

LIQUIDITY SERVICES INC

Form 4

June 05, 2013

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
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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 *
Roy G Cayce

(Last) (First) (Middle)

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

(Street)

WASHINGTON, DC 20036

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol
LIQUIDITY SERVICES INC
[LQDT]3. Date of Earliest Transaction
(Month/Day/Year)
06/03/20134. If Amendment, Date Original
Filed(Month/Day/Year)5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Exec. VP/Pres. Asset Recovery6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person**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)			
			Code	V	Amount		Price
Common Stock	06/03/2013		M		4,212	A	\$ 9.05
Common Stock	06/03/2013		S		4,212	D	\$ 39.8
						6,212	
						2,000	

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

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(9-02)

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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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Grant	\$ 38.09					(1) 10/01/2022	Common Stock 3,191
Employee Stock Grant	\$ 38.09					(2) 10/01/2022	Common Stock 3,191
Employee Stock Option	\$ 38.09					(3) 10/01/2022	Common Stock 2,127
Employee Stock Option	\$ 38.09					(4) 10/01/2022	Common Stock 2,127
Employee Stock Grant	\$ 31.11					(5) 10/01/2021	Common Stock 3,528
Employee Stock Option	\$ 31.11					(6) 10/01/2021	Common Stock 7,806
Employee Stock Grant	\$ 15.47					(7) 10/01/2020	Common Stock 4,350
Employee Stock Option	\$ 15.47					(8) 10/01/2020	Common Stock 7,856
Employee Stock Grant	\$ 15.47					(9) 10/01/2020	Common Stock 13,815
Restricted Stock Grant	\$ 9.05					(10) 10/01/2019	Common Stock 2,356
Employee Stock	\$ 9.05	06/03/2013		M	4,212	(11) 10/01/2019	Common Stock 7,655

Option

Employee

Stock \$ 10.82

(12)

07/30/2018

Common
Stock

300,000

Option

Employee

Stock \$ 10.82

(13)

07/30/2018

Common
Stock

32,611

Option

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Roy G Cayce C/O LIQUIDITY SERVICES, INC. 1920 L STREET, N.W., 6TH FLOOR WASHINGTON, DC 20036			Exec. VP/Pres. Asset Recovery	

Signatures

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

06/05/2013

**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) Twenty-five percent of this restricted stock grant will vest on October 1, 2013 and thereafter 1/4th of the restricted stock grant will vest on October 1 of each year for three years.
 - (2) These restricted shares will vest, if at all, based on the Issuer's achievement of certain financial milestones.
 - (3) Twenty-five percent of this option grant will vest on October 1, 2013 and thereafter 1/48th of the option grant will vest each month for thirty-six months.
 - (4) This option becomes exercisable, if at all, based on the Issuer's achievement of certain financial milestones.
 - (5) 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.
 - (6) 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.
 - (7) Twenty-five percent of this restricted stock grant vested on October 1, 2011 and thereafter 1/4th of the restricted stock grant will vest on October 1 of each year for three years.
 - (8) Twenty-five percent of this option grant vested on October 1, 2011 and thereafter 1/48th of the option grant will vest each month for thirty-six months.
 - (9) These restricted shares will vest, if at all, based on the Issuer's achievement of certain financial milestones.
 - (10) Twenty-five percent of this restricted stock grant vested on October 1, 2010 and thereafter 1/4th of the restricted stock grant will vest on October 1 of each year for three years.
 - (11) 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.
 - (12) This option becomes exercisable, if at all, based on the Issuer's achievement of certain financial milestones.

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(13) This option became fully vested on August 25, 2012.

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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