EZCORP INC Form 4 August 04, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB

3235-0287 Number: January 31, Expires:

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

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

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * MATZNER GARY C				2. Issuer Name and Ticker or Trading Symbol EZCORP INC [EZPW]					5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle) 201 SOUTH BISCAYNE BLVD, SUITE 2200				3. Date of Earliest Transaction (Month/Day/Year) 08/02/2006				_	(Check all applicable) _X_ Director 10% Owner Officer (give title Other (specify below)			
(Street) MIAMI, FL 33131-4336				4. If Amendment, Date Original Filed(Month/Day/Year)				A 	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip))	Table I	I - Non-	Der	rivative Se	curiti	es Acqui	red, Disposed of,	or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction (Month/Day/	Year)	Execution any	emed on Date, if /Day/Year)	Code (Instr.	8)	4. Securi on(A) or Di (Instr. 3,	(A) or	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (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	08/02/2006	, ,			М	•	1,800	A	\$ 2.57	1,800	D	
Class A Non-Voting Common Stock	08/02/2006	5			M		3,000	A	\$ 6.27	4,800	D	
Class A Non-Voting Common Stock	08/02/2006	5			M		5,000	A	\$ 8.86	9,800	D	

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Class A Non-Voting Common Stock	08/02/2006	S	713	D	\$ 38.49	9,087	D
Class A Non-Voting Common Stock	08/02/2006	S	200	D	\$ 38.5	8,887	D
Class A Non-Voting Common Stock	08/02/2006	S	100	D	\$ 38.46	8,787	D
Class A Non-Voting Common Stock	08/02/2006	S	1,987	D	\$ 38.45	6,800	D
Class A Non-Voting Common Stock	08/02/2006	S	2,000	D	\$ 38.75	4,800	D
Class A Non-Voting Common Stock	08/02/2006	S	3,000	D	\$ 38.55	1,800 (1)	D

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

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(9-02)

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. Transacti Code (Instr. 8)	5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisab Expiration Date (Month/Day/Year	7. Title and Amount o Underlying Securities (Instr. 3 and 4)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Num of Shar
	\$ 2.57	08/02/2006		M		1,800	10/01/2003(2)	10/01/2012		1,8

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Incentive Stock Option 1998 Plan (right to buy)							Class A Non-Voting Common Stock	
Incentive Stock Option 2003 Plan (right to buy)	\$ 6.27	08/02/2006	M	3,000	09/17/2004(3)	09/17/2013	Class A Non-Voting Common Stock	3,0
Incentive Stock Option 2003 Plan (right to buy)	\$ 8.86	08/02/2006	M	5,000	10/01/2005 <u>(4)</u>	10/01/2014	Class A Non-Voting Common Stock	5,0

Reporting Owners

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
MATZNER GARY C 201 SOUTH BISCAYNE BLVD SUITE 2200 MIAMI, FL 33131-4336	X						

Signatures

/s/Laura Jones
Attorney-in-Fact

**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).
- (1) The total Non-Derivitatives does not include 6,200 Derivative Securities currently held by Reporting Person.
- (2) Non-Qualified Stock Options of 3,000 granted 10/1/2002 vested in 20% increments each year.
- (3) Non-Qualified Stock Options of 3,000 granted 9/17/2003 vested 100% after the first year.
- (4) Non-Qualified Stock Options of 5,000 granted 10/1/2004 vested 100% after the first year.

Note: File three copies of this Form, one of which must be manually signed. If space 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.

Reporting Owners 3