FORM 4

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

Washington, D.C. 20549

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

**OMB APPROVAL** OMB Number: Estimated average burden hours per response: 0.5

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*  FOWLER F DAVID						2. Issuer Name <b>and</b> Ticker or Trading Symbol  LIQUIDITY SERVICES INC [ LQDT ]									Relationship of Reporting Person(s) to Issuer (Check all applicable)     X Director 10% Owner					
(Last)	Last) (First) (Middle)					3. Date of Earliest Transaction (Month/Day/Year) 04/03/2006									Officer (give title below)			Other (sp below)	·	
1861 INTERNATIONAL DR  (Street)  MCLEAN VA 22102					4. If Amendment, Date of Original Filed (Month/Day/Year)									Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting						
(City)			(Zip)												Person					
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																				
1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)						Exe if a	2A. Deemed Execution Date, if any (Month/Day/Year		Transaction Dis		Disposed	ties Acquire I Of (D) (Ins				s Illy ollowing	Form	Direct of Endirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
							Code V	,	Amount	t (A) or (D)		Tra	ansacti str. 3 a	tion(s)			nstr. 4)			
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 Dat if any (Month/Day/Yo	Co	, Transaction Code (Ins				6. Date Exerc Expiration D (Month/Day/\)	ate		nd 7. Title and Am of Securities Underlying Derivative Secu (Instr. 3 and 4)		Derivative Security		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)	
				Co	de V	(4	(A)	(D)	Date Exercisable	Exp Dat	piration te	Title	Amount or Number of Shares							
Employee Stock Option (Right to Buy)	\$12.89	04/03/2006		A	A	2	20,000		(1)	04/0	03/2016	Common Stock	20,000	\$0.	.00	20,000	0	D		

## **Explanation of Responses:**

1. The options vest in two equal annual installments commencing on the first anniversary of the date of grant.

/s/ James E. Williams, power of attorney

04/03/2006

\*\* 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.

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.