

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-01-15** | Period of Report: **2013-01-11**
SEC Accession No. [0001262862-13-000004](#)

([HTML Version](#) on [secdatabase.com](#))

REPORTING OWNER

Hanley Walter P

CIK: **1336113**

Type: **4** | Act: **34** | File No.: **000-50404** | Film No.: **13531371**

Mailing Address
C/O LKQ CORPORATION
120 NORTH LASALLE
STREET, SUITE 3300
CHICAGO IL 60602

ISSUER

LKQ CORP

CIK: **1065696** | IRS No.: **364215970** | State of Incorporation: **DE** | Fiscal Year End: **1231**
SIC: **5010** Motor vehicles & motor vehicle parts & supplies

Mailing Address
500 WEST MADISON
STREET
SUITE 2800
CHICAGO IL 60661

Business Address
500 WEST MADISON
STREET
SUITE 2800
CHICAGO IL 60661
312-621-1950

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: 02/28/2011
Estimated average burden hours per response 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person Hanley Walter P			2. Issuer Name and Ticker or Trading Symbol LKQ CORP [LKQ]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director _____ 10% Owner <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) Senior VP - Development	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/11/2013			
C/O LKQ CORPORATION, 500 WEST MADISON STREET, SUITE 2800			4. If Amendment, Date Original Filed(Month/Day/Year)		6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person ____ Form Filed by More than One Reporting Person	
(Street) CHICAGO, IL 60661						
(City)	(State)	(Zip)				

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	01/11/2013		S ⁽¹⁾		3,411	D	\$22.7211 ⁽³⁾	207,929 ⁽³⁾	D	
Common Stock	01/14/2013		S ⁽²⁾		5,589	D	\$22.3874 ⁽³⁾	202,340 ⁽³⁾	D	

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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date					

Explanation of Responses:

1. The sale reported on this Form 4 was affected pursuant to a 10b5-1 plan. The shares were sold to satisfy the tax withholding obligation upon the vesting of restricted stock.
2. The sale reported on this Form 4 was affected pursuant to a 10b5-1 plan. The shares were sold to satisfy the tax withholding obligation upon the vesting of restricted stock units.
3. The information regarding share numbers and prices per share reflects the two-for-one split of the common stock of LKQ Corporation paid on September 18, 2012.

Signatures

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

** Signature of Reporting Person

01/15/2013

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.