| SEC Form 4 | |
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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

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| Estimated average burden | |

| | | | 2. Issuer Name and Ticker or Trading Symbol <u>LIQUIDITY SERVICES INC</u> [LQDT] | (Check | tionship of Reporting Pers all applicable) Director Officer (give title | on(s) to Issuer 10% Owner Other (specify | |
|---|-----------------|-------|---|--------|--|--|--|
| | | | 2 Data of Farliant Transportion (Manth/Day/)/(aar) | - X | below) | below) | |
| (Last) (First) (Middle) C/O LIQUIDITY SERVICES, INC. | | | 3. Date of Earliest Transaction (Month/Day/Year) 03/18/2010 | | Exec. VP/Pres. Asset Recovery | | |
| 1920 L STREET, | , N.W., 6TH FLO | OR | | | | | |
| | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | Line) | idual or Joint/Group Filing | (Спеск Арріїсаріе | |
| (Street) | DC | 20020 | | X | Form filed by One Repo | rting Person | |
| WASHINGTON | DC | 20036 | | | Form filed by More than Person | One Reporting | |
| (City) | (State) | (Zip) | | | | | |

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) | Transaction Code (Instr. | | | | | 5. Amount of Securities Beneficially Owned Following Reported | 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 | | | Transaction(s) (Instr. 3 and 4) | | (1130.4) |
| Common Stock | 03/18/2010 | | S | | 1,527 | D | \$12.46 | 1,960 | 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. Transa Code (8) | | of Deriv Secu Acqu (A) o Dispe of (D | rities lired r osed) r. 3, 4 | (Month/Day/Year) | | ate of Securities | | rities Derivative ing Security ve Security (Instr. 5) | | 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 Grant | \$9.05 | | | | | | | (1) | 10/01/2019 | Common Stock | 9,422 | | 9,422 | D | |
| Employee Stock Option | \$9.05 | | | | | | | (2) | 10/01/2019 | Common Stock | 29,481 | | 29,481 | D | |
| Employee Stock Option | \$10.82 | | | | | | | (3) | 07/30/2018 | Common Stock | 320,000 | | 320,000 | D | |
| Employee Stock Option | \$10.82 | | | | | | | (4) | 07/30/2018 | Common Stock | 259,166 | | 259,166 | D | |

Explanation of Responses:

1. Twenty-five percent of this restricted stock grant will vest on October 1, 2010 and thereafter 1/4th of the restricted stock grant will vest on October 1 of each year for three years.

2. Twenty-five percent of this option grant will vest on October 1, 2010 and thereafter 1/48th of the option grant will vest each month for thirty-six months.

3. This option becomes vested and exercisable, if at all, based on the Issuer's Asset Recovery Division's achievement of certain financial milestones.

4. Twenty-five percent of this option grant vested on August 25, 2009 and thereafter 1/48th of the option grant will vest each month for thirty-six months.

| <u>/s/ James E. Williams, by</u> |
|----------------------------------|
| <u>power of attorney</u> |

03/19/2010

** 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.