

McGuire David Francis
Form 4
November 15, 2018

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 *
McGuire David Francis

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)
2500 BEE CAVE ROAD, BLDG. 1,
SUITE 200

3. Date of Earliest Transaction
(Month/Day/Year)
11/13/2018

____ Director
 Officer (give title below)
____ 10% Owner
____ Other (specify below)
Deputy CFO; CAO

(Street)

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

ROLLINGWOOD, TX 78746

(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)	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	(A) or (D)	Price
Class A Non-Voting Common Stock	11/13/2018		M ⁽¹⁾		27,229	A	\$ 9.12
Class A Non-Voting Common Stock	11/13/2018		M ⁽¹⁾		6,725	A	\$ 9.12
Class A Non-Voting Common Stock	11/13/2018		F ⁽²⁾		8,809	D	\$ 9.12

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Class A
Non-Voting
Common
Stock 11/13/2018 F⁽²⁾ 2,176 D \$
9.12 22,969 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. 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)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Restricted Stock Units	\$ 9.12	11/13/2018		M ⁽¹⁾	27,229	<u>(3)</u> <u>(3)</u>	Class A Non-Voting Common Stock	27,229
Restricted Stock Units	\$ 9.12	11/13/2018		M ⁽¹⁾	6,725	<u>(3)</u> <u>(3)</u>	Class A Non-Voting Common Stock	6,725
Restricted Stock Units	\$ 9.12	11/13/2018		J ⁽⁴⁾	6,807	<u>(3)</u> <u>(3)</u>	Class A Non-Voting Common Stock	6,807

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McGuire David Francis 2500 BEE CAVE ROAD BLDG. 1, SUITE 200 ROLLINGWOOD, TX 78746			Deputy CFO; CAO	

Signatures

/s/ Carrie Putnam, attorney
in fact

11/15/2018

__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) Restricted stock units convert into common stock on a one-for-one basis.
 - (2) Represents shares withheld to cover tax liability associated with the vesting of restricted stock units.
 - (3) The units vested on November 13, 2018 after specified performance goals were achieved.
 - (4) These units were forfeited on November 13, 2018 due to failure to achieve performance goals.

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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