

LKQ CORP

Form 4

October 13, 2009

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
SPEARS MARK T

(Last) (First) (Middle)

**120 NORTH LASALLE
STREET, STE 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)

10/08/2009

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director _____ 10% Owner
____X____ Officer (give title _____ Other (specify
below) below)

Executive VP and CFO

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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	10/08/2009		M		28,882	A	\$ 3.75	328,882	D
Common Stock	10/08/2009		S ⁽¹⁾		2,298	D	\$ 19.5604	326,584	D
Common Stock	10/08/2009		S ⁽¹⁾		26,584	D	\$ 19.561	300,000	D
Common Stock	10/09/2009		M		41,118	A	\$ 3.75	341,118	D
Common Stock	10/09/2009		S ⁽¹⁾		34,340	D	\$ 19.5996	306,778	D

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Common Stock 10/09/2009 S⁽¹⁾ 6,778 D \$ 19.599 300,000 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 Amount of Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of
Employee Stock Option (right to buy)(01/12/2000 grant)	\$ 3.75	10/08/2009		M	28,882	<u>(2)</u> 01/12/2010	Common Stock 28,882
Employee Stock Option (right to buy)(01/12/2000 grant)	\$ 3.75	10/09/2009		M	41,118	<u>(2)</u> 01/12/2010	Common Stock 41,118

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
SPEARS MARK T 120 NORTH LASALLE STREET STE 3300 CHICAGO, IL 60602	Executive VP and CFO

Signatures

/s/ Victor M. Casini,
Attorney-in-fact 10/13/2009

____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 effected pursuant to a 10b5-1 plan.
- (2) 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.

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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