FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

or Section 30(h) of the Investment Company Act of 1940

STATEMENT	OF CHANGES IN	I BENEFICIAL	OWNERSHIP

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

1. Name and Address of Reporting Person* Orsini Frank C					2. Issuer Name and Ticker or Trading Symbol LEAR CORP [LEA]										ionship of Reportin all applicable) Director		10%	Owner	
						3. Date of Earliest Transaction (Month/Day/Year) 02/05/2020									X	belov	,	ident, Seatin	<i>'</i>
(Street) SOUTHE		MI State)	48033 (Zip)		4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)							Individue) Name	dual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person					
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
1. Title of Security (Instr. 3) 2. Transac Date (Month/Da					Execution Date,		3. Transaction Code (Instr. 8) 4. Securities Acquired Disposed Of (D) (Instr. 5)				nd :	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	ount (A) or (D)		Price	- 1	Transaction(s) (Instr. 3 and 4)			(11311.4)
Common Stock 02/05/2					5/2020	2020		A ⁽¹⁾		9,472		Α	\$0.	0.00		5,297	D		
Common Stock 02/05/2				5/2020	2020		F ⁽²⁾		4,130		D	\$12	6.9	31,167		D			
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																		
1. Title of Derivative Security (Instr. 3)	2. Conversic or Exercis Price of Derivative Security	se (Month/Day/Year)	Execution (ear) if any		4. Transaction Code (Instr. 8)		n of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		str. 3	8. Pric Deriva Secur (Instr.	vative drity S	9. Number of derivative Securities Beneficially Owned Following Reported Transaction((Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	Amo or Nun of Sha						

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 02/07/2020 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.