

LKQ CORP
Form 4
May 09, 2014

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 *
ALLEN A CLINTON

(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 [LKQ]

3. Date of Earliest Transaction
(Month/Day/Year)
05/07/2014

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)

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 Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	01/13/2014		G			800	D	\$ 0	200,264	D	
Common Stock	05/07/2014		M			20,000	A	\$ 3.7962	220,264	D	
Common Stock	05/07/2014		S			20,000	D	\$ 28.6982 <u>(1)</u>	200,264	D	
Common Stock	05/08/2014		M			20,000	A	\$ 3.7962	220,264	D	
	05/08/2014		S			20,000	D		200,264	D	

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Common Stock					\$ 29.1724 (2)			
Common Stock	05/09/2014		M	20,000	A	\$ 3.7962	220,264	D
Common Stock	05/09/2014		S	20,000	D	\$ 28.7857 (3)	200,264	D
Common Stock	04/23/2014		G	1,000	D	\$ 0	54,300	I
Common Stock							8,000	I

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 Amount of Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Stock Option (right to buy)(10/03/2005 grant date)	\$ 3.7962	05/07/2014		M	20,000	(4)	10/03/2015	Common Stock
Stock Option (right to buy)(10/03/2005 grant date)	\$ 3.7962	05/08/2014		M	20,000	(4)	10/03/2015	Common Stock
Stock Option (right to buy)(10/03/2005 grant date)	\$ 3.7962	05/09/2014		M	20,000	(4)	10/03/2015	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ALLEN A CLINTON C/O LKQ CORPORATION 500 WEST MADISON STREET, SUITE 2800 CHICAGO, IL 60661	X			

Signatures

/s/ Victor M. Casini,

Attorney-in-fact

05/09/2014

__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 \$28.32 to \$28.96.

- (1) 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.

The price reflects the weighted average sale price of the transactions reported. The price range of such transactions was \$28.87 to \$29.61.

- (2) 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.

The price reflects the weighted average sale price of the transactions reported. The price range of such transactions was \$28.58 to \$29.11.

- (3) 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.

- (4) The option is exercisable with respect to one-third of the number of shares subject to the option on each six-month anniversary of the grant date.

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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