

LKQ CORP  
Form 4  
December 09, 2010

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Hanley Walter P

(Last) (First) (Middle)

C/O LKQ CORPORATION, 120  
NORTH LASALLE STREET,  
SUITE 3300

(Street)

CHICAGO, IL 60602

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
LKQ CORP [lkqx]

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/07/2010

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Senior VP -- Development

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting Person

**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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	12/07/2010		M		60,000	A	\$ 4.49
Common Stock	12/07/2010		M		52,000	A	\$ 4.42
Common Stock	12/07/2010		S		11,130	D	\$ 22.4649
Common Stock	12/07/2010		S		100,870	D	\$ 22.4231
Common Stock	12/08/2010		M		8,000	A	\$ 4.42

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Common Stock	12/08/2010	M	62,000	A	\$ 4.165	132,000	D
Common Stock	12/08/2010	S	95,000	D	\$ 22.45 <u>(1)</u>	37,000	D

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

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(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 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 Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Employee Stock Option (right to buy)(01/09/2004 grant)	\$ 4.49	12/07/2010		M	60,000	01/10/2005 01/09/2014	Common Stock
Employee Stock Option (right to buy)(01/14/2005 grant)	\$ 4.42	12/07/2010		M	52,000	<u>(2)</u> 01/14/2015	Common Stock
Employee Stock Option (right to buy)(01/14/2005 grant)	\$ 4.42	12/08/2010		M	8,000	<u>(2)</u> 01/14/2015	Common Stock
Employee Stock Option (right to buy)(01/28/2005 grant)	\$ 4.165	12/08/2010		M	62,000	01/28/2005 01/28/2015	Common Stock

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Hanley Walter P  
C/O LKQ CORPORATION  
120 NORTH LASALLE STREET, SUITE 3300  
CHICAGO, IL 60602

Senior VP -- Development

## Signatures

/s/ Victor M. Casini,  
Attorney-in-fact

12/09/2010

\_\_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).  
The price reflects the weighted average sale price of the transactions reported. The price range of such transactions was \$22.4109 to  
(1) \$22.4673. The reporting person undertakes to provide upon the request by the Commission staff, the issuer, or a security holder of the issuer full information regarding the number of shares sold at each separate price.  
The option is exercisable with respect to 50% of the number of shares subject to the option on June 14, 2005 and with respect to an  
(2) additional 5.555% of the number of shares subject to the option on January 14, 2006 and each six-month anniversary thereafter until January 14, 2010.

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