

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

OMB Number: 3235-0104  
Estimated average burden  
hours per response: 0.5Filed 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>Brackenburg James M</u>  (Last) (First) (Middle) <u>21557 TELEGRAPH ROAD</u>  (Street) <u>SOUTHFIELD MI 48034</u>  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>05/11/2006</u>	3. Issuer Name and Ticker or Trading Symbol <u>LEAR CORP [ LEA ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Pres, N.A. Seating Operations</u>	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person  Form filed by More than One Reporting Person

## Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<u>Common Stock</u>	<u>2,136</u>	<u>D</u>	
<u>Common Stock</u>	<u>1,116.6129</u>	<u>I</u>	<u>in 401k account</u>

## Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<u>Restricted Stock Units</u>	<u>(1)</u>	<u>(1)</u>	<u>Common Stock</u>	<u>1,015.23</u>	<u>(2)</u>	<u>D</u>	
<u>Restricted Stock Units</u>	<u>(3)</u>	<u>(3)</u>	<u>Common Stock</u>	<u>1,798.1</u>	<u>(2)</u>	<u>D</u>	
<u>Restricted Stock Units</u>	<u>(4)</u>	<u>(4)</u>	<u>Common Stock</u>	<u>1,728.47</u>	<u>(2)</u>	<u>D</u>	
<u>Restricted Stock Units</u>	<u>(5)</u>	<u>(5)</u>	<u>Common Stock</u>	<u>8,640</u>	<u>(2)</u>	<u>D</u>	
<u>Restricted Stock Units</u>	<u>(6)</u>	<u>(6)</u>	<u>Common Stock</u>	<u>9,500</u>	<u>(2)</u>	<u>D</u>	
<u>Restricted Stock Units</u>	<u>(7)</u>	<u>(7)</u>	<u>Common Stock</u>	<u>4,500</u>	<u>(2)</u>	<u>D</u>	
<u>Stock Appreciation Rights</u>	<u>(8)</u>	<u>11/10/2012</u>	<u>Common Stock</u>	<u>40,500</u>	<u>27.74</u>	<u>D</u>	
<u>Options (Right to Buy)</u>	<u>05/12/2001</u>	<u>05/12/2008</u>	<u>Common Stock</u>	<u>2,000</u>	<u>54.22</u>	<u>D</u>	
<u>Options (Right to Buy)</u>	<u>06/14/2005</u>	<u>06/14/2012</u>	<u>Common Stock</u>	<u>10,000</u>	<u>41.83</u>	<u>D</u>	

## Explanation of Responses:

1. The restricted stock units were accrued on March 15, 2004 under the Lear Corporation Management Stock Purchase Plan pursuant to a deferred compensation election. Generally, units settle approximately three years from the date of grant; however, a participant may elect to defer settlement of units beyond three years. Mr. Brackenburg has not, as of the date of this filing, elected to defer settlement of his 2004 units beyond 2007.

2. 1-for-1

3. The restricted stock units were accrued on March 15, 2005 under the Lear Corporation Management Stock Purchase Plan pursuant to a deferred compensation election. Generally, units settle approximately three years from the date of grant; however, a participant may elect to defer settlement of units beyond three years. Mr. Brackenburg has not, as of the date of this filing, elected to defer settlement of his 2005 units beyond 2008.

4. The restricted stock units were accrued on March 15, 2006 under the Lear Corporation Management Stock Purchase Plan pursuant to a deferred compensation election. Generally, units settle approximately three years from the date of grant; however, a participant may elect to defer settlement of units beyond three years. Mr. Brackenburg has not, as of the date of this filing, elected to defer settlement of his 2006 units beyond 2009.

5. The restricted stock units were granted on November 13, 2003 under the Lear Corporation Long-Term Stock Incentive Plan. One-half of the units vest and settle three years from the date of grant, and one-half of the units vest and settle five years from the date of grant.

6. The restricted stock units were granted on November 11, 2004 under the Lear Corporation Long-Term Stock Incentive Plan. One-half of the units vest and settle three years from the date of grant, and one-half of the units vest and settle five years from the date of grant.

7. The restricted stock units were granted on November 10, 2005 under the Lear Corporation Long-Term Stock Incentive Plan. One-half of the units vest and settle two years from the date of grant, and one-half of the units vest and settle four years from the date of grant.

8. The Stock Appreciation Rights (SARs) were granted on November 10, 2005 under the Long-Term Stock Incentive Plan and have a term of 7 years from the date of grant. One-third of the SARs vest on each of the first three anniversaries of the grant date.

## Remarks:

/s/ Karen Rosbury, as attorney-in-fact 05/19/2006

\*\* 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 5 (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.**

POWER OF ATTORNEY

Know all men by these presents, that the undersigned hereby constitutes and appoints each of Daniel A. Ninivaggi, Daniel G. Gordon, Laurie M. Harlow, Karen Rosbury, Bruce A. Toth, Elizabeth A. Nemeth, Erik B. Lundgren, Maria C. Guiao and Mary Mooney signing singly, the undersigned's true and lawful attorney-in-fact to:

1. execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Lear Corporation (the "Company"), (i) Forms 3, 4, 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended, and the rules thereunder, and (ii) Forms 144 in accordance with the Securities Act of 1933, as amended, and the rules thereunder;
2. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, 5 or Form 144 and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
3. take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934 or Rule 144 of the Securities Act of 1933.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, 5 and Form 144 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 11th day of May, 2006.

State of Michigan)  
County of Wayne)

\_\_\_\_\_/s/\_\_\_\_\_  
James M. Brackenbury

Subscribed and sworn to before me this 11th day of May, 2006.

\_\_\_\_\_/s/\_\_\_\_\_  
Karen M. Rosbury, Notary Public  
Commission Expires: 04/15/2012