FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

l	OMB APPRO	VAL
	OMB Number:	3235-0287
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l	hours per response:	0.5

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

							()				1)										
1. Name and Address of Reporting Person* SCOTT RAYMOND E					2. Issuer Name and Ticker or Trading Symbol LEAR CORP [LEA]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
SCULL RAYMOND E															X Dire		ctor	1)% O	wner	
(Last) (First) (Middle)						3. Date of Earliest Transaction (Month/Day/Year) 02/05/2020									X	below)		Other (specify below)			
21557 TELEGRAPH ROAD					02/	02/03/2020									President and CEO						
(Street)						4. If Amendment, Date of Original Filed (Month/Day/Year)										6. Individual or Joint/Group Filing (Check Applicable Line)					
SOUTHE	TIELD M	1 .	48033												X Form filed by One Reporting Person					on	
(City)	(S	tate)	(Zip)														orm filed by More than One Reporting erson				
		Tab	le I - No	n-Deriv	ative	Se	curitie	s Ac	quired,	Dis	posed o	f, or	Bene	eficia	ally C)wne	ed				
1. Title of Security (Instr. 3) 2. Transac Date (Month/Date)					Executi ay/Year) if any		Deemed ecution Date, ny onth/Day/Year)		Transaction Disposed Code (Instr. 5)		rities Acquired (A) ed Of (D) (Instr. 3, 4			4 and Sec Ber Ow		ount of ities icially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership		
									Code	v	Amount	unt (A) o		Price	. 11	Reported Transaction(s (Instr. 3 and 4				(Instr. 4)	
Common Stock 02/05/						2020			A ⁽¹⁾		11,579)	A	\$ <mark>0</mark> .	00	41,093		D			
Common Stock 02/05/2						2020					5,049		D	\$126.9		36,044		D			
		Ta									sed of, onvertib				y Ow	ned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Da if any (Month/Day/Y	n Date,	Code (Ins				6. Date Exercisable an Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		str. 3			9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Owners Form: Direct (or India (I) (Inst	D) ect	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	or	ount nber res							

Explanation of Responses:

- 1. Settlement of non-derivative performance shares for the three-year performance period ending December 31, 2019, 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).
- 2. Shares withheld by the Company to satisfy tax withholding requirements.

Remarks:

/s/ Karen Crittenden, as Attorney-in-Fact 02/07/2020

** 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.