

Angrick William P III  
 Form 4  
 October 04, 2010

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Angrick William P III

2. Issuer Name and Ticker or Trading Symbol  
 LIQUIDITY SERVICES INC  
 [LQDT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
 09/30/2010

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Chairman of the Board and CEO

C/O LIQUIDITY SERVICES, INC., 1920 L STREET, N.W., 6TH FLOOR

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

WASHINGTON, DC 20036

(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) | 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)        |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  |                                | (A) or (D)<br>Code V Amount (D) Price                             |   |  |  |
| Common Stock                    | 09/30/2010                           |  | S <sup>(1)</sup>               | 10,000 D \$ 15.99   | 5,628,696   | I  | By the William P. Angrick III Revocable Trust <sup>(2)</sup> |
| Common Stock                    | 10/01/2010                           |  | S <sup>(1)</sup>               | 10,000 D \$ 16  | 5,618,696   | I  | By the William P. Angrick III Revocable Trust <sup>(2)</sup> |

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|              |            |  |                         |        |   |          |           |   |  |
|--------------|------------|--|-------------------------|--------|---|----------|-----------|---|--|
| Common Stock | 10/01/2010 |  | <u>M</u> <sup>(3)</sup> | 8,777  | A | \$ 0     | 105,472   | D |  |
| Common Stock | 10/01/2010 |  | <u>S</u> <sup>(3)</sup> | 3,945  | D | \$ 15.97 | 101,527   | D |  |
| Common Stock | 10/04/2010 |  | <u>S</u> <sup>(1)</sup> | 10,000 | D | \$ 16.02 | 5,608,696 | I | By the William P. Angrick III Revocable Trust <sup>(2)</sup>                             |
| Common Stock |            |  |                         |        |   |          | 873,379   | I | By the William P. Angrick III 2005 Irrevocable Trust <sup>(2)</sup>                      |
| Common Stock |            |  |                         |        |   |          | 314,468   | I | By the Stephanie S. Angrick Revocable Trust <sup>(4)</sup>                               |
| Common Stock |            |  |                         |        |   |          | 289,377   | I | By the Stephanie S. Angrick 2005 Irrevocable Trust <sup>(4)</sup>                        |
| Common Stock |            |  |                         |        |   |          | 99,367    | I | By the Stephanie S. Angrick 2005 Qualified Grantor Retained Annuity Trust <sup>(4)</sup> |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|

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| (Instr. 3)            | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) | Acquired (A) or Disposed of (D)<br>(Instr. 3, 4, and 5) | Code | V | (A)   | (D) | Date Exercisable | Expiration Date | Title        | Amount or Number of Shares |
|-----------------------|------------------------------|------------------|------------|---|------|---|-------|-----|------------------|-----------------|--------------|----------------------------|
| Employee Stock Option | \$ 9.96                      | 10/01/2010       |            |   | M    |   | 8,777 |     | (5)              | 10/01/2019      | Common Stock | 35,111                     |
| Employee Stock Option | \$ 9.96                      |                  |            |   |      |   |       |     | (6)              | 10/01/2019      | Common Stock | 109,589                    |
| Employee Stock Option | \$ 8.23                      |                  |            |   |      |   |       |     | (7)              | 10/01/2018      | Common Stock | 80,000                     |
| Employee Stock Option | \$ 12.02                     |                  |            |   |      |   |       |     | (8)              | 10/01/2017      | Common Stock | 84,000                     |
| Employee Stock Option | \$ 17.63                     |                  |            |   |      |   |       |     | (9)              | 09/21/2016      | Common Stock | 100,000                    |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                               |       |
|---|---------------|-----------|-------------------------------|-------|
|   | Director      | 10% Owner | Officer                       | Other |
| Angrick William P III<br>C/O LIQUIDITY SERVICES, INC.<br>1920 L STREET, N.W., 6TH FLOOR<br>WASHINGTON, DC 20036 | X             | X         | Chairman of the Board and CEO |       |

## Signatures

/s/ James E. Williams, by power of attorney  
10/04/2010

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* 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).

(1) The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on February 22, 2010.

(2) These shares are held in a trust for the benefit of the reporting person. The reporting person disclaims beneficial ownership of these securities, and the filing of this report is not an admission that the reporting person is the beneficial owner of these securities for the purposes of Section 16 or for any other purpose.

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- (3) These restricted shares vested on October 1, 2010. The transactions in this Form 4 represent the number of these shares sold.
- These shares are held in a trust for the benefit of the reporting person's spouse, who is also trustee of the trust. The reporting person
- (4) disclaims beneficial ownership of these securities, and the filing of this report is not an admission that the reporting person is the beneficial owner of these securities for the purposes of Section 16 or for any other purpose.
- (5) Twenty-five percent of this restricted stock grant vested on October 1, 2010 and thereafter 1/4th of the restricted stock grant will vest October 1 of each year for three years.
- (6) Twenty-five percent of this option grant vested on October 1, 2010 and thereafter 1/48th of the option grant will vest each month for thirty-six months.
- (7) Twenty-five percent of this option grant vested on October 1, 2009 and thereafter 1/48th of the option grant will vest each month for thirty-six months.
- (8) Twenty-five percent of this option grant vested on October 1, 2008 and thereafter 1/48th of the option grant will vest each month for thirty-six months.
- (9) These options became fully vested on September 21, 2010.

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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