

KASENTER ROBERT A
 Form 4
 August 29, 2006

FORM 4

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

OMB APPROVAL

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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 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

(Print or Type Responses)

1. Name and Address of Reporting Person *
KASENTER ROBERT A

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1901 CAPITAL PKWY
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/25/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Sr. Vice-President

AUSTIN, TX 78746
 (City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 ___ Form filed by More than One Reporting 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 Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (D) | Price |
| Class A Non-Voting Common Stock | 08/25/2006 | | M | | 5,000 | A | \$ 4.24 |
| Class A Non-Voting Common Stock | 03/10/2006 | | J | | 0.377 | D | \$ 25.42 |
| Class A Non-Voting Common Stock | 03/10/2006 | | J | | 2.058 | D | \$ 25.42 |
| | | | | | 5,000 ⁽¹⁾ | D | |
| | | | | | 31.656 | I | |
| | | | | | 29.598 | I | |
| | | | | | | | EZCORP, Inc. 401(K) |
| | | | | | | | EZCORP, Inc. 401(K) |

| | | | | | | | | |
|---------------------------------|------------|---|--------|---|----------|-----------------------|---|---------------------|
| Class A Non-Voting Common Stock | 05/11/2006 | J | 11.038 | A | \$ 31.95 | 40.636 | I | EZCORP, Inc. 401(K) |
| Class A Non-Voting Common Stock | 05/15/2006 | J | 12.306 | A | \$ 31.95 | 52.942 ⁽²⁾ | I | EZCORP, Inc. 401(K) |

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

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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) |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|
| Incentive Stock Option 1998 Plan (right to buy) | \$ 4.24 | 07/14/2003 | | M | 5,000 | 07/14/2004 ⁽³⁾ 07/14/2013 | Class A Non-Voting Common Stock 5,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------|-------|
| | Director | 10% Owner | Officer | Other |
| KASENTER ROBERT A 1901 CAPITAL PKWY AUSTIN, TX 78746 | | | Sr. Vice-President | |

Signatures

/s/ Laura Jones
Attorney-in-Fact

08/28/2006

__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 Non-Derivative Securities held does not include 50,000 Derivative Securities currently held by Reporting Person.
This report on the 401(k) transaction is voluntary. The sole purpose is to disclose EZCORP'S matching contributions pursuant to
- (2) 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.
- (3) Incentive Stock Options of 25,000 granted 7/14/2003 - 5,000 shares vest annually beginning 7/14/2004.

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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