

LIQUIDITY SERVICES INC
 Form 5
 November 13, 2008

FORM 5

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
 Mateus-Tique Jaime

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. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 09/30/2008

Director 10% Owner
 Officer (give title below) Other (specify below)
 President and Chief Op Officer

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 Reporting

(check applicable line)

WASHINGTON, DC 20036

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

| 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) | (A) or (D) | Amount | Price | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|--------|-----------|--|--|---|
| Common Stock | 08/25/2008 | Â | G | 600 | D | \$ 0 | 2,554,655 | I | | By the Mateus-Tique Foundation |
| Common Stock | 08/25/2008 | Â | G | 2,000 | D | \$ 0 | 2,552,655 | I | | By the Mateus-Tique 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.

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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) | 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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| | | | | | (A) (D) | Date Exercisable Expiration Date | Title | |
| Employee Stock Option | \$ 12.02 | Â | Â | Â | Â Â | Â (1) 10/01/2017 | Common Stock | 76,000 |
| Employee Stock Option | \$ 17.63 | Â | Â | Â | Â Â | Â (2) 09/21/2016 | Common Stock | 75,000 |
| Employee Stock Option | \$ 7 | Â | Â | Â | Â Â | Â (3) 12/21/2015 | Common Stock | 60,000 |

Reporting Owners

Reporting Owner Name / Address

Relationships

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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, DC 20036

X X President and Chief Op Officer X

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).
- (1) 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.

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