FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

5. Relationship of Reporting Person(s) to Issuer

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

Name and Address of Reporting Person* Rallo James M ———————————————————————————————————					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. 1920 L STREET, N.W., 6TH FLOOR						of Earliest Transa 2015	action (M	Day/Year)		•		r, President	,	3					
1920 L STREET, N.W., 6TH FLOOR						4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable						
(Street) WASHINGTON DC 20036										Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person									
(City)	(S	tate)	(Zip)									. 0.00.	•						
		Та	ble I - Noi	n-Deriv	ative S	ecurities Acq	uired,	Dis	osed of,	or Ben	eficiall	y Owned							
1. Title of Security (Instr. 3) 2. Trans Date (Month/			action Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Disposed Of 5)	I (A) or . 3, 4 and	5. Amour Securitie Beneficia Owned F Reported	ities icially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	t Ind ct Be Ov	7. Nature of Indirect Beneficial Ownership (Instr. 4)						
							Code V		Amount (A) or (D)		Price	Transaction(c)				,			
Common	Stock											11,	511	D					
Common	Stock											15,0)39(1)	I	Ra	y ames M. allo 01k			
Common	Stock											8,0	000	I	Ra	y ames M. allo RA			
Common	Stock											7,8	385	I	Ra	y imberly allo RA ⁽²⁾			
Common	Stock											4,6	525	I	Ra SI	y Eimberly allo IMPLE RA ⁽²⁾			
Common	Stock											6	85	I	Ra Cu M Ra M	y ames M. allo ust. fichael allo TMA ⁽²⁾			
Common Stock											460		I	Ra Cu M Ra M	y ames M. allo ust. felissa allo fD				
						curities Acqu ls. warrants.						Owned							
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution	d 4 Date, T	ransaction ode (Instr	nsaction of Expiration Date of Sec de (Instr. Derivative Securities (Month/Day/Year) Under Derivative Derivative		Title and f Securitie nderlying erivative S nstr. 3 and	Amount s	ount 8. Price of Derivative Security (Instr. 5) Ben Own		e Owners Form Direct or Inc. (I) (In.	rship (D) irect	11. Nature of Indirect Beneficial Ownership (Instr. 4)					

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securidias)															
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)	Code V Transaction Code (Instr. 8)		(A) u(tit)er of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Bate Expiration 6x/Bedis Bales and Expiration Date (Month/Day/Year)		Titletle and symposist 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				
Employee Stock Option	\$7.48							(3)	10/01/2018	Common Stock	2,338		2,338	D	
Employee Stock Option	\$15.47							(4)	10/01/2020	Common Stock	6,678		6,678	D	
Employee Stock Grant	\$15.47							(5)	10/01/2020	Common Stock	5,526		5,526	D	
Employee Stock Grant	\$31.11							(6)	10/01/2021	Common Stock	1,862		1,862	D	
Employee Stock Option	\$31.11							(7)	10/01/2021	Common Stock	12,358		12,358	D	
Employee Stock Grant	\$38.09							(8)	10/01/2022	Common Stock	2,502		2,502	D	
Employee Stock Grant	\$38.09	01/14/2015		J ⁽⁹⁾			5,003	(10)	10/01/2022	Common Stock	5,003	(9)	0	D	
Employee Stock Option	\$38.09							(11)	10/01/2022	Common Stock	3,335		3,335	D	
Employee Stock Option	\$38.09	01/14/2015		J ⁽⁹⁾			3,335	(12)	10/01/2022	Common Stock	3,335	(9)	0	D	
Employee Stock Grant	\$29.47							(13)	07/18/2023	Common Stock	9,162		9,162	D	
Employee Stock Grant	\$29.47	01/14/2015		J ⁽⁹⁾			28,503	(14)	07/18/2023	Common Stock	28,503	(9)	0	D	
Employee Stock Option	\$29.47							(15)	07/18/2023	Common Stock	24,871		24,871	D	
Employee Stock Option	\$29.47	01/14/2015		J ⁽⁹⁾			58,031	(16)	07/18/2023	Common Stock	58,031	(9)	0	D	
Employee Stock Grant	\$21.99							(17)	10/01/2023	Common Stock	3,519		3,519	D	
Employee Stock Grant	\$21.99							(18)	10/01/2023	Common Stock	4,691		4,691	D	
Employee Stock Option	\$21.99							(19)	10/01/2023	Common Stock	9,938		9,938	D	
Employee Stock Option	\$21.99							(20)	10/01/2023	Common Stock	9,938		9,938	D	
Employee Stock	\$13.57							(21)	05/14/2024	Common Stock	44,215		44,215	D	

Explanation of Responses:

- 1. The number of securities shown as being held in Issuer's 401(k) account for the Reporting Person's benefit is the approximate number of shares of common stock. De minimis fractional interests reported by the Issuer's 401(k) Plan trustee/administrator and held indirectly through the Plan's stock purchase account are not reflected.
- 2. Mr. Rallo disclaims beneficial ownership of these shares.
- 3. These options became fully vested on October 1, 2013.
- 4. These options became fully vested on October 1, 2014.
- 5. These restricted shares will vest, if at all, based on the Issuer's achievement of certain financial milestones.
- 6. Twenty-five percent of this restricted stock grant vested on October 1, 2012 and thereafter 1/4th of the restricted stock grant will vest on October 1 of each year for three years.
- 7. Twenty-five percent of this option grant vested on October 1, 2012 and thereafter 1/48th of the option grant will vest each month for thirty-six months.
- 8. Twenty-five percent of this restricted stock grant vested on October 1, 2013 and thereafter 1/4th of the restricted stock grant will vest on October 1 of each year for three years.
- 9. On January 14, 2015, the reporting person surrendered this equity grant for cancellation by the Issuer.
- 10. These restricted shares will vest, if at all, based on the Issuer's achievement of certain financial milestones.
- 11. Twenty-five percent of this option grant vested on October 1, 2013 and thereafter 1/48th of the option grant will vest each month for thirty-six months.
- 12. This option becomes exercisable, if at all, based on the Issuer's achievement of certain financial milestones.
- $13. \ Twenty-five \ percent \ of \ this \ restricted \ stock \ grant \ vested \ on \ July \ 1, \ 2014 \ and \ thereafter \ 1/4th \ of \ the \ restricted \ stock \ grant \ will \ vest \ on \ July \ 1 \ of \ each \ year \ for \ three \ years.$
- 14. These restricted shares will vest, if at all, based on the Issuer's achievement of certain financial milestones.

- 15. Twenty-five percent of this option grant vested on July 18, 2014 and thereafter 1/48th of the option grant will vest each month for thirty-six months.
- 16. This option becomes exercisable, if at all, based on the Issuer's achievement of certain financial milestones.
- 17. Twenty-five percent of this restricted stock grant vested on October 1, 2014 and thereafter 1/4th of the restricted stock grant will vest on October 1 of each year for three years.
- 18. These restricted shares will vest, if at all, based on the Issuer's achievement of certain financial milestones.
- 19. Twenty-five percent of this option grant vested on October 1, 2014 and thereafter 1/48th of the option grant will vest each month for thirty-six months.
- 20. This option becomes exercisable, if at all, based on the Issuer's achievement of certain financial milestones.
- 21. Fifty percent of this restricted stock grant will vest on November 1, 2015 and thereafter 1/4th of the restricted stock grant will vest on November 1 of each year for two years.

/s/ James E. Williams, by
power of attorney

** 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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