

EZCORP INC  
Form 8-K  
December 21, 2016

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

---

FORM 8-K

---

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934  
Date of Report (Date of earliest event reported): December 21, 2016 (December 21, 2016)

---

EZCORP, Inc.  
(Exact name of registrant as specified in its charter)

---

Delaware                      0-19424              74-2540145  
(State or other jurisdiction   (Commission   (IRS Employer  
of incorporation)              File Number)   Identification No.)  
2500 Bee Cave Road, Rollingwood, Texas 78746  
(Address of principal executive offices) (zip code)  
Registrant's telephone number, including area code: (512) 314-3400

---

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.07 — Submission of Matters to a Vote of Security Holders

Effective December 21, 2016, the sole holder of the company's Class B Voting Common Stock (the "Voting Stockholder") approved an amendment to the EZCORP, Inc. 2010 Long-Term Incentive Plan (the "Plan") to increase the number of shares of Class A Stock that the Company is authorized to issue under the Plan by 500,000 shares.

Specifically, the amendment amends Section 3.1 of the Plan to read as follows:

"The number of Authorized Shares shall be 3,985,649, which includes (a) 1,500,000 shares that were authorized upon adoption of the Plan on May 1, 2010, (b) 75,750 shares that, under the terms of the Plan, were carried over from the 2006 Plan, (c) 643,673 shares that were authorized and added to the Plan effective February 20, 2015, (d) 1,081,200 shares that were authorized and added to the Plan effective March 23, 2015, (e) 185,026 shares that were authorized and added to the Plan effective March 21, 2016, and (f) 500,000 shares that were authorized and added to the Plan effective December 21, 2016."

This amendment was approved by the Compensation Committee and the Board of Directors prior to submission to the Voting Stockholder.

A copy of the amended and restated Plan is filed as Exhibit 10.1 to this Report.

On December 21, 2016, there were 2,970,171 shares of the company's Class B Voting Common Stock outstanding, all of which are held by MS Pawn Limited Partnership.

Item 9.01 — Financial Statements and Exhibits

(d) Exhibits.

10.1 Amended and Restated EZCORP, Inc. 2010 Long-Term Incentive Plan, effective December 21, 2016

---

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

EZCORP, INC.

Date: December 21, 2016    By: /s/ Thomas H. Welch, Jr.  
Thomas H. Welch, Jr.  
Senior Vice President,  
General Counsel and Secretary

---

EXHIBIT INDEX

Exhibit No.	Description of Exhibit
----------------	------------------------

10.1	Amended and Restated EZCORP, Inc. 2010 Long-Term Incentive Plan, effective December 21, 2016
------	--