FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	DC	20549
vvasiliigton,	D.C.	20343

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

П	027	• • • • •
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	hours per response:	0.5

5. Relationship of Reporting Person(s) to Issuer

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person

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

2. Issuer Name and Ticker or Trading Symbol

BURGESS SI	<u>LE</u>	<u>AR CORP</u> [LI	EA J			X	Director Officer (give title	10% (Owner (specify			
(Last) 21557 TELEGRA	(First) APH ROAD		ate of Earliest Transa 09/2015	ction (M	lonth/	Day/Year)	^	below) below) VP Treas & Chief Diversity Off				
(Street) SOUTHFIELD (City)	MI (State)	4. If .	4. If Amendment, Date of Original Filed (Month/Day/Year)						Individual or Joint/Group Filing (Check Applicable ine) X Form filed by One Reporting Person Form filed by More than One Reporting Person			
	,	Table I - No	n-Derivative	Securities Acq	uired	, Dis	posed of,	or Ben	eficially	Owned		
Date		2. Transaction Date (Month/Day/Year	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Disposed Of			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)	
					Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(11150.4)
Common Stock			02/09/2015		M		2,358	A	\$0.00(1)	5,922	D	
Common Stock			02/09/2015		F ⁽²⁾		766	D	\$107.09	5,156	D	

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

F⁽²⁾

11,815

4,440

D

\$0.00

\$107.09

16,971

12.531

D

D

	(e.g., puts, cans, warrants, options, convertible securities)														
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Restricted Stock Units	(1)	02/09/2015		M			2,358	(1)	(1)	Common Stock	2,358	\$0.00	0	D	
Restricted Stock Units	(4)	02/09/2015		A		1,487		(5)	(5)	Common Stock	1,487	\$0.00	1,487	D	

Explanation of Responses:

Common Stock

Common Stock

- 1. Each restricted stock unit is convertible into a share of common stock on a 1-for-1 basis. The restricted stock units vested and settled in common stock on February 9, 2015.
- $2. \ Shares \ withheld \ by \ the \ Company \ to \ satisfy \ minimum \ tax \ withholding \ requirements$
- 3. Settlement of non-derivative performance shares for the three-year performance period ending December 31, 2014, granted under the 2009 Lear Corporation Long-Term Stock Incentive Plan and exempt from liability under Section 16(b) of the Securities Exchange Act pursuant to Rule 16b-3(d).
- 4. Converts into common stock on a 1-for-1 basis.
- 5. The Compensation Committee certified on February 9, 2015 that Company achieved the 2014 net income performance goal for the restricted stock unit awards granted in 2014 under the Lear Corporation 2009 Long-Term Stock Incentive Plan. These restricted stock units remain subject to a time-vesting requirement and are scheduled to vest and settle in common stock on February 6, 2017.

Remarks:

/s/ Karen Crittenden, as Attorney-in-Fact

02/11/2015

** Signature of Reporting Person

Date

 $\label{lem:Reminder:Report on a separate line for each class of securities beneficially owned directly or indirectly.$

- * 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).

02/09/2015

02/09/2015

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.