Black Archie C. Form 4 February 17, 2012

FORM 4

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

OMB 3235-0287 Number:

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005 Estimated average

0.5

Form 4 or Form 5 obligations may continue.

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

burden hours per response...

See Instruction

1(b).

(Print or Type Responses)

1. Name and Ad Black Archie	*	ting Person *	2. Issuer Name and Ticker or Trading Symbol SPS COMMERCE INC [SPSC]	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)			
333 SOUTH STREET, SU			(Month/Day/Year) 02/10/2012	_X_ Director 10% Owner Specify below)			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
MINNEAPOLIS, MN 55402			Filed(Month/Day/Year)	Applicable Line) _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 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of Securities Form: Direct Indirect (Instr. 3) Beneficial Code (D) Beneficially (D) or (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price Common 12,473 02/10/2012 A A \$0 12,473 D Stock (1) Common 200 Ι By son - I Stock Common 200 Ι By son - II Stock Common By son -Ι 200 Stock Ш Common By son -200 I Stock IV

Edgar Filing: Black Archie C. - Form 4

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 1474 (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 orDerivative Securities Acquired (A) or Disposed o (D) (Instr. 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	and 5) (A) (D	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 25.32	02/10/2012		A	31,521	(2)	02/09/2022	Common Stock	31,521

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Black Archie C.

333 SOUTH SEVENTH STREET SUITE 1000

X President & CEO

MINNEAPOLIS, MN 55402

Signatures

/s/ James R. DeBuse, attorney-in-fact

02/17/2012

**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).
- This reflects a restricted stock unit award. Each restricted stock unit represents a contingent right to receive one share of SPS Commerce,
- (1) Inc. common stock. The restricted stock units vest as to (i) 1/4th of the Shares subject to this award on February 10, 2013 and (ii) 1/36th of the remaining Shares subject to this award on the 1st day of each month, commencing March 1, 2013.
- (2) This Option vests as to (i) 1/4th of the Shares subject to this Option on February 10, 2013 and (ii) 1/36th of the remaining Shares subject to this Option on the 1st day of each month, commencing on March 1, 2013.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

Edgar Filing: Black Archie C. - Form 4

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.