# 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 OMB APPROVAL
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	dress of Reporting		2. Issuer Name and Ticker or Trading Symbol <u>EZCORP INC</u> [ EZPW ]		ationship of Reporting Pe ( all applicable) Director	rson(s) to Issuer 10% Owner
(Last) 1901 CAPITA	(First) AL PKWY	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/06/2006	X	Officer (give title below) Sr. Vice-Pre	Other (specify below) esident
(Street) AUSTIN (City)	TX (State)	78746 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	vidual or Joint/Group Filir Form filed by One Re Form filed by More the Person	porting 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 Disposed Of	Acquired (D) (Instr.	(A) or 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code V		Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Class A Non-Voting Common Stock	02/06/2006		М		2,293	A	\$4.24	2,293	D		
Class A Non-Voting Common Stock	02/07/2006		М		7,707	A	\$4.24	10,000	D		
Class A Non-Voting Common Stock	02/07/2006		М		19,000	A	\$9.77	29,000	D		
Class A Non-Voting Common Stock	02/08/2006		М		1,000	A	\$9.77	30,000	D		
Class A Non-Voting Common Stock	02/06/2006		S		2,293	D	\$21	27,707	D		
Class A Non-Voting Common Stock	02/07/2006		S		7,561	D	\$20.04	20,146	D		
Class A Non-Voting Common Stock	02/07/2006		S		300	D	\$20.07	19,846	D		
Class A Non-Voting Common Stock	02/07/2006		S		200	D	\$20.08	19,646	D		
Class A Non-Voting Common Stock	02/07/2006		S		100	D	\$20.1	19,546	D		
Class A Non-Voting Common Stock	02/07/2006		S		900	D	\$20.12	18,646	D		
Class A Non-Voting Common Stock	02/07/2006		S		1,000	D	\$20.13	17,646	D		
Class A Non-Voting Common Stock	02/07/2006		S		700	D	\$20.14	16,946	D		
Class A Non-Voting Common Stock	02/07/2006		S		2,300	D	\$20.15	14,646	D		
Class A Non-Voting Common Stock	02/07/2006		S		200	D	\$20.16	14,446	D		
Class A Non-Voting Common Stock	02/07/2006		S		100	D	\$20.17	14,346	D		
Class A Non-Voting Common Stock	02/07/2006		S		101	D	\$20.18	14,245	D		
Class A Non-Voting Common Stock	02/07/2006		S		1,400	D	\$20.19	12,845	D		
Class A Non-Voting Common Stock	02/07/2006		S		1,605	D	\$20.2	11,240	D		
Class A Non-Voting Common Stock	02/07/2006		S		700	D	\$20.21	10,540	D		
Class A Non-Voting Common Stock	02/07/2006		S		100	D	\$20.23	10,440	D		
Class A Non-Voting Common Stock	02/07/2006		S		1,000	D	\$20.24	9,440	D		
Class A Non-Voting Common Stock	02/07/2006		S		640	D	\$20.25	8,800	D		
Class A Non-Voting Common Stock	02/07/2006		S		1,600	D	\$20.27	7,200	D		
Class A Non-Voting Common Stock	02/07/2006		S		100	D	\$20.28	7,100	D		
Class A Non-Voting Common Stock	02/07/2006		S		2,500	D	\$20.29	4,600	D		
Class A Non-Voting Common Stock	02/07/2006		S		3,600	D	\$20.3	1,000	D		
Class A Non-Voting Common Stock	02/08/2006		S		1,000	D	\$20.27	0(1)	D		
Class A Non-Voting Common Stock								32.033	I	EZCORI Inc. 401(K)	

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3) 1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security Conversion or Exercise Price of Derivative	3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year)	<b>/ative</b> Transa (QUIS) 8) 4. Transa Code ( 8)	ction	Securities Acquired PANumber on Bisposed or (D) Thistr. Securities Acquired		<b>q biped Ensision Sector</b> Expiration Date S(MODALDAY)Sector 6. Date Exercisable and Expiration Date (Month/Day/Year)		(70) File enclosed and a construction of security (instr. 3 and 9) Title and Amount of Security (instr. 3 and 9) Title and Amount of Security ing Derivative Security (instr. 3 and 4)		8. Price of Derivative Security (Instr. 5) 8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Polytowner of Benofice Polytowner of Benofice Period	10. Ownership Form: Direct (D) or Indirect dy (Instr. 4) Ownership Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4) 11. Nature of Indirect Beneficial Ownership (Instr. 4)
	Security		Code	v	(A) Disp	or osed )(finstr. and 5)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Following Reported Transaction(s) (Instr. 4)	(I) (Instr. 4)	
Incentive Stock Option -1998 Plan_ (right to buy)	\$4.24	02/06/2006	 C <sub>M</sub> le	v	(A)	<b>(</b> 2,293	Date <sup>1</sup> 07/14/2004 <sup>3</sup>	Expiration 07/14/2013	Class A Non- TVoting Common Stock	Amount or Number of $s_{2,293}^{(2)}$	\$0.00	22,707	D	
Incentive Stock Option 1998 Plan (right to buy)	\$4.24	02/07/2006	М			7,707	07/14/2004	07/14/2013	Class A Non- Voting Common Stock	7,707 <sup>(2)</sup>	\$0.00	15,000	D	
Incentive Stock Option 2003 Plan (right to buy)	\$9.77	02/07/2006	М			19,000	01/01/2005	01/14/2014	Class A Non- Voting Common Stock	19,000 <sup>(3)</sup>	\$0.00	41,000	D	
Incentive Stock Option 2003 Plan (right to buy)	\$9.77	02/08/2006	М			1,000	01/01/2005	01/14/2014	Class A Non- Voting Common Stock	1,000 <sup>(3)</sup>	\$0.00	40,000	D	

#### Explanation of Responses:

1. The amount of Non Derivative Securities Beneficially owned and reported in this column does not include 55,000 Derivative shares currently held by Reporting Person and previously reported.

2. Incentive Stock Options of 25,000 granted 7/14/2003 - 5,000 shares vest after each year.

3. Incentive Stock Options of 60,000 granted 1/15/2004 - 20,000 shares vest over 3 years, if Company performance criteria is met. If performance criteria is not met, any remaining unvested shares vest on 1/1/2009.

#### **Remarks:**

/s/ Laura Jones Attorney-in-Fact 02/08/2006

\*\* 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.

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