FORM 4

obligations may continue. See Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

## OMB APPROVAL 3235-0287 OMB Number: Estimated average burden hours per response:

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* FOSTER JONATHAN F						2. Issuer Name and Ticker or Trading Symbol LEAR CORP [ LEA ]									(Ch	5. Relationshi (Check all app X Direct		cable)	g Pers	son(s) to Iss 10% O	
(Last) (First) (Middle) 21557 TELEGRAPH ROAD						3. Date of Earliest Transaction (Month/Day/Year) 05/16/2020											ficer low)	(give title		Other ( below)	specify
(Street) SOUTHFIELD MI 48033 (City) (State) (Zip)							4. If Amendment, Date of Original Filed (Month/Day/Year)									i. Individual or Joint/Group Filing (Check Applicable ine)  X Form filed by One Reporting Person Form filed by More than One Reporting Person					
			le I - No			_			<del>-</del>		isp					_					
Da					th/Day/Year) i		2A. Deemed Execution Date, if any (Month/Day/Year)		, TI C	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 5)		(A) or 3, 4 and	Sed Bei Ow	5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
									С	ode V		Amount	(A) or (D)		Price	Tra	Transaction(s) (Instr. 3 and 4)				(111501.4)
Common Stock 05/16						/2020				М		1,182	2 A \$		\$0.00	(1)	9,626			D	
		Т	able II -							,	•	sed of onverti	•		,	Own	ed				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deem Execution if any (Month/Da	Date,	4. Transa Code ( 8)				Expi	ate Exerc ration Da nth/Day/Y	ate		7. Title and Amount of Securities Underlying Derivative Seci (Instr. 3 and 4)			8. Pric Deriva Securi (Instr.	ive ty	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				c	Code	v	(A)	(D)	Date Exer	: cisable		xpiration ate	Title	o N	Amount or Number of Shares						
Restricted Stock	(2)	05/16/2020			M			1,182		(1)		(1)	Comm		1,182	\$0.0	0	0		D	

## **Explanation of Responses:**

- 1. The restricted stock units vested and settled in common stock on May 16, 2020.
- 2. Each restricted stock unit is convertible into a share of common stock on a 1-for-1 basis.

## Remarks:

/s/ Karen Crittenden, as 05/18/2020 Attorney-in-Fact

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- \* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.