Stock Option

\$14

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20)549
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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* Weiskircher Steven					LI	2. Issuer Name and Ticker or Trading Symbol LIQUIDITY SERVICES INC [LQDT]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specify below)				
(Last) (First) (Middle) C/O LIQUIDITY SERVICES, INC. 6931 ARLINGTON ROAD SUITE 200						3. Date of Earliest Transaction (Month/Day/Year) 01/03/2023									Chief Technology Officer				
(Street) BETHESDA MD 20814						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)	(S											Persor	1						
		Tab	le I - Nor	n-Deriv	ative	e Se	curit	ies A	cquired,	Dis	osed o	of, or l	3ene	ficiall	y Owned	1			
Date				2. Trans Date (Month/I			2A. Deemed Execution Date if any (Month/Day/Ye		Code (Ins			rities Acquired (A) or ad Of (D) (Instr. 3, 4 ar			Reported	es ally Following d	Form (D) o	n: Direct r Indirect istr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
										v	Amount	(A (E	() or ()	Price	Transact (Instr. 3				
Common					01/03/2023				M ⁽¹⁾		2,23	_	A	\$0	+	82,282		D	
Common					01/03/2023		<u> </u> 		M ⁽²⁾		1,42	-	A	\$0		83,703		D	
Common	Stock		Talala "			2023			M ⁽³⁾		2,280 A Seed of, or Benefic		\$0		,983		D		
									quirea, D s, option						Ownea				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	arrision Date Execution Date Execution Date, if any (Month/Day/Year) of active		Date,	Code (Inst				6. Date Exercisable and Expiration Date (Month/Day/Year)			of Securities Underlying		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	e Owners Form: Direct (I or Indire g (I) (Instr		Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisable		xpiration ate	Title	OI No Of	umber					
Employee Stock Option	\$9.46								(4)	13	2/01/2030	Commo		3,932		33,932	2	D	
Employee Stock Grant	(5)	01/03/2023			M ⁽⁶⁾			3,425	(7)	0	1/01/2025	Comm Stock		3,425	\$0	1,850		D	
Employee Stock Option	\$6.69								(8)	13	2/03/2029	Comm Stock		2,750		32,750)	D	
Employee Stock Grant	(5)	01/03/2023			M ⁽⁶⁾			2,175	(9)	0	1/01/2024	Commo Stock		2,175	\$0	5,925		D	
Employee Stock Grant	(5)								(10)	09	9/01/2023	Comm Stock		8,750		18,750)	D	
Employee Stock Option	\$22.2								(11)	12	2/07/2031	Comm Stock		2,380		12,380)	D	
Employee Stock Option	\$22.2								(12)	13	2/07/2031	Commo Stock		2,380		12,380)	D	
Employee Stock Grant	(5)								(13)	0	1/01/2026	Commo Stock		3,960		13,960)	D	
Employee Stock Grant	(5)	01/03/2023			M ⁽⁶⁾			3,490	(14)	0	1/01/2026	Commo		3,490	\$0	10,470)	D	
Employee Stock Grant	(5)								(15)	0	1/01/2026	Commo		3,980		13,980)	D	
Employee Stock Grant	(5)								(16)	0	1/01/2027	Commo		3,980		13,980)	D	
Employee			l									Comm	n						

Common Stock

12/23/2032

(17)

11,230

D

11,230

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. Transa Code (8)		of Deri Sec Acq (A) (Disp of (I	oosed D) tr. 3, 4	6. Date Exerc Expiration Day/N	ate	7. Title and of Securiti Underlying Derivative (Instr. 3 and	es 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 Option	\$14							(18)	12/23/2032	Common Stock	11,230		11,230	D	

Explanation of Responses:

- 1. Represents the net issuance of 2,238 shares from the vesting of 3,425 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 1,187 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 restricted stock units. Shares withheld represent an exempt transaction pursuant to Section 16b-3(e). No shares were sold by the reporting person.
- 2. Represents the net issuance of 1,421 shares from the vesting of 2,175 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 754 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 restricted stock units. Shares withheld represent an exempt transaction pursuant to Section 16b-3(e). No shares were sold by the reporting person.
- 3. Represents the net issuance of 2,280 shares from the vesting of 3,490 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 1,210 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 restricted stock units. Shares withheld represent an exempt transaction pursuant to Section 16b-3(e). No shares were sold by the reporting person.
- 4. 12/48th of this option grant vested on January 1, 2022 and thereafter, 1/48th will vest each month for thirty-six months.
- 5. Each restricted stock unit is the economic equivalent of one share of Liquidity Services, Inc. Common Stock.
- 6. Represents the vesting of restricted stock units.
- 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. Twenty-five percent of this restricted stock grant vested on September 1, 2020 and thereafter, an additional 1/4 vests on September 1 of each year for three years.
- 11. This option becomes exercisable, if at all, based on the Issuer's achievement of certain stock price appreciation 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 were granted on December 23, 2022 and will vest, if at all, based on the Issuer's achievement of certain financial milestones.
- 16. These restricted stock units were granted on December 23, 2022. Twenty-five percent 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. These options were granted on December 23, 2022. 12/48th will vest on January 1, 2024 and thereafter, an additional 1/48th will vest each month for thirty-six months.
- 18. These options were granted on December 23, 2022 and become exercisable, if at all, based on the Issuer's achievement of certain financial milestones

Remarks:

/s/ Mark A. Shaffer, by power of attorney 01/04/2023

** 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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