FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D.C. 2001

	OMB APPROVAL											
	OMB Number:	3235-0287										
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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

								( )												
1. Name and Address of Reporting Person* <u>Angrick William P III</u>						2. Issuer Name and Ticker or Trading Symbol LIQUIDITY SERVICES INC [ LQDT ]									S. Relationship of Reporting Person(s) to Issuer (Check all applicable)     X Director X 10% Owner					
_	UIDITY SI	irst) ERVICES, INC. ROAD, SUITE	(Middle)			Date (		liest Trans	saction (N	/onth	n/Day/Year)			2	below)	give title		Other (s below) rd and CF		
(Street) BETHES	SDA M	ID	20814		4.	If Am	endme	ent, Date o	of Origina	Il File	d (Month/D	ay/Year)		Line	Form fil	ed by O	ne Repo	(Check Ap	n	
(City)	(S	tate)	(Zip)												Person					
		Ta	ble I - No	on-Dei	rivativ	/e Se	ecuri	ties Ac	quired	, Di	sposed	of, or Be	nefic	ially	y Owned					
1. Title of Security (Instr. 3)			2. Transact Date (Month/Day		ar) E	2A. Deemed Execution Date, if any (Month/Day/Year)		Code (	Transaction Code (Instr.		5)			5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Direct In direct Bo (.4) O	Nature of direct eneficial wnership estr. 4)		
							ı		Code	v	Amount	(A) or (D)	Price	•	Transaction(s) (Instr. 3 and 4)			<u> </u>		
Common	Stock			01/1	8/202	1			M <sup>(1)</sup>		4,920	A	\$	0	5,530,3	344	I	A R	y the Villiam P. ngrick III evocable rust <sup>(2)</sup>	
Common	Stock			01/1	8/202	1			M <sup>(1)</sup>		17,300	) A	\$	0	5,547,€	544	I	X A R	y the Villiam P. Ingrick III evocable rust <sup>(2)</sup>	
Common	Stock			01/1	8/202	1			M <sup>(1)</sup>		54,700	) A	\$	0	5,602,3	344	I	X A R	y the Villiam P. ngrick III evocable rust <sup>(2)</sup>	
Common	Stock														873,3	79	I	A 20 Ir	y the Villiam P. Ingrick III 1005 revocable rust <sup>(2)</sup>	
Common	Stock														575,5	13	I	S S 20 Ir	y the tephanie Angrick 005 revocable rust <sup>(3)</sup>	
Common	Stock														114,69	99	I	S S R	y the tephanie Angrick evocable rust <sup>(3)</sup>	
			Table II								posed of convert				Owned					
1. Title of Derivative Security (Instr. 3)  2. Conversion or Exercise (Month/Day/Year) Price of Derivative Security		3A. Deeme Execution if any (Month/Da	emed 4. ion Date, Tra		action (Instr.	5. Number 6			xerci:	sable and	7. Title and Amo of Securities Underlying Derivative Secu (Instr. 3 and 4)		ınt	8. Price of Derivative Security (Instr. 5)	9. Num derivati Securit Benefic Owned Followi Reporte Transa (Instr. 4	ive ties cially ing ed ction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)		
					Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	Amou or Numb of Sha	er						
Employee Stock	\$7.36								(4)		12/03/2024	Common Stock	139,9	900		139	,900	D		

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. Transa Code ( 8)				6. Date Exerc Expiration D (Month/Day/	ate	7. Title an of Securit Underlyin Derivative (Instr. 3 an	ies g Security	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option	\$7.36					( )	(-)	(5)	12/03/2024	Common Stock	139,900		139,900	D	
Employee Stock Grant	(6)	01/18/2021		M <sup>(1)</sup>			54,700	(7)	01/01/2024	Common Stock	54,700	\$0	0	D	
Employee Stock Grant	(6)							(8)	01/01/2024	Common Stock	41,025		41,025	D	
Employee Stock Option	\$6.72							(4)	10/01/2028	Common Stock	124,200		124,200	D	
Employee Stock Grant	(6)	01/18/2021		M <sup>(1)</sup>			17,300	(7)	10/01/2028	Common Stock	17,300	\$0	0	D	
Employee Stock Option	\$6.72							(9)	10/01/2022	Common Stock	124,200		124,200	D	
Employee Stock Grant	(6)							(10)	01/01/2023	Common Stock	8,650		8,650	D	
Employee Stock Option	\$4.92							(4)	10/01/2027	Common Stock	130,620		130,620	D	
Employee Stock Option	\$4.92							(11)	10/01/2027	Common Stock	87,080		87,080	D	
Employee Stock Grant	(6)	01/18/2021		M <sup>(1)</sup>			4,920	(7)	12/11/2021	Common Stock	4,920	\$0	0	D	
Employee Stock Grant	(6)							(12)	10/01/2021	Common Stock	2,050		2,050	D	
Employee Stock Grant	(6)							(13)	10/01/2026	Common Stock	32,358		32,358	D	
Employee Stock Option	\$9.13							(14)	10/01/2026	Common Stock	48,000		48,000	D	
Employee Stock Option	\$9.13							(15)	10/01/2026	Common Stock	48,000		48,000	D	
Employee Stock Option	\$7.29							(16)	10/01/2025	Common Stock	56,193		56,193	D	
Employee Stock Option	\$7.29							(17)	10/01/2025	Common Stock	20,794		20,794	D	
Employee Stock Option	\$11.45							(18)	10/01/2024	Common Stock	29,980		29,980	D	
Employee Stock Option	\$24.19							(19)	10/01/2023	Common Stock	48,122		48,122	D	
Employee Stock Option	\$46.72							(20)	10/01/2022	Common Stock	14,695		14,695	D	
Employee Stock Option	\$37.72							(21)	10/01/2021	Common Stock	32,139		32,139	D	

## **Explanation of Responses:**

- 1. Represents the vesting of restricted stock units.
- 2. These shares are held in a trust for the benefit of the reporting person. The reporting person disclaims beneficial ownership of these securities, and the filing of this report is not an admission that the reporting person is the beneficial owner of the securities for the purposes of Section 16 or for any other purpose.
- 3. These shares are held in a trust for the benefit of the reporting person's spouse, who is also trustee of the trust. The reporting person disclaims beneficial ownership of these securities, and the filing of this report is not an admission that the reporting person is the beneficial owner of the securities for the purposes of Section 16 or for any other purpose.
- 4. This option becomes exercisable, if at all, based on total shareholder return (TSR) milestones. TSR is calculated based on the change in a the issuer's stock price during the performance period, taking into account any dividends paid during that period, which are assumed to be reinvested in the stock.
- 5. 12/48th of this option grant vested on January 1, 2021 and thereafter, an additional 1/48th vests each month for thirty-six months.
- 6. Each restricted stock unit is the economic equivalent of one share of Liquidity Services, Inc. Common Stock.
- 7. These restricted stock units vest, if at all, based on total shareholder return (TSR) milestones. TSR is calculated based on the change in a the issuer's stock price during the performance period, taking into account any dividends paid during that period, which are assumed to be reinvested in the stock.
- 8. Twenty-five percent of this restricted stock unit grant vested on January 1, 2021 and thereafter, an additional 1/4th vests on each of January 1, 2022, January 1, 2023 and January 1, 2024.
- 9. 15/48th of this option grant vested on January 1, 2020 and thereafter, an additional 1/48th will vest each month for thirty-three months.
- 10. Twenty-five percent of this restricted stock unit grant vested on January 1, 2020 and thereafter, an additional 1/4th vests on each of January 1, 2021, January 1, 2022, and January 1, 2023.
- 11. 15/48th of this option grant vested on January 1, 2019 and thereafter, an additional 1/48th vests each month for thirty three months.
- 12. Twenty-five percent of this restricted stock unit grant vested on January 1, 2019 and thereafter, an additional 1/4th vests on each of October 1, 2019, October 1, 2020, and October 1, 2021.

- 13. These restricted stock units will vest, if at all, based on the issuer's achievement of certain financial milestones
- 14. These options became fully exercisable on October 1, 2020.
- 15. These options become exercisable, if at all, based on the issuer's achievement of certain financial milestones.
- 16. These options became fully exercisable on October 1, 2019.
- 17. 75% of these options were certified as exercisable on December 6, 2018. The remaining options become exercisable, if at all, based on the issuer's achievement of certain financial milestones.
- 18. These options became fully exercisable on October 1, 2018.
- 19. These options became fully exercisable on October 1, 2017.
- 20. These options became fully exercisable on October 1, 2016.
- 21. These options became fully exercisable on October 1, 2015.

## Remarks:

/s/ Mark A. Shaffer, by power of attorney

01/20/2021

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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.

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