FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| Washin | gton, | D.C. | 20549 |
|--------|-------|------|-------|
| | | | |

OMB APPROVAL

| <u> </u> | |
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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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| Name and Address of Reporting Person* CLOUGH PHILLIP A | | | | 2. Issuer Name and Ticker or Trading Symbol LIQUIDITY SERVICES INC [LQDT] | | | | | | | (Che | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | | |
|--|--|--|--|--|--|---|------------|-------|---|---|---|---|--|---------------------------------------|--------|---|------------|--|
| —————————————————————————————————————— | | | | . | | | | | | | | \dashv | X Director Officer (give title | | | 10% Owner e Other (specify | | |
| (Last) (First) (Middle) 400 EAST PRATT STREET, SUITE 910 | | | | 3. Date of Earliest Transaction (Month/Day/Year) 02/01/2018 | | | | | | | | below) | Sive une | | below) | .,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,, | | |
| · | | | 4. | If Ame | endment, | Date of | f Original | Filed | (Month/Day | /Year) | | 6. Individual or Joint/Group Filing (Check Applicable | | | | | | |
| (Street) | | | | | | | | | | | | Line) X Form filed by One Reporting Person | | | | | | |
| BALTIMORE MD 21202-3116 | | | . | | | | | | | | | Form filed by More than One Reporting Person | | | | | | |
| (City) (State) (Zip) | | | | | | | | | | | | | . 5.55 | | | | | |
| | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | |
| 1. Title of Security (Instr. 3) 2. Transa Date (Month/D | | | | Execution Date, | | Code (Instr. 5) | | | and Securities Beneficially Owned Following | | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | 7. Nature of Indirect Beneficial Ownership | | | | | |
| | | | | | | | | Code | v | Amount (A) or (D) | | Price | Reported Transacti (Instr. 3 a | ion(s) | | | (Instr. 4) | |
| Common | Stock | | | 02/0 | 1/20 | 18 | | | J ⁽¹⁾ | | 7,795 | A | \$6.5 | 47, | 912 | | D | |
| | | | Table II - | | | | | | | | osed of, convertib | | | Owned | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | Execution Date, Transaction Derivative | | ve es ed (A) osed nstr. 3, | 6. Date Exercisable and Expiration Date (Month/Day/Year) Title and Am of Securities Underlying Derivative Sect (Instr. 3 and 4) | | | es J Security | 8. Price of Derivative Security (Instr. 5) Benefic Owned Followin Reporte | | ve Owners es Form: ally Direct (I or Indire d (I) (Instr | Ownership | Beneficial Ownership (Instr. 4) | | | | |
| | | | | | Code | v | (A) | (D) | Date Exercisa | ıble | Expiration Date | Title | Amount or Number of Shares | Transacti (Instr. 4) | | ou(e) | | |
| Employee Stock Option | \$11.66 | | | | | | | | (2) | | 06/03/2018 | Common Stock | 15,082 | | 15,08 | 2 | D | |
| Employee Stock Option | \$42.31 | | | | | | | | (3) | | 02/01/2022 | Common Stock | 5,328 | | 5,328 | 3 | D | |
| Employee Stock Option | \$40.11 | | | | | | | | (4) | | 02/01/2023 | Common Stock | 5,954 | | 5,954 | 1 | D | |
| Employee Stock Option | \$21.53 | | | | | | | | (5) | | 02/01/2024 | Common Stock | 13,144 | | 13,14 | 4 | D | |
| Employee Stock Option | \$9.84 | | | | | | | | (6) | | 02/01/2025 | Common Stock | 19,050 | | 19,05 | 0 | D | |
| Employee Stock Option | \$6.29 | | | | | | | | (7) | | 02/01/2026 | Common Stock | 14,730 | | 14,73 | 0 | D | |
| Employee Stock Option | \$9.75 | | | | | | | | (8) | | 02/01/2027 | Common Stock | 3,561 | | 3,561 | 1 | D | |
| Restricted Stock Grant | \$9.75 | 02/01/2018 | | | J ⁽¹⁾ | | | 7,795 | (9) | | 02/01/2027 | Common Stock | 7,795 | \$6.5 | 0 | | D | |
| Employee Stock Option | \$6.5 | 02/01/2018 | | | A | | 15,344 | | (10) | | 02/01/2028 | Common Stock | 15,344 | \$0 | 15,34 | 4 | D | |
| Employee Stock | \$6.5 | 02/01/2018 | | | A | | 5,846 | | (11) | | 02/01/2028 | Common Stock | 5,846 | \$0 | 5,846 | 5 | D | |

Explanation of Responses:

- 1. Represents the vesting of restricted stock.
- 2. These options became fully vested on April 29, 2009.
- 3. These options became fully vested on February 1, 2013.
- 4. These options became fully vested on February 1, 2014.
- 5. These options became fully vested on February 1, 2015.
- 6. These options became fully vested on February 1, 2016.
- 7. These options became fully vested on February 1, 2017. 8. These options became fully vested on February 1, 2018.
- 9. These restricted shares became fully vested on February 1, 2018.
- 10. These options have a one-year vesting period such that 100% of this option grant will vest on February 1, 2019.

11. These restricted shares have a one-year vesting period such that 100% of this restricted share grant will vest on February 1, 2019.

Remarks:

/s/ Mark A. Shaffer, by power of attorney 02/05/2018

** Signature of Reporting Person Date

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.