

**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

| OMB APPROVAL                                 |           |
|--|-----------|
| OMB Number:                                  | 3235-0287 |
| Estimated average burden hours per response: | 0.5       |

|  |   |  |
|--|---|--|
| 1. Name and Address of Reporting Person *<br><u>Black Archie C.</u><br><br>(Last) (First) (Middle)<br>333 SOUTH SEVENTH STREET<br>SUITE 1000<br><br>(Street)<br>MINNEAPOLIS MN 55402<br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>SPS COMMERCE INC [ SPSC ]</u> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input checked="" type="checkbox"/> Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><b>President &amp; CEO</b> |
|  | 3. Date of Earliest Transaction (Month/Day/Year)<br>10/03/2011                  |  |
|  | 4. If Amendment, Date of Original Filed (Month/Day/Year)                        |  |

**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                    | 10/03/2011                           |  | M                              |   | 13,387  | A          | \$0.3745  | 13,387  | D  |   |
| Common Stock                    | 10/27/2011                           |  | S <sup>(1)</sup>               |   | 1,769   | D          | \$20.0002 | 11,618  | D  |   |
| Common Stock                    | 10/28/2011                           |  | M                              |   | 4,032   | A          | \$0.3745  | 15,650  | D  |   |
| Common Stock                    | 10/28/2011                           |  | M                              |   | 55,968  | A          | \$0.3745  | 71,618  | D  |   |
| Common Stock                    | 10/28/2011                           |  | S <sup>(1)</sup>               |   | 11,618  | D          | \$20      | 60,000  | D  |   |
| Common Stock                    | 10/28/2011                           |  | S <sup>(1)</sup>               |   | 60,000  | D          | \$20      | 0   | D  |   |
| Common Stock                    |                                      |  |                                |   |   |            |           | 100   | I  | By son - I  |
| Common Stock                    |                                      |  |                                |   |   |            |           | 100   | I  | By son - II   |
| Common Stock                    |                                      |  |                                |   |   |            |           | 100   | I  | By son - III  |
| Common Stock                    |                                      |  |                                |   |   |            |           | 100   | I  | By son - IV   |

**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 |   |  |  |   |  | Title |
| Employee Stock Option (right to buy)       | \$0.3745   | 10/03/2011                           |  | M                              |   |  | 13,387 | (2)  | 10/05/2011      | Common Stock  | 13,387                                     | \$0.00   | 0   | D  |       |
| Employee Stock Option (right to buy)       | \$0.3745   | 10/28/2011                           |  | M                              |   |  | 4,032  | (2)  | 06/30/2012      | Common Stock  | 4,032                                      | \$0.00   | 0   | D  |       |
| Employee Stock Option (right to buy)       | \$0.3745   | 10/28/2011                           |  | M                              |   |  | 55,968 | (2)  | 11/12/2013      | Common Stock  | 97,390                                     | \$0.00   | 41,422  | D  |       |

**Explanation of Responses:**

- The sales reported in this Form 4 were effected pursuant to a Rule 10b-5 trading plan adopted by the reporting person, as amended on June 15, 2011.
- Fully vested.

**Remarks:**

See attached footnotes page.

/s/ James R. DeBuse, attorney-  
in-fact 10/31/2011

\*\* 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.

**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 Number.**