FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549

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OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

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

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 [*] <u>Murawski James L</u>				2. Issuer Name and Ticker or Trading Symbol LEAR CORP [LEA]											k all appli Directo	cable) or	g Per	son(s) to Iss 10% Ov	ner	
(Last) 21557 TI	st) (First) (Middle) 557 TELEGRAPH ROAD					3. Date of Earliest Transaction (Month/Day/Year) 02/07/2016										below)	Officer (give title below) VP, Corporate Co		Other (s below) oller & CA	`
(Street) SOUTHI (City)			48033 (Zip)		4. If Amendment, Date of Original Filed (N							h/Day	y/Year)		Individual or Joint/Group Filing (Check Appli Line) X Form filed by One Reporting Person Form filed by More than One Reportin Person					n
		Tab	le I - No	n-Deriva	ative	Sec	uriti	es Ac	quire	, Di	spose	d of	, or Be	nefic	ially	Owned	t			
Date		Date	Transaction te onth/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		Code	Transaction Code (Instr.		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)			4 and Securit Benefic Owned		es ially Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership		
								Code	v	Amou	ınt	(A) or (D)	r _{Prie}	ce	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)	
Common Stock 02/07/				2016		М		2,037		A	\$0	.00(1)	3,	,368		D				
Common Stock 02/07/				/2016		F ⁽²⁾		666		D	\$9	8.59	9 2,702		D					
		Т	able II -	Derivat (e.g., pı												wned				
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, T	I. Fransac Code (Ir B)		n of E		Expirati	6. Date Exercisa Expiration Date (Month/Day/Yea		/ S U	7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)		D S (li	3. Price of Derivative Security Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Co	Code	v	(A)	(D)	Date Exercisa		Expiration Date		Title	Amou or Numb of Share	er					
Restricted Stock	(1)	02/07/2016			M			2,037	(1)		(1)	(Common Stock	2,03	7	\$0.00	0		D	

Explanation of Responses:

- 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 7, 2016.
- 2. Shares withheld by the Company to satisfy minimum tax withholding requirements.

Remarks:

/s/ Karen Crittenden, as 02/09/2016 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.