

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

<p>1. Name and Address of Reporting Person*</p> <p><u>Nelson Kimberly K.</u></p> <hr/> <p>(Last) (First) (Middle)</p> <p>333 SOUTH SEVENTH STREET SUITE 1000</p> <hr/> <p>(Street)</p> <p>MINNEAPOLIS MN 55402</p> <hr/> <p>(City) (State) (Zip)</p>	<p>2. Issuer Name and Ticker or Trading Symbol</p> <p><u>SPS COMMERCE INC [SPSC]</u></p> <hr/> <p>3. Date of Earliest Transaction (Month/Day/Year)</p> <p>02/15/2024</p> <hr/> <p>4. If Amendment, Date of Original Filed (Month/Day/Year)</p>	<p>5. Relationship of Reporting Person(s) to Issuer (Check all applicable)</p> <p>Director 10% Owner</p> <p><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)</p> <p>EVP & CFO</p> <hr/> <p>6. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p>Form filed by More than One Reporting Person</p>
<p>Rule 10b5-1(c) Transaction Indication</p> <p><input checked="" type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.</p>		

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)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/15/2024		A		11,481 ⁽¹⁾	A	\$0	158,715	D	
Common Stock	02/20/2024		s ⁽²⁾		2,376	D	\$186.5517 ⁽³⁾	156,339	D	
Common Stock	02/20/2024		s ⁽²⁾		820	D	\$187.3831 ⁽⁴⁾	155,519	D	
Common Stock	02/20/2024		s ⁽²⁾		1,400	D	\$188.2411 ⁽⁵⁾	154,119	D	
Common Stock	02/20/2024		s ⁽²⁾		601	D	\$189.1809 ⁽⁶⁾	153,518	D	
Common Stock								409.143	I	By 401(k) Plan

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

- RSU awards vest as to 25% of the units on February 15, 2025. The remaining units vest in a series of 36 successive equal monthly installments upon completion of each additional month of service (commencing on the March 15, 2025).
- Adoption date of referenced 10b5-1(c) plan is: 08/01/2023.
- Reflects the weighted average price of 2,376 shares of Common Stock of the Issuer sold by the reporting person in multiple transactions on February 20, 2024 with sales prices ranging from \$185.79 to \$186.71 per share. The reporting person undertakes to provide upon request by the U.S. Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased or sold at each separate price.
- Reflects the weighted average price of 820 shares of Common Stock of the Issuer sold by the reporting person in multiple transactions on February 20, 2024 with sales prices ranging from \$186.90 to \$187.82 per share. The reporting person undertakes to provide upon request by the U.S. Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased or sold at each separate price.
- Reflects the weighted average price of 1,400 shares of Common Stock of the Issuer sold by the reporting person in multiple transactions on February 20, 2024 with sales prices ranging from \$187.93 to \$188.50 per share. The reporting person undertakes to provide upon request by the U.S. Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased or sold at each separate price.
- Reflects the weighted average price of 601 shares of Common Stock of the Issuer sold by the reporting person in multiple transactions on February 20, 2024 with sales prices ranging from \$188.98 to \$189.49 per share. The reporting person undertakes to provide upon request by the U.S. Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased or sold at each separate price.

/s/ Jonathan R. Zimmerman,
attorney-in-fact for Kimberly 02/20/2024
K. Nelson

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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).

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

