Daunt John

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

wasinington,	D.C. 20049

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

	OMB AF	PR	OVAL
	OMB Number:		3235-0287
- 1			

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

Director

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]

UIVID AF	PROVAL								
OMB Number:	3235-0287								
Estimated average burden									
hours per respon	nse: 0.5								

10% Owner

	(FI OUIDITY SI RLINGTON	03/	3. Date of Earliest Transaction (Month/Day/Year) 03/31/2022 4. If Amendment, Date of Original Filed (Month/Day/Year)									below Ch	nief Comm									
(Street) BETHESDA MD 20814 (City) (State) (Zip)						4. If Amendment, Date of Original Filed (Month/Day/Year)									i. Individual or Joint/Group Filing (Check Applicable ine) X Form filed by One Reporting Person Form filed by More than One Reporting Person							
1. Title of Security (Instr. 3) 2. Trai					action	1		a. 3. Transaction Code (Instr.					5. Amo Securit Benefic Owned	5. Amount of Securities Beneficially Owned Following		r Indirect E str. 4)	7. Nature of Indirect Beneficial Ownership					
Common Stock		āble II -	03/31/2022 Derivative Se			ecurities Aco			Code V		Amount 4,594	(D) 4 D	D \$17.8				I I	By the Daunt Family Trust				
Security or E (Instr. 3) Pric	2. 3. Transaction Date or Exercise (Month/Day/Year)		Conversion or Exercise Price of Derivative	Conversion or Exercise Price of Derivative	Conversion or Exercise Price of Derivative	Conversion or Exercise Price of Derivative		(e.g., p	uts, calls, warran 4. Transaction Code (Instr. 8) 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		umber vative urities uired or posed 0) tr. 3, 4	6. E	S, OptionS, 6. Date Exerci Expiration Dat (Month/Day/Ye		onverti	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)			9. Number o	lly	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficia Ownershi (Instr. 4)
					Code	v	(A)	(D)	Dat Exe	te ercisable		opiration	Title	Amount or Number of Shares								
Employee Stock Grant	(2)									(3)	10)/01/2027	Common Stock	1,656		1,656		D				
Employee Stock Grant	(2)									(4)	01	/01/2023	Common Stock	837		837		D				
Employee Stock Option	\$6.11									(5)	12	2/04/2028	Common Stock	14,033		14,833	3	D				
Employee Stock Option	\$6.11									(6)	12	2/04/2028	Common Stock	10,400		10,400)	D				
Employee Stock Grant	(2)									(7)	01	/01/2024	Common Stock	8,150		8,150		D				
Employee Stock Option	\$6.58									(5)	04	1/29/2029	Common Stock	10,458		10,458	3	D				
Employee Stock Option	\$6.58									(8)	04	1/29/2029	Common Stock	11,667		11,667	7	D				
Employee Stock Grant	(2)									(9)	05	5/01/2023	Common Stock	7,500		7,500		D				
Employee Stock Option	\$6.69									(5)	12	2/03/2029	Common Stock	38,950		38,950)	D				
Employee Stock Option	\$6.69									(10)	12	2/03/2029	Common Stock	25,566		25,566	6	D				
Employee Stock Option	\$9.46									(11)	12	2/01/2030	Common Stock	61,200		61,200)	D				
Employee Stock Option	\$9.46									(12)	12	2/01/2030	Common 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) (Month/Day/Year) 4. Transaction Code (Instr. 8) 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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 Grant	(2)							(13)	01/01/2025	Common Stock	8,287		8,287	D	
Employee Stock Option	\$22.2							(14)	12/07/2031	Common Stock	7,740		7,740	D	
Employee Stock Option	\$22.2							(12)	12/07/2031	Common Stock	7,740		7,740	D	
Employee Stock Grant	(2)							(15)	01/01/2026	Common Stock	8,720		8,720	D	
Employee Stock Grant	(2)							(16)	01/01/2026	Common Stock	8,720		8,720	D	

Explanation of Responses:

- 1. The sales reported in this Form 4 were effected pursuant to that certain Agreement to Establish an Irrevocable Limit Order Selling Plan by and between the Daunt Family Trust Revocable Trust and RBC Capital Markets, dated December 17, 2021 and comporting with the requirements of Rule 10b5-1
- 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 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. 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.
- 5. 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.
- 6. 15/48th of this option grant vested on January 1, 2020 and thereafter, an additional 1/48th vests each month for thirty-three months.
- 7. 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.
- 8. 12/48th of this option grant vested on May 1, 2020 and thereafter, 1/48th will vest each month for thirty-six months.
- 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. 12/48th of this option grant vested on January 1, 2021 and thereafter, an additional 1/48th vests each month for thirty-six months.
- 11. 12/48th of this option grant vested on January 1, 2022 and thereafter, 1/48th will vest each month for thirty-six months.
- 12. This option becomes exercisable, 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.

Remarks:

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

03/31/2022

** 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.