

SPS COMMERCE INC  
Form 8-K  
June 14, 2011

**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): June 14, 2011

**SPS COMMERCE, INC.**

(Exact name of Registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**001-34702**  
(Commission  
File Number)

**41-2015127**  
(IRS Employer  
Identification No.)

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**333 South Seventh Street, Suite 1000**

**Minneapolis, MN**  
(Address of principal executive offices)

**Registrant's telephone number, including area code (612) 435-9400**

**55402**  
(Zip Code)

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 (*see* General Instruction A.2. below):

- .. 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 (17CFR 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 8.01 Other Events.**

On June 14, 2011, BVCF IV, L.P., a fund managed by Adams Street Partners, LLC, completed a follow-on public offering of 1,204,327 shares of common stock of SPS Commerce, Inc. (the Company) with a price to the public of \$16.50 per share. Stifel Nicolaus Weisel was the book-running manager for the offering and Craig-Hallum Capital Group was the co-manager for the offering. The Company will not receive any of the proceeds from the offering of shares by the selling stockholder.

**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, thereunto duly authorized.

SPS COMMERCE, INC.

Date: June 14, 2011

By /s/ Kimberly K. Nelson  
Kimberly K. Nelson  
Executive Vice President and Chief Financial Officer