SEC Form 4

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

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

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	ress of Reporting Pers Dert Michael	son*	2. Issuer Name and Ticker or Trading Symbol <u>EZCORP INC</u> [EZPW]	(Check	tionship of Reporting Pers all applicable) Director Officer (give title	son(s) to Issuer 10% Owner Other (specify
(Last) (First) (Middle) 1901 CAPITAL PARKWAY		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 07/28/2006	X	below) Vice President	below)
(Street) AUSTIN (City)	TX (State)	78746 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filing Form filed by One Repo Form filed by More thar Person	orting 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	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	Amount (A) or (D)		Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Class A Non-Voting Common Stock	07/28/2006		М		8,000	A	\$12.15	8,000(1)	D	
Class A Non-Voting Common Stock	07/28/2006		М		2,000	A	\$8.86	10,000 ⁽²⁾	D	
Class A Non-Voting Common Stock	07/28/2006		S		10,000	D	\$40.3481	0 ⁽²⁾	D	
Class A Non-Voting Common Stock	05/11/2006		J		8.243	A	\$31.95	8.243 ⁽³⁾	I	EZCORP, Inc. 401(K)
Class A Non-Voting Common Stock	05/15/2006		J		9.19	A	\$31.95	17.433 ⁽³⁾	I	EZCORP, Inc. 401(K)

	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)		ansaction of ode (Instr. Derivative			6. Date Exerci Expiration Dat (Month/Day/Ye	e	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 2003 Plan (right to buy)	\$12.15	07/28/2006		М			8,000	05/03/2005 ⁽⁴⁾	05/03/2014	Class A Non- Voting Common Stock	8,000	\$0.00	12,000	D	
Incentive Stock Option 2003 Plan (right to buy)	\$8.86	07/28/2006		М			2,000	10/01/2005 ⁽⁵⁾	10/01/2014	Class A Non- Voting Common Stock	2,000	\$0.00	8,000	D	

Explanation of Responses:

1. The total Non-Derivative Securities Beneficially owned does not include 22,000 Derivative shares currently held by Reporting Person.

2. The total Non-Derivative Securities Beneficially owned does not include 20,000 Derivative shares currently held by Reporting Person.

3. This report on the 401(k) transaction is voluntary. The sole purpose is to disclose EZCORP'S matching contributions pursuant to 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 reports is based on a plan statement dated as of May 16, 2006.

4. This option grant of 20,000 shares vests in 20% increments over five years.

5. This option grant of 10,000 shares vests in 20% increments over five years.

Remarks:

<u>/s/ Laura Jones Attorney-in-</u> Fact

08/01/2006

Date

** Signature of Reporting Person

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.