

LIQUIDITY SERVICES INC

Form 8-K

February 26, 2018

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

Current Report

Pursuant to Section 13 or 15(d) of

The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) February 22, 2018

LIQUIDITY SERVICES, INC.

(Exact name of registrant as specified in its charter)

Delaware	0-51813	52-2209244
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

6931 Arlington Road, Suite 200, Bethesda MD	20814
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code (202) 467-6868

N/A

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.07 Submission of Matters to a Vote of Security Holders.

On February 22, 2018 Liquidity Services, Inc. (the “Company”) held its 2018 Annual Meeting of Stockholders (the “Annual Meeting”), pursuant to notice duly given. The matters voted upon at the Annual Meeting and the final voting results are as follows:

1. Election of Directors.

Director Nominees	Votes For	Votes Withheld	Broker Non-Votes
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Beatriz Infante	21,199,484	465,526	4,161,381
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Patrick Gross	20,984,931	680,079	4,161,381
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Each director nominee was duly elected to serve until the Annual Meeting of Stockholders in 2021 or until the director’s successor has been duly elected and qualified.

2. Ratification of Ernst & Young LLP as the Company’s Independent Registered Public Accounting Firm for Fiscal 2018.

Votes For	25,552,440
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Votes Against	266,620
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Abstentions	7,331
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Broker Non-Votes	0
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Stockholders ratified the selection of Ernst & Young LLP as the Company’s Independent Registered Public Accounting Firm for Fiscal 2018.

3. Approval of an Advisory Resolution on Executive Compensation.

Votes For	21,208,828
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Votes Against	430,851
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Abstentions	25,331
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Broker Non-Votes	4,161,381
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Stockholders approved the advisory resolution on executive compensation.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

LIQUIDITY SERVICES, INC.  
(Registrant)

Date: February 26, 2018 By: /s/ Mark A. Shaffer  
Name: Mark A. Shaffer  
Title: Vice President, General Counsel and Corporate Secretary