FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washi	ngton,	D.C.	20549	

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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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>Daunt John</u>						2. Issuer Name and Ticker or Trading Symbol LIQUIDITY SERVICES INC [LQDT]								eck all applic Directo	cable) or 10% Ov		wner			
(Last) (First) (Middle) 6931 ARLINGTON ROAD SUITE 200						3. Date of Earliest Transaction (Month/Day/Year) 05/01/2023												specify		
(Street) BETHESDA MD 20814					4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.																			
		Tab	le I - Noi	n-Deriv	ative	Sec	curiti	ies Ac	quired,	Dis	posed o	of, or Be	neficial	y Owned	i					
Date					ay/Year) E		Execution Date, if any		Code (4. Securi Disposed 5)	ies Acquired (A) or Of (D) (Instr. 3, 4 and		Securitie Benefici Owned F	es ally Following	Form: Di (D) or Inc	rect direct 4)	of Indirect Beneficial Ownership		
									Code	v	Amount	(A) or (D)	Price	Transact	tion(s)	<u> </u>				
Common Stock				05/01	/2023				M ⁽¹⁾		2,621	I A	\$0.00	55,	,695	595 I		Daunt Family		
Common Stock				05/01	/2023				J ⁽²⁾		2,621	l D	\$13.2	1 53,	53,074			Daunt Family		
		7		Check all applicable Director 10% Owner Officer (give title below)																
Security or Exercise (Month/Day/Year) if any			Date, Transac Code (Ir		ction of Deriva Securi Acquir (A) or Dispos of (D) (Instr.		vative urities uired or posed 0) tr. 3, 4	Expiration	Expiration Date			ies g Security	Derivative Security	derivative Securities Beneficiall Owned Following Reported Transactio	Ownersi Form: Direct (Dor Indire (I) (Instr.		of Indirect Beneficial Ownership			
					Code	v	(A)	(D)				Title	or Number of							
Stock Option Grant	\$6.11								(3)	1	2/04/2028		14,833		14,833	3	D			
Stock Option Grant	\$6.11								(4)	1	2/04/2028		10,400		10,400)	D			
Restricted Stock Unit Grant	(5)								(6)	0	1/01/2024		4,075		4,075		D			
Stock Option Grant	\$6.58								(3)	0	4/29/2029		10,458		10,458	3	D			
Stock Option Grant	\$6.58								(7)	0	4/29/2019		11,667		11,667	7	D			
Restricted Stock Unit Grant	(5)	05/01/2023			M ⁽⁸⁾			3,750	(9)	0	5/01/2023		3,750	\$0.00	0		D			
Stock Option Grant	\$6.69								(3)	1	2/03/2029		38,950		38,950		D			
Stock Option Grant	\$6.69								(10)	1	2/03/2029		21,109		21,109)	D			
Stock Option Grant	\$9.46								(11)	1	2/01/2030		29,325		29,325	;	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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		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)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option Grant	\$9.46							(12)	12/01/2030	Common Stock	61,200		61,200	D	
Restricted Stock Unit Grant	(5)							(13)	01/01/2025	Common Stock	5,525		5,525	D	
Stock Option Grant	\$22.2							(12)	12/07/2031	Common Stock	7,740		7,740	D	
Stock Option Grant	\$22.2							(14)	12/07/2031	Common Stock	7,740		7,740	D	
Restricted Stock Unit Grant	(5)							(15)	01/01/2026	Common Stock	6,540		6,540	D	
Restricted Stock Unit Grant	(5)							(16)	01/01/2026	Common Stock	8,720		8,720	D	
Restricted Stock Unit Grant	(5)							(17)	01/01/2027	Common Stock	20,710		20,710	D	
Restricted Stock Unit Grant	(5)							(18)	01/01/2026	Common Stock	20,710		20,710	D	
Stock Option Grant	\$14							(19)	12/23/2032	Common Stock	16,640		16,640	D	
Stock Option Grant	\$14							(20)	12/23/2032	Common Stock	16,640		16,640	D	

Explanation of Responses:

- 1. Represents the net issuance of 2,621 shares from the vesting of 3,750 restricted stock units ("RSUs") from which the federal and state withholding due at the vesting of such RSUs was satisfied by the issuer withholding 1,129 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 RSUs. Shares withheld represent an exempt transaction pursuant to Section 16b-3(e).
- 2. Pursuant to its policies, the issuer permits its officers and directors to make RSU vesting elections during open windows when they are not in possession of material non-public information. In accordance with these requirements, the reporting person made an advanced election that when RSUs vest shares sufficient to cover applicable taxes will be withheld by the Issuer and the remaining shares will be sold. This transaction represents the sale of the 2,621 shares remaining after 1,129 shares were withheld to cover taxes.
- 3. These options become exercisable, if at all, based on total shareholder return (TSR) milestones. TSR is calculated based on the change in 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. 15/48th of this option grant vested on January 1, 2020 and thereafter, an additional 1/48th vests each month for thirty-three months.
- 5. Each restricted stock unit is the economic equivalent of one share of Liquidity Services, Inc. Common Stock.
- 6. 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.
- $7.\ 12/48 th\ of\ this\ option\ grant\ vested\ on\ May\ 1,2020\ and\ thereafter,\ 1/48 th\ will\ vest\ each\ month\ for\ thirty-six\ months.$
- 8. Represents the vesting of restricted stock units.
- $9.\ Twenty-five percent of this restricted stock unit grant vested on May 1, 2020 and thereafter, an additional 1/4th vests on each of May 1, 2021, May 1, 2022 and May 1, 2023.$
- $10.\ 12/48 th\ of\ this\ option\ grant\ vested\ on\ January\ 1,\ 2022\ and\ thereafter,\ 1/48 th\ will\ vest\ each\ month\ for\ thirty-six\ months.$
- 11. 12/48th of this option grant vested on January 1, 2021 and thereafter, an additional 1/48th vests each month for thirty-six months.
- 12. This option becomes excercisable, if at all, based on the Issuer's achievement of certain stock price appreciation milestones.
- 13. 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.
- 14. 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.
- 15. 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.
- 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, 2024, and thereafter 25% will vest on each of January 1, 2025, January 1, 2026 and January 1, 2027.
- 18. These restricted stock units will vest, if at all, based on the Issuer's achievement of certain financial milestones.
- 19. These options become exercisable, if at all, based on the Issuer's achievement of certain financial milestones.
- 20. 12/48th of this option grant will vest on January 1, 2024 and thereafter, an additional 1/48th will vest each month for thirty-six months.

Remarks:

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

05/01/2023

** 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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