FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APP	ROVAL
	OMB Number:	3235-0287
	Estimated average b	urden
-	hours per response:	0.5

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person\*

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

LIQUIDITY SERVICES INC [ LQDT ]

2. Issuer Name **and** Ticker or Trading Symbol

Daunt J	<u>John</u>				_   <u>L.I</u>	<u>QU.</u>	<u>IDI I</u>	Y SI	ERVICES	<u> </u>	<u>NC</u> [ L0	QDT ]			Directo			10% Ow Other (s				
	UIDITY SI	ERVICES, INC.	. ,			Date o		est Trar	nsaction (Mo	nth/[	Day/Year)			- X	X below) below)  Chief Commercial Officer							
6931 AR	LINGTON	ROAD SUITE	ROAD SUITE 200  4. If Amendment, Date of Original Filed (Month/Day/Year)												6. Individual or Joint/Group Filing (Check Applicable							
(Street) BETHES	SDA M	D :	20814		Line)  X Form filed by One Reporting Person  Form filed by More than One Report Person																	
(City)	(Si	tate)	(Zip)																			
			le I - Nor			_				Disp												
1. Title of S	Security (Inst	tr. 3)		2. Trans Date (Month)		ar)   i	if any	emed tion Date n/Day/Ye	Code (I		Dispose		nstr. 3	A) or , 4 and	Reporte	es ally Following d	Form (D) o	n: Direct c r Indirect E sstr. 4) (	7. Nature of Indirect Beneficial Ownership Instr. 4)			
										٧	Amount	_	(A) or (D) Price		(Instr. 3 and 4)		++					
Common	(First) (Middle) QUIDITY SERVICES, INC. RLINGTON ROAD SUITE 200  SSDA MD 20814  (State) (Zip)  Table I - Non-Der f Security (Instr. 3)  2. Trable II - Deriv (e.g., Month/Day/Year)  2. Conversion or Exercise Price of Derivative Security  (a)  (2)  (2)  (2)  (2)  (2)  (3)  (4)  (5)  (5)  (6)  (7)  (6)  (7)  (8)  (9)  (9)  (10)  (1				1/202				M <sup>(1)</sup>		1,19		A	\$0		,867		D				
		7							រុuired, Di s, option						Owned							
1. Title of Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative	Date	Execution if any	Date,	4. Transa Code ( 8)		of Deri Sec Acq (A) of Disp of (I	oosed D) tr. 3, 4	6. Date Exe Expiration (Month/Day	Date		7. Title a of Secu Underly Derivati (Instr. 3	ities ng /e Sec	urity	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)			
					Code	v	(A)	(D)	Date Exercisable		xpiration ate	Title	or Nu of	nount mber ares								
Employee Stock Grant	(2)								(3)	10	0/01/2027	Commo Stock	1,	656		1,656		D				
Employee Stock Grant	(2)	10/01/2021			M <sup>(4)</sup>			2,014	(5)	10	0/01/2021	Commo Stock	2,	014	\$0	0		D				
Employee Stock Grant	(2)								(6)	01	1/01/2023	Commo Stock	1,	675		1,675		D				
Employee Stock Option	\$6.11								(7)	12	2/04/2028	Commo Stock	<sup>1</sup> 14	,033		14,833	3	D				
Employee Stock Option	\$6.11								(8)	12	2/04/2028	Commo Stock	10	,400		10,400	)	D				
Employee Stock Grant	(2)								(9)	01	1/01/2024	Commo Stock	1 12	,225		12,225	5	D				
Employee Stock Option	\$6.58								(7)	04	4/29/2029	Commo Stock	10	,458		10,458	3	D				
Employee Stock Option	\$6.58								(10)	04	4/29/2029	Commo Stock	<sup>1</sup> 11	,667		11,667	7	D				
Employee Stock Grant	(2)								(11)	05	5/01/2023	Commo Stock	7,	500		7,500		D				
Employee Stock Option	\$6.69								(7)	12	2/03/2029	Commo Stock	33	,681		33,681	1	D				
Employee Stock Option	\$6.69								(12)	12	2/03/2029	Commo Stock	38	,950		38,950	)	D				
Employee Stock Grant	(2)								(13)	01	1/01/2025	Commo Stock	30	,000		30,000	)	D				
Employee Stock Option	\$9.46								(14)	12	2/01/2030	Commo Stock	61	,200		61,200	)	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)		of Deri Sec Acq (A) ( Disp of (I	osed )) tr. 3, 4	6. Date Exerc Expiration Da (Month/Day/\)	ate	7. Title and of Securiti Underlying Derivative (Instr. 3 ar	es 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 Expiration Exercisable Date T		Title	Amount or Number of Shares				
Employee Stock Option	\$9.46							(15)	12/01/2030	Common Stock	61,200		61,200	D	
Employee Stock Grant	(2)							(16)	01/01/2025	Common Stock	11,050		11,050	D	
Employee Stock Grant	(2)							(17)	01/01/2025	Common Stock	11,050		11,050	D	

## **Explanation of Responses:**

- 1. Represents the net issuance of 1,191 shares from the vesting of 2,014 restricted stock units from which the federal and state withholding due at the vesting of such restricted stock units was satisfied by the issuer withholding 823 shares. The reporting person relinquished the shares and the issuer cancelled the shares and returned them to treasury in exchange for remitting federal and state tax withholding obligations of the reporting person resulting from the vesting of restricted stock units. Shares withheld represent an exempt transaction pursuant to Section 16b-3(e). No shares were sold by the reporting person
- 2. Each restricted stock unit is the economic equivalent of one share of Liquidity Services, Inc. Common Stock.
- 3. 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.
- 4. Represents the vesting of restricted stock units.
- 5. Twenty-five percent of this restricted stock unit grant vested on April 1, 2019 and thereafter, an additional 1/4th vests on each of July 1, 2019, October 1, 2020, and October 1, 2021.
- 6. 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.
- 7. These options become 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.
- 8. 15/48th of this option grant vested on January 1, 2020 and thereafter, an additional 1/48th vests each month for thirty-three months.
- 9. 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.
- $10.\ 12/48 th\ of\ this\ option\ grant\ vested\ on\ May\ 1,\ 2020\ and\ thereafter,\ 1/48 th\ will\ vest\ each\ month\ for\ thirty-six\ months.$
- 11. Twenty-five percent of this restricted stock unit grant vested on May 1, 2020 and thereafter, an additional 1/4th vests on each of May 1, 2021, May 1, 2022 and May 1, 2023.
- 12. 12/48th of this option grant vested on January 1, 2021 and thereafter, an additional 1/48th vests each month for thirty-six months.
- 13. These restricted stock units vest, if at all, based on certain commercial contribution margin milestones of the issuer.
- 14. 12/48th of this option grant will vest on January 1, 2022 and thereafter, 1/48th will vest each month for thirty-six months.
- 15. This option becomes exercisable, if at all, based on the Issuer's achievement of certain stock price appreciation milestones.
- 16. These restricted stock units vest, if at all, based on the Issuer's achievement of certain stock price appreciation milestones.
- 17. Twenty-five percent of this restricted stock unit grant will vest on January 1, 2022 and thereafter, an additional 1/4th will vest on each of January 1, 2023, January 1, 2024 and January 1, 2025.

## Remarks:

/s/ Mark A. Shaffer, by power

10/04/2021

\*\* 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.