#### LIQUIDITY SERVICES INC

Form 5

November 13, 2008

**OMB APPROVAL** FORM 5 **OMB** UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number: Washington, D.C. 20549 Check this box if January 31, Expires: no longer subject 2005 to Section 16. Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL Form 4 or Form burden hours per 5 obligations OWNERSHIP OF SECURITIES response... 1.0 may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940 Form 4 Transactions Reported 1. Name and Address of Reporting Person \* 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer Mateus-Tique Jaime Symbol LIQUIDITY SERVICES INC (Check all applicable) [LQDT] (Middle) 3. Statement for Issuer's Fiscal Year Ended (Last) (First) \_X\_ Director \_X\_\_ 10% Owner \_X\_\_ Officer (give title Other (specify (Month/Day/Year) below) below) 09/30/2008 President and Chief Op Officer C/O LIQUIDITY SERVICES, INC., Â 1920 L STREET, N.W., 6TH **FLOOR** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line) WASHINGTON, DCÂ 20036 \_X\_ Form Filed by One Reporting Person Form Filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 3. 1.Title of 2. Transaction Date 2A. Deemed 4. Securities 5. Amount of 6. 7. Nature of Transaction Ownership Security (Month/Day/Year) Execution Date, if Acquired (A) or Securities Indirect (Instr. 3) Code Disposed of (D) Beneficially Form: Beneficial (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned at Direct (D) Ownership end of or Indirect (Instr. 4) Issuer's (I) Fiscal Year (Instr. 4) (A) (Instr. 3 and Price Amount (D) By the Common 08/25/2008 Â G 600 D \$0 2,554,655 I Mateus-Tique Stock Foundation By the Common Â G Mateus-Tique 08/25/2008 2,000 \$0 D 2,552,655 Stock Foundation

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Common Stock	Â	Â	Â	Â	Â	Â	119,000	I	By the Em El 2007 Irrevocable Trust
Common Stock	Â	Â	Â	Â	Â	Â	470,531	I	By the Jaime Mateus-Tique 2005 Qualified Grantor Retained Annuity Trust
Common Stock	Â	Â	Â	Â	Â	Â	32,400	I	By the Mateus-Tique Foundation

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

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 control number.

SEC 2270 (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 (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)	Number		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option	\$ 12.02	Â	Â	Â	Â	Â	(1)	10/01/2017	Common Stock	76,000
Employee Stock Option	\$ 17.63	Â	Â	Â	Â	Â	(2)	09/21/2016	Common Stock	75,000
Employee Stock Option	\$ 7	Â	Â	Â	Â	Â	(3)	12/21/2015	Common Stock	60,000

# **Reporting Owners**

Reporting Owner Name / Address

Relationships

Reporting Owners 2

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Director 10% Owner Officer Other

Mateus-Tique Jaime C/O LIQUIDITY SERVICES, INC. 1920 L STREET, N.W., 6TH FLOOR WASHINGTON, DCÂ 20036

 $\hat{A} X$   $\hat{A} X$   $\hat{A}$  President and Chief Op Officer

## **Signatures**

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

11/13/2008

\*\*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).
- Twenty-five percent of this option grant vested on 10/1/2008, and thereafter, 1/48th of the option grant will vest each month for thirty-six months
- (2) Twenty five percent of this option grant vested on 9/21/2007, and thereafter, 1/48th of the option grant will vest each month for thirty six months.
- (3) This option became fully vested on April 19, 2006.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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