

LKQ Corporation

Stock Ownership Guidelines

for

Executive Officers

Purpose

The Board of Directors (the “Board”) of LKQ Corporation (“LKQ”) believes that it is in the best interest of LKQ and its stockholders to further align the financial interests of the executive officers of LKQ with those of our stockholders. In addition, the Board believes that the investment community values stock ownership by executive officers and that stock ownership demonstrates a commitment and belief in the long-term profitability of LKQ.

Ownership Guidelines

Accordingly, the Board has determined that each “officer” (as defined in Rule 16a-1 of the Securities Exchange Act of 1934) of LKQ and any other officer of LKQ or its subsidiaries designated by the Board is expected to hold at least the number of shares of LKQ common stock with a market value equal to the multiple of base annual salary of such officer set forth below.

Officer Position	Multiple of Base Annual Salary
Chief Executive Officer	5X
Executive Vice President	3X
Senior Vice President	2X
Others	1X

Compliance Matters

Individuals who are subject to these stock ownership guidelines are expected to achieve the applicable ownership guideline within five years after first becoming subject to the guidelines.

Each year on April 1, the number of shares expected to be owned by each officer will be calculated based on the officer’s current annual base salary and the average of the closing sale price of LKQ common stock as reported on Nasdaq for the immediately preceding 20 trading days. In the event that the minimum ownership level is not attained by an officer, such officer must retain 50% of “Net Shares” until the minimum ownership level is attained. Net Shares means the shares of LKQ common stock received upon vesting, earn-out or exercise of any equity-based award of such officer less “Shares for Taxes.” Shares for Taxes means, regardless of whether the share withholding actually occurs, (a) the amount of taxes on income realized by the officer as a result of the vesting, earn-out or exercise (using an assumed aggregate tax rate of 40%), divided by (b) the closing price of LKQ common stock on the vesting, earn-out or exercise date.

There may be instances in which the stock ownership guidelines would place a severe hardship on a participant or prevent a participant from complying with a court order, such as a divorce settlement. In these instances, the participant must submit a request in writing to the Governance/Nominating Committee that summarizes the circumstances and describes the extent to which an exemption is being requested. The Governance/Nominating Committee will make the final decision as to whether an exemption will be granted. If such a request is granted in whole or part, the Governance/Nominating Committee will work with the participant to develop an alternative stock ownership plan that reflects both the intention of these stock ownership guidelines and the participant's individual circumstances.

Definition of Ownership

Stock ownership will include the number of shares of LKQ common stock that the participant owns in his or her name or in the name of an estate planning entity of which the participant is a beneficiary or that are owned by a member of the immediate family of the participant sharing the household of the participant.

Restricted stock and restricted stock units count toward satisfaction of these stock ownership guidelines. Shares of stock that a participant has the right to acquire through the exercise of stock options (whether or not vested) do not count toward satisfaction of these stock ownership guidelines.

Shares of stock pledged as collateral for a loan shall not count toward the satisfaction of these stock ownership guidelines.

Administration

The Compensation Committee of the Board shall be responsible for interpreting and monitoring the application of these stock ownership guidelines.

(Last amended March 4, 2019)