

LKQ CORP  
Form 4  
May 10, 2012

**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 \*  
**CASINI VICTOR M**

(Last) (First) (Middle)

**C/O LKQ CORPORATION, 500  
WEST MADISON STREET, SUITE  
2800**

(Street)

**CHICAGO, IL 60661**

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
**05/08/2012**

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 and General Counsel**

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 Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	05/08/2012		M	18,545 A \$ 2.1875	100,378 <sup>(4)</sup>	D	
Common Stock	05/08/2012		S <sup>(1)</sup>	18,545 D \$ 35	81,833	D	
Common Stock	05/10/2012		M	31,455 A \$ 2.1875	113,288	D	
Common Stock	05/10/2012		S <sup>(1)</sup>	29,055 D \$ 35.0112 <sup>(2)</sup>	84,233	D	
					41,739 <sup>(5)</sup>	I	By Trust

Common  
Stock

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

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**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 Underlying Security (Instr. 3 and 4)
Employee Stock Option (right to buy)(01/14/2003 grant)	\$ 2.1875	05/08/2012		M	18,545	<sup>(3)</sup> 01/14/2013	Common Stock 1
Employee Stock Option (right to buy)(01/14/2003 grant)	\$ 2.1875	05/10/2012		M	31,455	<sup>(3)</sup> 01/14/2013	Common Stock 3

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director    10% Owner    Officer    Other

CASINI VICTOR M  
C/O LKQ CORPORATION  
500 WEST MADISON STREET, SUITE 2800  
CHICAGO, IL 60661

Senior VP and General Counsel

## Signatures

/s/ Victor M. Casini                      05/10/2012

\*\*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).

(1) The sales reported on this Form 4 were affected pursuant to a 10b5-1 plan.

The price reflects the weighted average sale price of the transactions reported. The price range of such transactions was \$35.01 to

(2) \$35.048. The reporting person undertakes to provide upon 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.

(3) The option is exercisable with respect to 10% of the number of shares subject to the option on each six-month anniversary of the grant date.

(4) Excludes 41,739 shares previously owned directly that were contributed to a grantor trust of which the reporting person is a co-trustee.

(5) These shares were previously held directly by the reporting person.

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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