Edgar Filing: Rallo James M - Form 4/A

Form 4/A											
February 24, FORN									OMB AF	PPROVAL	
	UNITE	D STATES		ITIES A hington,			NGE C	COMMISSION	OMB Number:	3235-0287	
Check th if no long subject to Section 1 Form 4 o Form 5 obligation may cont <i>See</i> Instru 1(b).	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Sectior of the Investment Company Act of 1940						January 31 Expires: 2009 Estimated average burden hours per response 0.9				
(Print or Type I	Responses)										
1. Name and Address of Reporting Person <u>*</u> 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)			
-	^(First) DITY SERVIC L STREET, N.		3. Date of (Month/D 02/11/20	-	ansaction			Director X Officer (give below) CF		Owner er (specify	
				endment, Date Original onth/Day/Year) 2009				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	ecuri	ties Acq	uired, Disposed of	, or Beneficial	ly Owned	
		ion Date 2A. Deemed (y/Year) Execution Date, if any (Month/Day/Year)		Code (Instr. 3, 4 and 5) (Instr. 8) (A)			Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
Common Stock	02/11/2009			Code V M	Amount 47,417 (1)	or (D) A	Price \$ 2	(Instr. 3 and 4) 73,541 (<u>1)</u>	D		
Common Stock	02/11/2009			Р	4,000	А	\$ 5.76	77,541 <u>(1)</u>	D		

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.

Edgar Filing: Rallo James M - Form 4/A

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. Transacti Code (Instr. 8)	TransactionDerivative Code Securities		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 Option	\$ 2	02/11/2009		М	47,417	(2)	02/24/2015	Common Stock	47,417 <u>(1)</u>	

Reporting Owners

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
Rallo James M C/O LIQUIDITY SERVICES, INC. 1920 L STREET, N.W., 6TH FLOOR WASHINGTON, DC 20036			CFO, Treasurer			
Signatures						
/s/ James E. Williams, by power of attorney		02/24/2009				
**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).

- The number of options exercised reported in the original Form 4 has been amended. The amount of securities beneficially owned(1) following the reported transaction has also been amended. This amendment also affected the amount of securities beneficially owned reported in the Form 4 filed on February 17, 2009.
- (2) The option vested as to 25% on February 25, 2005 and vested at 2.083% per month thereafter on the 25th of each month for the 36 months following the month of grant.

Note: File three copies of this Form, one of which must be manually signed. If space 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.