

LKQ CORP  
Form 8-K  
February 10, 2006

**SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 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 9, 2006**

**LKQ CORPORATION**  
(Exact name of registrant as specified in its charter)

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

**000-50404**  
(Commission File  
Number)

**36-4215970**  
(IRS Employer  
Identification No.)

**120 North LaSalle Street, Suite 3300**  
**Chicago, IL 60602**  
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: **(312) 621-1950**

**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 (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 (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 3.02. Unregistered Sales of Equity Securities**

Upon reliance on the exemption provided by Section 4(2) of the Securities Act of 1933, we issued the following shares of our common stock upon exercises of outstanding fee warrants: 39,654 shares on December 9, 2005 for consideration of \$39,654; 1,604 shares on January 25, 2006 for consideration of \$1,604; 19,612 shares on February 8, 2006 for consideration of \$19,612; and 763,856 shares on February 9, 2006 for consideration of \$763,856. The numbers of shares issued pursuant to the exercise of warrants disclosed herein reflect the two-for-one split of our common stock that was paid on January 13, 2006.

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**SIGNATURE**

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.

**LKQ Corporation**

Date: February 10, 2006

By: /s/ VICTOR M. CASINI  
Victor M. Casini  
Vice President and General  
Counsel