

Williams James Edwin  
Form 4/A  
February 14, 2013

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

OMB APPROVAL

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**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 \*  
Williams James Edwin

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)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
VP, Gen. Counsel & Secretary

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

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)  
11/20/2012

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 Ownership (Instr. 4)
				(A) or (D) Price			
Common Stock					700	D	

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)**

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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)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option	\$ 7.48					<u>(1)</u>	10/01/2018	Common Stock	2,813
Restricted Stock Grant	\$ 9.05					<u>(2)</u>	10/01/2019	Common Stock	1,945
Employee Stock Option	\$ 9.05					<u>(3)</u>	10/01/2019	Common Stock	8,620
Employee Stock Grant	\$ 15.47					<u>(4)</u>	10/01/2020	Common Stock	3,380
Employee Stock Option	\$ 15.47					<u>(5)</u>	10/01/2020	Common Stock	6,035
Employee Stock Grant	\$ 15.47					<u>(6)</u>	10/01/2020	Common Stock	3,277
Employee Stock Grant	\$ 31.11					<u>(7)</u>	10/01/2021	Common Stock	2,689
Employee Stock Option	\$ 31.11					<u>(8)</u>	10/01/2021	Common Stock	5,950
Employee Stock Grant	\$ 38.09	11/16/2012		A	2,753	<u>(9)</u>	10/01/2022	Common Stock	2,753
Employee Stock Grant	\$ 38.09	11/16/2012		A	2,753	<u>(10)</u>	10/01/2022	Common Stock	2,753
Employee Stock Option	\$ 38.09	11/16/2012		A	1,835	<u>(11)</u>	10/01/2022	Common Stock	1,835

