations and financial condition for the fourth fiscal quarter and year ended September 30, 2013

#### **SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

EZCORP, INC.

November 7, 2013 By: <u>/s/ Mark Kuchenrither</u>

Date:

Mark Kuchenrither

**Executive Vice President and Chief Financial Officer** 

#### EXHIBIT INDEX

Exhibit No.	Description of Exhibit
99.1	Press Release, dated November 7, 2013, announcing EZCORP, Inc.'s results of operations and financial condition for the fourth fiscal quarter and year ended September 30, 2013.



#### **EZCORP REPORTS 2013 REVENUES OF MORE THAN \$1 BILLION**

**AUSTIN, Texas (November 7, 2013)** — EZCORP, Inc. (NASDAQ: EZPW), a leading provider of easy cash solutions for consumers, announced that for the fiscal year ended September 30, 2013, total revenues were \$1.01 billion, a record for the company. Net income from continuing operations attributable to EZCORP was \$57 million.

EZCORP's core lending and retail businesses in the United States and Latin America showed continued strength, highlighted by the following:

- Merchandise sales in the U.S. increased 7% during the year, as the company continued to diversify its retail channels. Online sales, primarily of general merchandise, totaled \$19 million during the year, and now account for 8% of general merchandise retail sales in the U.S.
- Total loan balances in the company's U.S. Financial Services division (including online loans) were up 29%, including 23% growth in storefront loans. Loan fees were up 7%, offsetting the negative impact of various regulatory changes that reduced net income by \$7 million.
- Latin America's segment contribution improved 40% during the year, after normalizing the prior year's results for a \$16 million positive purchase accounting adjustment. This significant growth was driven by strong performance in the company's Mexico payroll withholding lending business (Grupo Finmart), where loan balances increased 46% during the year and total revenues increased 89%.

For the fiscal year, the combined effect of reduced gold volumes and the gold price decline had a \$31 million negative impact on the company's after tax earnings. The company's fiscal year results also included \$35 million of one-time charges, including an impairment charge of \$29 million on the company's long-term investment in Albemarle & Bond Holdings, PLC, a gold and jewelry pawnbroker in the U.K. In addition, investments in long-term growth initiatives (including the company's online lending businesses in the U.S. and the U.K. and denovo growth) further negatively impacted earnings by \$20 million.

The following metrics refer to continuing operations, unless otherwise noted.

#### <u>Consolidated Financial Highlights — Fiscal Year ended September 30, 2013 versus the prior year</u>

- Total revenues exceeded \$1 billion, a record for the company. Excluding jewelry scrapping, total revenues grew 14%, driven by a 24% increase in consumer loan fees, an 11% increase in merchandise sales, and an 8% increase in pawn service charges.
- Net income from continuing operations attributable to EZCORP was \$57 million, while diluted earnings per share from continuing operations attributable to EZCORP were \$1.06.

- Cash and cash equivalents, including restricted cash, were \$42 million at year-end, with long-term debt of \$246 million, including \$105 million of Grupo Finmart third-party debt, which is non-recourse to EZCORP.
- Net earning assets, including discontinued operations, were \$466 million, a 20% increase over last year. Net earning assets consist of pawn loans, consumer loans and inventory on the balance sheet, combined with CSO loans not on the balance sheet, net of reserves. The growth in net earnings assets was driven by a 35% increase in loan balances in our combined financial services businesses, and a 13% increase in earning assets related to our pawn and retail businesses.

#### Fiscal Year 2013 Business Review

#### U.S. & Canada

- *Storefront Growth* At year end, the company operated over 1,000 locations in 26 states. During the year, the company opened 84 de novo stores, and acquired 12 stores in key markets.
- Pawn
  - Pawn loan balances increased to \$143 million from \$141 million for the prior year, and revenues from pawn service charges increased 5% in total and 2% on a same store basis. General merchandise loan balances grew by 11%, while jewelry loan balances declined 6%.
  - Overall merchandise sales were up 7% in total and 3% on a same store basis. General merchandise sales increased 10% in total and 6% on a same store basis. The company's online retail channel continued to grow, and reported \$19 million in revenues primarily in general merchandise sales, for the fiscal year. During the year, jewelry sales decreased 1% in total and 4% on a same store basis. However, in the fourth quarter, jewelry sales increased 18% in total and 14% on a same store basis, reflecting our previously announced strategy to sell more gold through our retail channel and scrap less.
  - Gross margin on merchandise sales was 41%, down 130 basis points from last year. This decrease was driven by a higher mix of general merchandise sales as general merchandise gross margin remained flat at 40% while gross margin on jewelry sales was 45%.
  - The overall redemption rate was 83%, up 80 basis points, driven by a jewelry redemption rate of 86%, up 150 basis points. Redemption rates for general merchandise were at unchanged at 76%.
- Financial Services (Storefront and Online)
  - Total loan balances (including CSO loans not on the balance sheet) were \$51 million, up 29%, driven by a 70% increase in second generation loan products (such as installment and other multiple payment products and auto title loans). Storefront loan growth was strong as well, increasing 23%.
  - Loan fees were \$175 million, up 7%, as a result of new products in existing stores, storefront growth, and new fees from the U.S. online lending channel.

- Bad debt as a percentage of fees was 25%, an increase of 300 basis points as we attracted new customers and our customers transitioned to our new multi-payment products, including auto title and our online channel.
- The U.S. online business's loan book continues to grow and at year end was \$2 million, net of reserves. While this business negatively impacted segment contribution in 2013, it is expected to make a positive contribution in fiscal 2014.

#### Latin America

The Latin America segment contribution was \$27 million, a 40% increase over the prior year after normalizing for the prior year's purchase accounting adjustments. This increase was driven by strong performance at Grupo Finmart, the company's payroll withholding lending division.

- Payroll Withholding Lending
  - Total loan balances at Grupo Finmart at the end of the year were \$107 million, up 46%.
  - Total revenue was \$52 million, an increase of 89%, as a result of better contract terms and better penetration. Net revenues, including a credit for aged consumer loans that were sold, were \$53 million. Absent this credit, bad debt as a percentage of fees was approximately 2%.
  - Grupo Finmart ended the year with 72 active convenios, compared to 67 at the end of last year. Contract penetration across all convenios was 6% for the year, compared to 3% in the prior year.

#### Pawn —

- Empeño Fácil, the company's Mexico pawn operation, opened 66 locations during the year and operated 239 stores at the end of the year. As previously announced, the company closed 57 legacy, gold-only stores during the year, which is a part of the discontinued operations charge.
- Pawn loan balances at year-end were \$14 million, a 10% decrease from the prior year-end. General merchandise loan balances were down 4%, while jewelry loan balances decreased 31%. General merchandise loans now comprise 92% of Empeño Fácil's pawn loan portfolio, up from 89% last year.
- Revenue from pawn service charges increased 29% in total and 10% on a same store basis.
- Merchandise sales increased 40% in total and 10% on a same store basis. Gross margin on merchandise sales was 39%, down 700 basis points from a year ago, reflecting a much more competitive lending and selling marketplace.

#### Other International

- At fiscal year end, after reviewing the valuation of our holdings in Albemarle & Bond Holdings PLC, we recognized an impairment charge of \$43 million (\$29 million net of tax).
- Cash Genie, the company's online lending operation in the U.K., performed well during the second and third quarters of the year, but a poorly executed introduction of an installment loan product caused

performance to deteriorate in the fourth quarter. The company took rapid action to improve performance and is on track to return to profitability in fiscal 2014.

#### **CEO Commentary**

Paul Rothamel, EZCORP's President and Chief Executive Officer, stated: "Obviously, we are disappointed with our financial results in 2013, particularly after posting three straight years of record revenue and net income. We are committed to improving the operational performance of our existing businesses, including our recently acquired online lending businesses. We are confident that our consistent execution against that commitment will ensure that we will deliver superior long-term value to our shareholders."

The company provides supplemental information on its website. For additional content, please see "Investor Resources & Supplemental Information" at http://investors.ezcorp.com/.

#### **About EZCORP**

EZCORP, Inc. is a leader in delivering instant cash solutions to our customers across channels, products, services and markets. With approximately 7,800 teammates and approximately 1,400 locations and branches, we give our customers multiple ways to access instant cash, including pawn loans and consumer loans in the United States, Mexico, Canada and the United Kingdom. We offer these products through four primary channels: in-store, online, at the worksite and through our mobile platform. At our pawn and buy/sell stores and online, we also sell merchandise, primarily collateral forfeited from pawn lending operations and used merchandise purchased from customers.

EZCORP owns controlling interests in Prestaciones Finmart, S.A.P.I. de C.V., SOFOM, E.N.R. (doing business under the names "Crediamigo" and "Adex"), a leading provider of payroll deduction loans in Mexico; and in Renueva Commercial, S.A.P.I. de C.V., an operator of buy/sell stores in Mexico under the name "TUYO." The company also has significant investments in Albemarle & Bond Holdings PLC (ABM.L), one of the U.K.'s largest pawnbroking businesses with over 180 full-line stores offering pawnbroking, jewelry retailing, gold buying and financial services; and in Cash Converters International Limited (CCV.ASX), which franchises and operates a worldwide network of over 700 stores that provide personal financial services and sell pre-owned merchandise.

For the latest information on EZCORP, please visit our website at: <a href="http://investors.ezcorp.com/">http://investors.ezcorp.com/</a>.

#### **Forward-Looking Statements**

This announcement contains certain forward-looking statements regarding the company's expected operating and financial performance for future periods. These statements are based on the company's current expectations. Actual results for future periods may differ materially from those expressed or implied by these forward-looking statements due to a number of uncertainties and other factors, including fluctuations in gold prices or the desire of our customers to pawn or sell their gold items, changes in the regulatory environment, changing market conditions in the overall economy and the industry, and consumer demand for the company's services and merchandise. For a discussion of these and other factors affecting the company's business and prospects, see the company's annual, quarterly and other reports filed with the Securities and Exchange Commission.

#### **Contact:**

Mark Trinske
Vice President, Investor Relations and Communications
EZCORP, Inc.
(512) 314-2220
Investor\_Relations@ezcorp.com
http://investors.ezcorp.com/

#### EZCORP, Inc.

## Highlights of Consolidated Statements of Operations (Unaudited) (in thousands, except per share data)

	Three Months Ended September 30,			Fiscal Year Ended September 30,				
		2013		2012		2013		2012
Revenues:								
Merchandise sales	\$	87,504	\$	76,793	\$	368,766	\$	333,064
Jewelry scrapping sales		18,123		55,415		131,702		202,481
Pawn service charges		63,542		62,658		251,354		233,538
Consumer loan fees		65,185		57,087		248,304		200,681
Other revenues		12		2,008		10,181		5,359
Total revenues		234,366		253,961		1,010,307		975,123
Merchandise cost of goods sold		53,906		43,016		218,617		190,637
Jewelry scrapping cost of goods sold		15,140		37,908		96,133		130,715
Consumer loan bad debt		20,377		12,101		54,873		39,370
Net revenues		144,943		160,936		640,684		614,401
Operating expenses:								
Operations		104,879		88,334		414,225		336,348
Administrative		17,556		14,403		52,474		47,912
Depreciation		3,698		3,046		28,327		22,011
Amortization		5,233		1,956		5,233		1,956
Loss (gain) on sale or disposal of assets		1,214		(135)		1,434		(27)
Total operating expenses		132,580		107,604		501,693		408,200
Operating income		12,363		53,332		138,991		206,201
Interest expense (income)		4,139		(5,244)		15,166		(1,550)
Equity in net loss (income) of unconsolidated affiliates		1,613		(4,465)		(11,878)		(17,400)
Impairment of investments		44,598		_		44,598		_
Other income		(205)		(1,054)		(205)		(1,211)
(Loss) income from continuing operations before income taxes		(37,782)		64,095		91,310		226,362
Income tax (benefit) expense		(12,509)		18,588		29,575		71,252
(Loss) income from continuing operations, net of tax		(25,273)		45,507		61,735		155,110
Income (loss) from discontinued operations, net of tax		1,503		(1,366)		(23,310)		(4,533)
Net (loss) income		(23,770)		44,141		38,425		150,577
Net income from continuing operations attributable to redeemable noncontrolling interest		970		5,569		4,348		6,869
Net (loss) income attributable to EZCORP, Inc.	\$	(24,740)	\$	38,572	\$	34,077	\$	143,708
		-						
Diluted earnings (loss) per share attributable to EZCORP, Inc.:								
Continuing operations	\$	(0.48)	\$	0.78	\$	1.06	\$	2.90
Discontinued operations		0.02		(0.03)		(0.43)		(0.09)
Diluted earnings per share	\$	(0.46)	\$	0.75	\$	0.63	\$	2.81
Weighted average shares diluted		54,310		51,394		53,737		51,133
Net (loss) income from continuing operations attributable to EZCORP, Inc.	\$	(26,243)	\$	39,938	\$	57,387	\$	148,241
Income (loss) from discontinued operations attributable to EZCORP, Inc.		1,503		(1,366)		(23,310)		(4,533)
Net (loss) income attributable to EZCORP, Inc.	\$	(24,740)	\$	38,572	\$	34,077	\$	143,708

# EZCORP, Inc. Highlights of Consolidated Balance Sheets (Unaudited) (in thousands)

	Septer	September 30,	
	2013		2012
ssets:			
Current assets:			
Cash and cash equivalents	\$ 36,317	\$	48,47
Restricted cash	3,312		1,14
Pawn loans	156,637		157,64
Consumer loans, net	64,515		34,15
Pawn service charges receivable, net	30,362		29,40
Consumer loan fees receivable, net	36,588		30,41
Inventory, net	145,200		109,21
Deferred tax asset	13,825		14,98
Income tax receivable	10,694		10,51
Prepaid expenses and other assets	34,217		45,45
Total current assets	531,667		481,39
Investments in unconsolidated affiliates	97,085		126,06
Property and equipment, net	116,281		108,13
Restricted cash, non-current	2,156		4,33
Goodwill	428,508		374,66
Intangible assets, net	61,872		45,18
Non-current consumer loans, net	69,991		61,99
Deferred tax asset	13,625		
Other assets, net	24,105		16,22
Total assets	\$ 1,345,290	\$	1,218,00
abilities and stockholders' equity:	<u> </u>	-	
Current liabilities:			
Current maturities of long-term debt	\$ 30,436	\$	21,08
Current capital lease obligations	533	Ф	21,00
Accounts payable and other accrued expenses			
Other current liabilities	79,967		64,10
Customer layaway deposits	22,337		14,82
Total current liabilities	8,628		7,23
Long-term debt, less current maturities	141,901		107,8
Long-term capital lease obligations	215,939		198,83
Deferred tax liability	391		9:
Deferred gains and other long-term liabilities			7,92
Total liabilities	17,140		13,9
Temporary equity:	375,371		329,49
Redeemable noncontrolling interest			
	55,393		53,68
EZCORP, Inc. stockholders' equity	914,526		834,82
Total liabilities and stockholders' equity	\$ 1,345,290	\$	1,218

### EZCORP, Inc. Operating Segment Results (Unaudited)

(in thousands)

Three Months Ended September 30, 2013 U.S. & Canada Latin America Other International Consolidated Revenues: \$ 72,944 14,560 \$ 87,504 Merchandise sales Jewelry scrapping sales 14,385 3,738 18,123 6,969 63,542 Pawn service charges 56,573 47,853 13,878 3,454 65,185 Consumer loan fees Other revenues 317 (356)51 12 Total revenues 191,399 39,462 3,505 234,366 Merchandise cost of goods sold 44,211 9,695 53,906 Jewelry scrapping cost of goods sold 11,715 3,425 15,140 3,734 Consumer loan bad debt 15,732 911 20,377 119,741 25,431 Net revenues (229)144,943 Segment items: 84,828 16,013 4,038 104,879 Operations Depreciation and amortization 4,567 1,866 125 6,558 Loss (gain) on sale or disposal of assets 82 81 (1) 9 3,074 (1) 3,082 Interest expense (income), net Equity in net loss of unconsolidated affiliates 1,613 1,613 44,598 44,598 Impairment of investments 2 222 244 Other expense 20 Segment contribution (loss) \$ 30,253 \$ 4,459 (50,824) \$ (16,112)\$ Corporate expenses: Administrative 17,556 Depreciation and amortization 2,373 Loss on sale or disposal of assets 1,133 1,057 Interest expense, net Other income (449)Loss from continuing operations before income taxes (37,782) Income tax benefit (12,509)Loss from continuing operations, net of tax (25,273)Income from discontinued operations, net of tax 1,503

(23,770)

(24,740)

970

Net loss

Net income attributable to redeemable noncontrolling interest

Net loss attributable to EZCORP, Inc.

## EZCORP, Inc. Operating Segment Results (Unaudited)

(in thousands)

Three Months Ended September 30, 2012 U.S. & Canada Other International Consolidated Latin America Revenues: \$ 64,990 11,803 \$ 76,793 Merchandise sales 52,653 2,762 Jewelry scrapping sales 55,415 Pawn service charges 55,778 6,880 62,658 Consumer loan fees 42,152 9,137 5,798 57,087 Other revenues 1,329 529 150 2,008 216,902 31,111 5,948 253,961 Total revenues Merchandise cost of goods sold 36,451 6,565 43,016 Jewelry scrapping cost of goods sold 35,756 2,152 37,908 Consumer loan bad debt 10,735 (831)2,197 12,101 Net revenues 133,960 23,225 3,751 160,936 Segment items: Operations 75,718 9,478 3,138 88,334 Depreciation and amortization 3,717 93 3,592 (218)(Gain) loss on sale or disposal of assets (148)14 (134)Interest income, net (6,262)(23)(6,285)Equity in net income of unconsolidated affiliates (4,465)(4,465)Other income (993)(7) (54)(1,054)Segment contribution \$ 55,689 \$ 20,220 \$ 5,039 \$ 80,948 Corporate expenses: Administrative 14,403 Depreciation and amortization 1,410 Gain on sale or disposal of assets (1) Interest expense, net 1,041 64,095 Income from continuing operations before income taxes Income tax expense 18,588 Income from continuing operations, net of tax 45,507 Loss from discontinued operations, net of tax (1,366)Net income 44,141 Net income attributable to redeemable noncontrolling interest 5,569

\$

38,572

Net income attributable to EZCORP, Inc.

# EZCORP, Inc. Operating Segment Results (Unaudited) (in thousands)

Year Ended September 30, 2013									
II.S. 9- Canada	I atin America	Other International	Consolidated						

	U.S. & Canada	Latin America		Other International		Consolidated
Revenues:						
Merchandise sales	\$ 310,521	\$ 58,245	\$	_	\$	368,766
Jewelry scrapping sales	123,162	8,540		_		131,702
Pawn service charges	221,775	29,579		_		251,354
Consumer loan fees	174,726	50,461		23,117		248,304
Other revenues	5,113	3,197		1,871		10,181
Total revenues	835,297	150,022		24,988		1,010,307
Merchandise cost of goods sold	183,147	35,470		_		218,617
Jewelry scrapping cost of goods sold	88,637	7,496		_		96,133
Consumer loan bad debt	43,095	(113)		11,891		54,873
Net revenues	 520,418	107,169		13,097		640,684
Segment items:						
Operations	336,421	62,496		15,308		414,225
Depreciation and amortization	17,962	6,933		462		25,357
Loss on sale or disposal of assets	284	17		_		301
Interest expense (income), net	16	11,279		(2)		11,293
Equity in net income of unconsolidated affiliates	_	_		(11,878)		(11,878)
Impairment of investments				44,598		44,598
Other (income) expense	(3)	(218)		153		(68)
Segment contribution	\$ 165,738	\$ 26,662	\$	(35,544)	\$	156,856
Corporate expenses:						
Administrative						52,474
Depreciation and amortization						8,203
Loss on sale or disposal of assets						1,133
Interest expense, net						3,873
Other income						(137)
Income from continuing operations before income taxes						91,310
Income tax expense						29,575
Income from continuing operations, net of tax						61,735
Loss from discontinued operations, net of tax						(23,310)
Net income						38,425
Net income attributable to redeemable noncontrolling interest						4,348
Net income attributable to EZCORP, Inc.					\$	34,077

### EZCORP, Inc. Operating Segment Results (Unaudited)

(in thousands)

Year Ended September 30, 2012 U.S. & Canada Other International Consolidated Latin America Revenues: \$ Merchandise sales 291,497 \$ 41,567 \$ 333,064 Jewelry scrapping sales 191,905 10,576 202,481 210,601 22,937 233,538 Pawn service charges Consumer loan fees 163,896 26,901 9,884 200,681 Other revenues 3,759 1,292 308 5,359 861,658 Total revenues 103,273 10,192 975,123 Merchandise cost of goods sold 168,133 22,504 190,637 Jewelry scrapping cost of goods sold 122,604 8,111 130,715 3,663 Consumer loan bad debt 35,398 309 39,370 Net revenues 535,523 72,349 6,529 614,401 Segment items: Operations 292,371 37,259 6,718 336,348 Depreciation and amortization 13,579 4,689 223 18,491 223 (Gain) loss on sale or disposal of assets (261)12 (26)Interest income, net (4,507)(1) (4,511)(3)Equity in net income of unconsolidated affiliates (17,400)(17,400)Other income (647)(559)(5) (1,211)Segment contribution \$ 230,484 34,901 17,325 282,710 Corporate expenses: Administrative 47,912 5,476 Depreciation and amortization Gain on sale or disposal of assets (1) 2,961 Interest expense, net Income from continuing operations before income taxes 226,362 Income tax expense 71,252 Income from continuing operations, net of tax 155,110 Loss from discontinued operations, net of tax (4,533)150,577 Net income Net income attributable to redeemable noncontrolling interest 6,869 \$ 143,708 Net income attributable to EZCORP, Inc.

#### EZCORP, Inc. **Store Count Activity**

		Fiscal Year Ended September 30, 2013							
		Company-owned Stores							
	U.S. & Canada	Latin America	Other International	Consolidated					
Beginning of period	987	275	_	1,262	10				
De novo	84	73	_	157	_				
Acquired	12	26	_	38	_				
Sold, combined or closed	(3)	(5)	_	(8)	(2)				
Discontinued operations	(50)	(57)	_	(107)	_				
End of period	1,030	312		1,342	8				
		Fiscal Year Ended September 30, 2012							
		Company-owned Stores							
	U.S. & Canada	Latin America	Other International	Consolidated					
Beginning of period	933	178	_	1,111	13				
De novo	17	54	_	71	_				
Acquired	51	45	_	96	_				
Sold, combined or closed	(14)	(2)	_	(16)	(3)				
End of period	987	275	_	1,262	10				