SEC Form 4	
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Restricted Stock Unit Grant

(6)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number:	3235-0287								
Estimated average burden									
hours per response:	0.5								

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

						360	1011 301				mpany Act o	01 1940						
1. Name and Address of Reporting Person [*] Weiskircher Steven						2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issu (Check all applicable) LIQUIDITY SERVICES INC [LQDT] Director												
(Last) (First) (Middle)							of Earli 2023	iest Trans	action (M	onth/I	Day/Year)	X Officer (give title Other (spe below) SVP & CTO						
6931 ARLINGTON ROAD SUITE 200							4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (C										g (Check Ap	oplicable
(Street) BETHES	SDA M		Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person															
(City)	(S	tate)		Rule 10b5-1(c) Transaction Indication														
						Che	ck this	box to indi	cate that a	transa		iade pursua		ract, instructic In 10.	on or written	plan th	iat is intende	d to
		Tak	ole I - Noi	n-Deriv	vativ	e Se	curit	ties Ac	quired.	Dis	nosed o	f. or Be	neficial	lv Owned				
Da					2. Transaction Date (Month/Day/Yea		n 2A. Deem Execution		3. Transa Code (3. Transaction Code (Instr.		4. Securities Acquire Disposed Of (D) (Inst		5. Amou Securitie Benefici	5. Amount of Securities Beneficially Owned Following		wnership n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
									Code	v	Amount	(A) or (D)	Price	Transac (Instr. 3	tion(s)			(1130. 4)
Common	Stock			08/3	0/202	3			M ⁽¹⁾		675	A	\$9.4	5 10 1	L,465		D	
Common	Stock	k 08/30)/2023			S		675	D	\$18.2	1 100),790		D	
Common	Stock			08/3	80/202)/2023			M ⁽²⁾		1,365	A	\$ <mark>6.6</mark>	9 102	2,155		D	
Common	nmon Stock 08/30				0/202)/2023			S ⁽³⁾		490	D	\$18.6	6 101	L,665		D	
Common Stock 08/3				08/3	0/202	/2023		S		13,330) D	\$18.1	.5 88	,335		D		
Common Stock 09/01/						/2023			M ⁽⁴⁾		10,668 A \$		\$ <mark>0.0</mark>	0 99,003			D	
			Table II -								osed of, onvertik			Owned				
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Security	or Exercise Price of Derivative	Date	Execution if any	Date,	Transa Code (of Deri Sec Acq (A) of Disp of (I	ivative urities uired or oosed O) (Instr.	6. Date Ex Expiration (Month/D	n Date		of Securit Underlyin Derivative (Instr. 3 an	ies g Security	Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	e s Ily J	Ownershij Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)
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Common Stock

13,980

13,980

D

01/01/2026

(15)

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)	ve Conversion Date Execution Date, Transaction or Exercise (Month/Day/Year) if any Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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)		(A)	(D)	Date Expiration Exercisable Date		Title	Amount or Number of Shares				
Restricted Stock Unit Grant	(6)							(16)	01/01/2027	Common Stock	13,980		13,980	D	
Stock Option Grant	\$14							(11)	12/23/2032	Common Stock	11,230		11,230	D	
Stock Option Grant	\$14							(17)	12/23/2032	Common Stock	11,230		11,230	D	

Explanation of Responses:

1. The reporting person exercised 2,010 stock options; 1,335 shares were withheld by the issuer to pay the cost of the options and taxes and the remaining 675 shares were acquired by the reporting person. 2. Represents the exercise of stock options.

3. The reporting person surrendered 490 shares with a market value of \$9,143.30 to the issuer to pay the cost and related taxes associated with the exercise of the 1,365 options described above.

4. Represents the net issuance of 10,668 shares from the vesting of 18,750 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 8,082 shares.

5. 12/48th of this option grant vested on January 1, 2022 and thereafter, 1/48th will vest 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. Twenty-five percent of this restricted stock unit grant vested 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.

8. 12/48th of this option grant vested on January 1, 2021 and, thereafter, 1/48th of the option grant vests each month for thirty-six months.

9. Twenty-five percent of this restricted stock 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. This restricted stock unit grant fully vested on September 1, 2023.

11. These options become exercisable, if at all, based on the Issuer's achievement of certain financial milestones.

12. 12/48th of this option grant will vest on January 1, 2023 and thereafter, an additional 1/48th will vest each month for thirty-six months.

13. These restricted stock units vest, if at all, based on the Issuer's achievement of certain stock price appreciation milestones.

14. Twenty-five percent of this restricted stock unit grant will vest on January 1, 2023 and thereafter, an additional 1/4th will vest on each of January 1, 2024, January 1, 2025 and January 1, 2026.

15. These restricted stock units will vest, if at all, based on the Issuer's achievement of certain financial milestones.

16. Twenty-five percent of this grant will vest on January 1, 2024, and thereafter 25% will vest on each of January 1, 2025, January 1, 2026 and January 1, 2027.

17. 12/48th of these options will vest on January 1, 2024 and thereafter, an additional 1/48th will vest each month for thirty-six months.

Remarks:

<u>/s/ Mark A. Shaffer, by power</u> <u>of attorney</u> <u>09/01/2023</u>

** 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.

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