Stock Option Grant

Stock Option Grant

\$10.3

\$9.46

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

1											
	OMB APP	ROVAL									
	OMB Number:	3235-0287									
	Estimated average burden										

0.5

hours per response:

5. Relationship of Reporting Person(s) to Issuer

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*

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

2. Issuer Name and Ticker or Trading Symbol

Murray Novelette					_ <u> Ll</u>	LIQUIDITY SERVICES INC [LQDT]								Ι.		or (give title		10% Ov Other (s	
(Last) 6931 AF	,	irst) ROAD SUITE	(Middle) 200			Date o		t Trar	nsaction (Mo	nth/E	Day/Year)				Delow)		lesou	below)	er
(Street)	SDA M	(D	20814		4.1	If Ame	endment,	Date	of Original I	Filed	(Month/Da	ay/Year)	Line	e) Form f	iled by One	e Repo	g (Check Apporting Person	n
(City)	(S	tate)	(Zip)												Persor	1			
1. Title of	Security (Ins		ole I - Noi	2. Tran	vative saction n/Day/Ye	ear)	2A. Deen Executio if any (Month/D	ned n Date	Code (I	tion	4. Securi Dispose 5)	ities Acc	quired ((A) or	5. Amou Securitie Benefici	nt of	Form (D) o	n: Direct or Indirect 1	7. Nature of Indirect Beneficial Ownership
								•	<u> </u>	v	Amount	1)	() or	Price	Reported				(Instr. 4)
Common	Stock														64	,119		D	
		7							quired, Di s, option						Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		3A. Deeme Execution if any	Deemed ecution Date,	4. Transactio Code (Inst		5. Number 6		6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amou of Securities Underlying Derivative Securit (Instr. 3 and 4)		mount	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	Ownersh Form: Direct (D or Indire (I) (Instr.	Ownership	Beneficial Ownership t (Instr. 4)
					Code	v	(A)	(D)	Date Exercisable		xpiration ate	Title	or Nu of	ımber					
Restricted Stock Unit Grant	(2)								(3)	01	1/01/2025	Comm		,475		1,475		D	
Restricted Stock Unit Grant	(2)								(4)	01	1/01/2026	Comm Stock		,490		3,490		D	
Restricted Stock Unit Grant	(2)								(5)	01	1/01/2027	Comm Stock		,766		7,766		D	
Restricted Stock Unit Grant	(2)								(7)	01	1/01/2028	Comm Stock),710		10,710)	D	
Restricted Stock Unit Grant	(15)	10/30/2024			A		9,500		(16)	01	1/01/2029	Comm Stock		,500	\$0	9,500		D	
Restricted Stock Unit Grant	(2)								(6)	01	1/01/2026	Comm Stock		,980		6,980		D	
Restricted Stock Unit Grant	(2)								(6)	01	1/01/2026	Comm Stock),355		10,355	5	D	
Restricted Stock Unit Grant	(2)								(6)	01	1/01/2027	Comm Stock),710		10,710)	D	
Restricted Stock Unit Grant	(15)	10/30/2024			A		9,500		(6)	01	1/01/2029	Comm Stock		,500	\$0	9,500		D	

(9)

02/02/2027

12/01/2030

1,850

7,693

Stock

Stock

1,850

7,693

D

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)		5. Nun of Deriva Securi Acquii (A) or Dispos of (D) (Instr. and 5)	itive ities red sed 3, 4	6. Date Exerc Expiration Da (Month/Day/V	ate	7. Title and of Securit Underlying Derivative (Instr. 3 and	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)	Date (D) Exercisa		Expiration Date	Amount or Number of Shares					
Stock Option Grant	\$22.2							(11)	12/07/2031	Common Stock	6,190		6,190	D	
Stock Option Grant	\$14							(12)	12/23/2032	Common Stock	5,027		5,027	D	
Stock Option Grant	\$17.31							(13)	12/22/2033	Common Stock	8,660		8,660	D	
Stock Option Grant	\$21.62	10/30/2024		A		8,000		(14)	10/30/2034	Common Stock	8,000	\$0	8,000	D	
Stock Option Grant	\$10.3							(8)	02/02/2027	Common Stock	1,054		1,054	D	
Stock Option Grant	\$22.2							(6)	12/07/2031	Common Stock	6,190		6,190	D	
Stock Option Grant	\$14							(10)	12/23/2032	Common Stock	8,320		8,320	D	
Stock Option Grant	\$17.31							(10)	12/22/2033	Common Stock	8,660		8,660	D	
Stock Option Grant	\$21.62	10/30/2024		A		8,000		(10)	10/30/2034	Common Stock	8,000	\$0	8,000	D	

Explanation of Responses:

- 1. 12/48th of this option grant vested on January 1, 2022 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. 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.
- 4. Twenty-five percent of this restricted stock unit grant vested 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.
- 5. Twenty-five percent of this restricted stock unit grant vested on January 1, 2024 and thereafter, an additional 1/4th will vest on each of January 1, 2025, January 1, 2026 and January 1, 2027.
- 6. These restricted stock units will vest, if at all, based on the Issuer's achievement of certain financial milestones.
- 7. Twenty-five percent of this restricted stock unit grant will vest on January 1, 2025 and thereafter, an additional 1/4th will vest on each of January 1, 2026, January 1, 2027 and January 1, 2028.
- 8. These options become exercisable, if at all, based on the completion of the Issuer's strategic transformation as well as the Issuer's achievement of certain financial milestones.
- 9. 15/48th of this option grant vested on January 1, 2018 and thereafter, an additional 1/48th vests each month for thirty-three months.
- 10. These options become exercisable, if at all, based on the Issuer's achievement of certain financial milestones.
- 11. 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.
- 12. 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.
- 13. 12/48th of this option grant will vest on January 1, 2025 and thereafter, an additional 1/48th will vest each month for thirty-six months.
- 14. 12/48th of this option grant will vest on January 1, 2026 and thereafter, an additional 1/48th will vest each month for thirty-six months.
- 15. Each restricted stock unit is the economic equivalent of one share of Liquidity Services, Inc. Common Stock.
- 16. Twenty-five percent of this restricted stock unit grant will vest on January 1, 2026 and thereafter, an additional 1/4th will vest on each of January 1, 2027, January 1, 2028 and January 1, 2029.

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

11/01/2024

** 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.