

EZCORP INC
 Form 5
 November 12, 2008

FORM 5

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

OMB APPROVAL

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 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *
 Fosse Eric

2. Issuer Name and Ticker or Trading Symbol
 EZCORP INC [EZPW]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
 Divisional President

(Last) (First) (Middle)
 115 INDIAN BEND
 (Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 09/30/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting (check applicable line)

AUSTIN, TX 78734

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

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) | (A) or (D) | Price | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|----------|--|--|---|
| Class A Non-Voting Common Stock | 03/06/2008 | Â | D | 6.915 | D | \$ 10.85 | 110.319 | I | EZCORP, Inc. 401(k) |
| Class A Non-Voting Common Stock | 03/06/2008 | Â | D | 24.32 | D | \$ 10.85 | 85.999 | I | EZCORP, Inc. 401(k) |
| | 03/10/2008 | Â | D | 24.037 | D | | 61.962 | I | |

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| | | | | | | | | | |
|---------------------------------|------------|---|---|---------|---|----------|-------------------------------------|---|---------------------|
| Class A Non-Voting Common Stock | | | | | | \$ 10.94 | | | EZCORP, Inc. 401(k) |
| Class A Non-Voting Common Stock | 05/23/2008 | Â | A | 114.396 | A | \$ 11.44 | 176.358 | I | EZCORP, Inc. 401(k) |
| Class A Non-Voting Common Stock | 05/23/2008 | Â | A | 12.037 | A | \$ 11.44 | 188.395 | I | EZCORP, Inc. 401(k) |
| Class A Non-Voting Common Stock | 06/30/2008 | Â | D | 65.388 | D | \$ 13.03 | 123.007 | I | EZCORP, Inc. 401(k) |
| Class A Non-Voting Common Stock | 08/15/2008 | Â | A | 15.048 | A | \$ 15.21 | 138.055 | I | EZCORP, Inc. 401(k) |
| Class A Non-Voting Common Stock | Â | Â | Â | Â | Â | Â | 27,000 ⁽¹⁾ <u>(2)</u> | D | Â |

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

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 control number.

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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 Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. of |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|-------|
| | | | | | (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Fosse Eric 115 INDIAN BEND AUSTIN, TX 78734 | Â | Â | Â Divisional President | Â |

Signatures

/s/ Laura Jones
Attorney-in-Fact

11/12/2008

**Signature of Reporting Person

Date

Explanation of Responses:

* 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).

This report on the 401(k) transaction is voluntary. The sole purpose is to disclose EZCORP'S matching contributions pursuant to the

(1) 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 12,000 Derivative Securities currently held by Reporting Person.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.