SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

☑ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person*	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Daunt John	LIQUIDITY SERVICES INC [LQDT]	☐ Director ☐ 10% Owner
(Last) (First) (Middle)	Foreign Trading Symbol	☑ Officer (give title below) ☐ Other (specify below)
C/O LIQUIDITY SERVICES, INC.	3. Date of Earliest Transaction (Month/Day/Year)	EVP, Chief Commercial Officer
6931 ARLINGTON ROAD SUITE 460	11/02/2026	
(Street)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
BETHESDA MD 20814		☑ Form filed by One Reporting Person
(City) (State) (Zip)		☐ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/02/2026		M		325	A	$17.31	38,411	I	By The Daunt Family Trust
Common Stock	11/02/2026		S		325	D	$44.71	38,086	I	By The Daunt Family Trust
Common Stock	11/02/2026		M		390	A	$21.62	38,476	I	By The Daunt Family Trust
Common Stock	11/02/2026		S		390	D	$44.71	38,086	I	By The Daunt Family Trust

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				
Restricted Stock Unit Grant	(2)							(10)	01/01/2027	Common Stock	5,177		5,177	D	
Restricted Stock Unit Grant	(2)							(11)	01/01/2028	Common Stock	9,662		9,662	D	
Restricted Stock Unit Grant	(2)							(8)	01/01/2029	Common Stock	16,575		16,575	D	
Restricted Stock Unit Grant	(2)							(12)	01/01/2030	Common Stock	25,750		25,750	D	
Restricted Stock Unit Grant	(2)							(3)	01/01/2027	Common Stock	1,933		1,933	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				
Restricted Stock Unit Grant	(2)							(3)	01/01/2029	Common Stock	8,840		8,840	D	
Restricted Stock Unit Grant	(2)							(3)	01/01/2030	Common Stock	25,750		25,750	D	
Stock Option Grant	$9.46							(7)	12/01/2030	Common Stock	1,275		1,275	D	
Stock Option Grant	$22.2							(1)	12/07/2031	Common Stock	2,096		2,096	D	
Stock Option Grant	$14							(5)	12/23/2032	Common Stock	7,003		7,003	D	
Stock Option Grant	$17.31	11/02/2026		M			325	(6)	12/22/2033	Common Stock	10,314	$0	10,016	D	
Stock Option Grant	$21.62	11/02/2026		M			390	(9)	12/30/2034	Common Stock	13,855	$0	13,465	D	
Stock Option Grant	$23.52							(13)	10/29/2035	Common Stock	24,800		24,800	D	
Stock Option Grant	$6.11							(4)	12/04/2028	Common Stock	10,066		10,066	D	
Stock Option Grant	$22.2							(4)	12/07/2031	Common Stock	4,644		4,644	D	
Stock Option Grant	$14							(4)	12/23/2032	Common Stock	15,692		15,692	D	
Stock Option Grant	$17.31							(4)	12/22/2033	Common Stock	12,365		12,365	D	
Stock Option Grant	$21.62							(4)	10/30/2034	Common Stock	12,330		12,330	D	
Stock Option Grant	$23.52							(4)	10/29/2035	Common Stock	24,800		24,800	D	

Explanation of Responses:

1. 12/48th of this option grant vested on January 1, 2023 and thereafter, an additional 1/48th will vest each month for thirty-six months.
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 the Issuer's achievement of certain financial milestones.
4. These options become exercisable, if at all, based on the Issuer's achievement of certain financial milestones.
5. 12/48th of this option grant vested on January 1, 2024 and thereafter, an additional 1/48th will vest each month for thirty-six months.
6. 12/48th of this option grant vested on January 1, 2025 and thereafter, an additional 1/48th will vest each month for thirty-six months.
7. These options became fully exercisable on January 1, 2024.
8. Twenty-five percent of this restricted stock unit grant vests on each of January 1, 2026, January 1, 2027, January 1, 2028 and January 1, 2029.
9. 12/48th of this option grant vested on January 1, 2026, and, thereafter, an additional 1/48th will vest each month for thirty-six months.
10. Twenty-five percent of this restricted stock unit grant vests on each of January 1, 2024, January 1, 2025, January 1, 2026 and January 1, 2027.
11. Twenty-five percent of this restricted stock unit grant vests on each of January 1, 2025, January 1, 2026, January 1, 2027 and January 1, 2028.
12. Twenty-five percent of this restricted stock unit grant vests on each of January 1, 2027, January 1, 2028, January 1, 2029 and January 1, 2030.
13. 12/48th of this option grant will vest on January 1, 2027, and, thereafter, an additional 1/48th will vest each month for thirty-six months.

/s/ Mark A. Shaffer, by power of attorney — 11/04/2026

** 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.