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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**SCHEDULE 14A**

**Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934**

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Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only** (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

**Lear Corporation**

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box): Payment of Filing Fee (Check the appropriate box):

- No fee required.
  - Fee paid previously with preliminary materials.
  - Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11.
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# Your **Vote** Counts!

**LEAR CORPORATION**

2023 Annual Meeting  
Vote by May 17, 2023  
11:59 PM ET

LEAR CORPORATION  
ATTN: INVESTOR RELATIONS  
21557 TELEGRAPH ROAD  
SOUTHFIELD, MI 48033



V05140-P87531

## You invested in LEAR CORPORATION and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy material for the stockholder meeting to be held on May 18, 2023.**

### Get informed before you vote

View the Notice and Proxy Statement and Annual Report on Form 10-K online OR you can receive a free paper or email copy of the material(s) by requesting prior to May 4, 2023. If you would like to request a copy of the material(s) for this and/or future stockholder meetings, you may (1) visit [www.ProxyVote.com](http://www.ProxyVote.com), (2) call 1-800-579-1639 or (3) send an email to [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com). If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit [www.ProxyVote.com](http://www.ProxyVote.com)

Control #

#### Smartphone users

Point your camera here and  
vote without entering a  
control number



#### Vote Virtually at the Meeting\*

May 18, 2023  
9:00 AM ET

Virtually at:  
[www.virtualshareholdermeeting.com/LEA2023](http://www.virtualshareholdermeeting.com/LEA2023)

\*Please check the meeting materials for any special requirements for meeting attendance.

## THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming stockholder meeting. Please follow the instructions on the reverse side to vote these important matters.

Voting Items	Board Recommends
1. Election of Directors <b>Nominees:</b>	
1a. Mei-Wei Cheng	✔ For
1b. Jonathan F. Foster	✔ For
1c. Bradley M. Halverson	✔ For
1d. Mary Lou Jepsen	✔ For
1e. Roger A. Krone	✔ For
1f. Patricia L. Lewis	✔ For
1g. Kathleen A. Ligocki	✔ For
1h. Conrad L. Mallett, Jr.	✔ For
1i. Raymond E. Scott	✔ For
1j. Gregory C. Smith	✔ For
2. Ratification of the retention of Ernst & Young LLP as Lear Corporation's (the "Company") independent registered public accounting firm for 2023.	✔ For
3. Approve, in a non-binding advisory vote, the Company's executive compensation.	✔ For
4. Approve, in a non-binding advisory vote, the frequency of the advisory vote on the Company's executive compensation.	🗳️ One Year
5. Approve the amendment and restatement of the Company's 2019 Long-Term Stock Incentive Plan.	✔ For

**NOTE:** Such other business as may properly come before the meeting or any adjournment thereof.

Prefer to receive an email instead? While voting on [www.ProxyVote.com](http://www.ProxyVote.com), be sure to click "Sign up for E-delivery".