

**LKQ CORPORATION
CHARTER OF
INDUSTRY, REGULATORY AND CONSUMER AWARENESS COMMITTEE**

(adopted on November 1, 2010; amended on May, 5 2014; August 3, 2015; and August 7, 2017)

I. Purpose

The Industry, Regulatory and Consumer Awareness Committee is appointed by the Board of Directors of LKQ Corporation (the “Corporation”) to monitor and oversee the matters described in Section III below.

II. Composition

The Committee shall be composed of two or more Directors. Members of the Committee shall be nominated by the Governance/Nominating Committee and shall be elected by majority vote of the Board. Vacancies on the Committee shall be filled by majority vote of the Board.

III. Responsibilities

The Committee shall have the following duties and responsibilities:

- (a) To monitor and oversee legislative and regulatory issues in the United States and applicable foreign countries that have or could have a significant effect on the Corporation.
- (b) To monitor and oversee political fundraising and political contributions by the Corporation in the United States and applicable foreign countries.
- (c) To monitor and oversee the Corporation’s compliance with regulatory requirements.
- (d) To monitor and oversee the Corporation’s efforts to anticipate, respond to, and take advantage of, technological changes that may impact the Corporation’s industry, customers or suppliers.
- (e) The Committee shall also have such other duties and responsibilities as may be assigned to it in the future by the Board.

IV. Evaluation of the Committee

The Committee will periodically evaluate its performance under this charter. The Committee will address all matters that the Committee considers relevant to its performance, including the adequacy, quality and appropriateness of the information and recommendations presented by the Committee to the Board. The Committee will report to the Board the results of its evaluation, including any recommended amendments to this charter and any recommended changes to the Corporation’s or the Board’s policies and procedures.

V. Outside Advisors

The Committee may conduct or authorize investigations into or studies of matters within the

Committee's scope of responsibilities, and may engage, at the Corporation's expense, such independent counsel, and other advisors, as it determines necessary to carry out its responsibilities, without seeking full Board approval.

The Committee has sole authority to (i) retain and terminate a consultant or consultants to assist the Committee in carrying out its responsibilities and (ii) to approve any consultant's fees and other retention terms, which fees are to be borne by the Corporation.