SEC Form 5

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(City)

FORM 5

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

Form 3 Holdings Reported

(State)

(Zip)

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL **OWNERSHIP**

OMB APPROVAL

OMB Number: 3235-0362 Estimated average burden hours per response: 1.0

Form filed by More than One Reporting

Person

| Form 4 Trans | sactions Reported. | | Filed pursuant to Section 16(a) of the Securities Exchange Act of 19 or Section 30(h) of the Investment Company Act of 1940 | 34 | | |
|-----------------------|---------------------------------------|----------|--|-----------------------|--|---|
| | dress of Reporting Po bert Michael | erson* | 2. Issuer Name and Ticker or Trading Symbol <u>EZCORP INC</u> [EZPW] | | ationship of Reporting P k all applicable) Director Officer (give title | erson(s) to Issuer 10% Owner Other (specify |
| (Last) 1901 CAPITA | (First) AL PARKWAY | (Middle) | 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 09/30/2008 | | below) Vice Presider | below) |
| (Street) AUSTIN | TX | 78746 | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indi Line) X | vidual or Joint/Group Fil Form filed by One Re | |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| Table 1 - Non-Derivative Occurrices Acquired, Disposed of, of Deriencially 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 Acc Of (D) (Instr. 3, 4 | | or Disposed | 5. Amount of Securities Beneficially Owned at end of | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| | | | | Amount | (A) or (D) | Price | Issuer's Fiscal Year (Instr. 3 and 4) | | | | |
| Class A Non-Voting Common Stock | 05/23/2008 | | A | 45.14 | A | \$11.44 | 139.315 | I | EZCORP, Inc. 401(k) | | |
| Class A Non-Voting Common Stock | 05/23/2008 | | A | 4.75 | A | \$11.44 | 144.065 | I | EZCORP, Inc. 401(k) | | |
| Class A Non-Voting Common Stock | 07/07/2008 | | D | 0.743 | D | \$14.7 | 143.322 | I | EZCORP, Inc. 401(k) | | |
| Class A Non-Voting Common Stock | 07/07/2008 | | D | 1.77 | D | \$14.7 | 141.552 | I | EZCORP, Inc. 401(k) | | |
| Class A Non-Voting Common Stock | 08/15/2008 | | D | 0.81 | D | \$15.21 | 140.742 | I | EZCORP, Inc. 401(k) | | |
| Class A Non-Voting Common Stock | | | | | | | 9,000 ⁽¹⁾⁽²⁾ | D | | | |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| | 3 | 3 | 3 | | | | | | | | | | | |
|---|---|--|---|---|-----|-----|--|---|-------|---|--|--|--|--|
| 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) | of | | 6. Date Exerc Expiration Da (Month/Day/Y | 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) | |
| | | | | | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |

Explanation of Responses:

1. This report on the 401(k) transaction is voluntary. The sole purpose is to disclose EZCORP'S matching contributions pursuant to the EZCORP, Inc. 401(k) Plan and Trust (the "Plan"). The disposition of stock reflects a forfeiture of shares of stock pursuant to the terms of the Plan. The information in this report is based on a plan statement dated as of September 30, 2008.

2. The Total Non-Derivative Securities Beneficially Owned does not include 54,000 Derivative Securities currently held by Reporting Person.

Remarks:

/s/ Laura Jones Attorney-in-Fact

11/12/2008

** Signature of Reporting Person Date

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

 \ast 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.