

LKQ CORP
Form 8-K
May 10, 2018

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

Current Report
Pursuant to Section 13 or 15(d) of
The Securities Exchange Act of 1934
Date of Report (Date of earliest event reported): May 7, 2018

LKQ CORPORATION
(Exact name of registrant as specified in its charter)

| | | |
|--|-----------------------------|------------------------------------|
| Delaware | 000-50404 | 36-4215970 (IRS |
| (State or other jurisdiction of incorporation or organization) | (Commission File Number) | Employer Identification No.) |
| 500 West Madison Street, Suite 2800 Chicago, IL | | 60661 |
| (Address of principal executive offices) | | (Zip Code) |
| Registrant's telephone number, including area code: (312) 621-1950 | | |
| N/A | | |
| (Former name or former address, if changed since last report) | | |

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the Registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the Registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.07 Submission of Matters to a Vote of Security Holders.

The 2018 Annual Meeting of Stockholders of LKQ Corporation was held on May 7, 2018. The final results on each of the matters submitted to a vote of the security holders were as follows:

¹ The election of nine directors to terms ending in 2019. The nominees for directors were elected based on the following votes:

| Nominee | Votes For | Votes Against | Abstentions | Broker Non-Votes |
|-------------------------|-------------|---------------|-------------|------------------|
| Sukhpal Singh Ahluwalia | 231,516,871 | 16,490,989 | 128,802 | 16,191,083 |
| A. Clinton Allen | 202,938,936 | 45,072,586 | 125,140 | 16,191,083 |
| Robert M. Hanser | 246,232,761 | 1,622,961 | 280,940 | 16,191,083 |
| Joseph M. Holsten | 232,271,698 | 15,739,502 | 125,462 | 16,191,083 |
| Blythe J. McGarvie | 242,626,914 | 5,230,167 | 279,581 | 16,191,083 |
| John F. O'Brien | 209,044,396 | 38,967,450 | 124,816 | 16,191,083 |
| Guhan Subramanian | 224,540,624 | 23,263,195 | 332,843 | 16,191,083 |
| William M. Webster, IV | 240,961,995 | 7,038,414 | 136,253 | 16,191,083 |
| Dominick Zarcone | 241,871,418 | 6,139,347 | 125,897 | 16,191,083 |

² The ratification of the appointment of Deloitte & Touche LLP as our independent registered public accounting firm for fiscal year 2018. The appointment of Deloitte & Touche LLP was ratified pursuant to the following votes:

Votes For: 259,285,421
 Votes Against: 4,930,339
 Abstentions: 111,985

³ An advisory vote on the compensation of our named executive officers. The compensation of our named executive officers was approved pursuant the following votes:

Votes For: 239,012,367
 Votes Against: 8,874,360
 Abstentions: 249,935
 Broker Non-Votes: 16,191,083

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: May 10, 2018

LKQ CORPORATION

By: /s/ Victor M. Casini

Victor M. Casini

Senior Vice President and General Counsel