Clark Michael S. Form 5 February 13, 2012

OMB APPROVAL FORM 5 **OMB** UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number: Washington, D.C. 20549 Check this box if January 31, Expires: no longer subject 2005 to Section 16. Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL Form 4 or Form burden hours per 5 obligations OWNERSHIP OF SECURITIES response... 1.0 may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940 Form 4 Transactions Reported 1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer Clark Michael S. Symbol LKQ CORP [LKQX] (Check all applicable) 3. Statement for Issuer's Fiscal Year Ended (Last) (First) (Middle) (Month/Day/Year) Director 10% Owner X _ Officer (give title 12/31/2011 Other (specify below) below) C/O LKQ CORPORATION, 500 VP of Finance and Controller WEST MADISON STREET, SUITE 2800 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line) CHICAGO, ILÂ 60661 _X_ Form Filed by One Reporting Person Form Filed by More than One Reporting (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 5. Amount of 6. 1. Title of 2. Transaction Date 2A. Deemed 4. Securities Acquired (A) 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction or Disposed of (D) Securities Ownership Indirect (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial (Month/Day/Year) (Instr. 8) Owned at Direct (D) Ownership end of or Indirect (Instr. 4) Issuer's (I) Fiscal Year (Instr. 4) (A) (Instr. 3 and or 4) Amount (D) Price Common Â Â 07/14/2011 $S4^{(1)}$ 237 D $7,263 \stackrel{(2)}{=}$ D Stock 26,2299

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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Reminder: Report on a separate line for each class of

securities beneficially owned directly or indirectly.

SEC 2270

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	1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Title	e and	8. Price of
	Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration Da	ate	Amou	nt of	Derivative
	Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security
	(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)
		Derivative				Securities			(Instr.	3 and 4)	
		Security				Acquired					
						(A) or					
						Disposed					
						of (D)					
						(Instr. 3,					
						4, and 5)					
										A mannt	
										Amount	
							Date	Expiration		or	
							Exercisable	le Date		Number of	
						(A) (D)					
						(A) (D)				Shares	

Deletionship

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Reporting Owners

Reporting Owner Name / Address	Keiauonsnips						
• 0	Director	10% Owner	Officer	Other			
Clark Michael S. C/O LKQ CORPORATION 500 WEST MADISON STREET, SUITE 2800 CHICAGO Â II Â 60661	Â	Â	VP of Finance and Controller	Â			

Signatures

/s/ Victor M. Casini, Attorney-in-fact 02/13/2012

**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 sale reported on this Form 5 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.
- Due to a transaction by the Reporting Person after the end of the Issuer's fiscal year to which this Form 5 relates (which transaction was reported on a Form 4 on January 17, 2012), the amount of securities beneficially owned by the Reporting Person as of the date of this

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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