

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM S-8
REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933

LEAR CORPORATION
(exact name of registrant as specified in its charter)

Delaware
(State of other jurisdiction of
incorporation or organization)

13-3386776
(I.R.S. Employer
Identification No.)

21557 Telegraph Road
Southfield, Michigan
(Address of principal executive offices)

48086-50085
(zip code)

LEAR CORPORATION HOURLY RETIREMENT SAVINGS PLAN
(f/k/a Lear Corporation Non-Bargaining Hourly Retirement Savings Plan and the
Lear Corporation Bargaining Hourly Umbrella Retirement Savings Plan)
(Full Title of the Plan)

JOSEPH F. MCCARTHY
VICE PRESIDENT, SECRETARY AND GENERAL COUNSEL
LEAR CORPORATION
21557 TELEGRAPH ROAD
SOUTHFIELD, MICHIGAN 48034
(Name and address of agent for service)
(248) 447-1500
(Telephone number, including area code, of agent for service)

CALCULATION OF REGISTRATION FEE

TITLE OF SECURITIES TO BE REGISTERED (1)	AMOUNT TO BE REGISTERED (1)	PROPOSED MAXIMUM OFFERING PRICE PER SHARE (2)	PROPOSED MAXIMUM OFFERING PRICE (2)	AMOUNT OF REGISTRATION FEE
Common Stock, \$.01 par value	300,000 shares	\$ 35.4375	\$ 10,631,250	\$ 2,806.65

- (1) Pursuant to Rule 416(c) under the Securities Act of 1933, this registration statement also covers an indeterminate amount of interests to be offered or sold pursuant to the Lear Corporation Hourly Retirement Savings Plan.
- (2) Pursuant to Rule 416(a) under the Securities Act of 1933, this registration statement shall be deemed to cover any additional shares of common stock, par value \$.01 per share, which may be offered pursuant to the Lear Corporation Hourly Retirement Savings Plan as a result of stock splits, stock dividends and certain other events.
- (3) Estimated solely for the purposes of calculating the registration fee pursuant to Rule 457(h) under the Securities Act of 1933 on the basis of the average high and low prices reported for shares on the New Stock Exchange Composite Tape on January 13, 2000, which was \$35.4375.

EXPLANATORY NOTE

Pursuant to General Instruction E of Form S-8, this registration statement registers an additional 300,000 shares of common stock, par value \$.01, of Lear Corporation that may be awarded under the Lear Corporation Hourly Retirement Savings Plan (f/k/a the Lear Corporation Non-Bargaining Hourly Retirement Savings Plan and the Lear Corporation Bargaining Hourly Retirement Savings Plan). Registration Statement No. 333-16415, as filed on November 19, 1996, registered 200,000 shares of common stock to be issued under two plans: (1) the Lear Corporation Non-Bargaining Hourly Retirement Savings Plan and (2) the Lear Corporation Bargaining Hourly Retirement Savings Plan. Effective as of January 1, 2000, the two plans originally listed on Registration Statement No. 333-16415 were merged to form the Lear Corporation Hourly Retirement Savings Plan. With this Registration Statement, Lear Corporation registers an additional 300,000 shares of additional common stock to be issued under the Lear Corporation Hourly Retirement Savings Plan.

PART II

INFORMATION REQUIRED IN THIS REGISTRATION STATEMENT

The content of the Registration Statement on Form S-8 as filed on November 19, 1996, Registration Statement No. 333-16415 is hereby incorporated by reference into this registration statement.

Item 8. Exhibits

Exhibit Number	Description
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23.1	Consent of Arthur Andersen LLP
23.2	Consent of PricewaterhouseCoopers LLP
23.3	Consent of Deloitte and Touche LLP
24.1	Powers of Attorney (included on the signature page hereof)

SIGNATURES

Pursuant to the requirements of the Securities Act, Lear Corporation certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Southfield, Michigan, on the 14th day of January, 2000.

LEAR CORPORATION

By: /s/ Kenneth L. Way

Kenneth L. Way,
Chairman of the Board and
Chief Executive Officer

KNOW BY THESE PRESENTS, that each person whose signature appears below constitutes and appoints Kenneth L. Way, James H. Vandenberghe and Joseph F. McCarthy, and each of them (with full power to each of them to act alone), his true and lawful attorney-in-fact and agent, with full power of substitution and resubstitution, for him and in his name, place and stead, in any and all capacities, to sign any or all exhibits hereto and other documents in connection therewith, with the Securities and Exchange Commission, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each and every act and thing requisite and necessary to be done in and about the premises, as fully to all intents and purposes as he might or could do in person, hereby ratifying and confirming all said attorneys-in-fact and agents, or any of them, or their substitutes, may lawfully do or cause to be done by virtue hereof.

Pursuant to the requirements of the Securities Act, this registration statement has been signed by the following persons in the capacities and on the dates indicated.

SIGNATURE -----	TITLE -----	DATE ----
/s/ Kenneth L. Way ----- Kenneth L. Way	Chairman of the Board and Chief Executive Officer (principal executive officer)	January 14, 2000
/s/ Robert E. Rossiter ----- Robert E. Rossiter	Director, President and Chief Operating Officer	January 14, 2000
/s/ James H. Vandenberghe ----- James H. Vandenberghe	Director and Vice Chairman of the Board	January 14, 2000
/s/ Donald J. Stebbins ----- Donald J. Stebbins	Senior Vice President and Chief Financial Officer (principal financial and accounting officer)	January 14, 2000
/s/ David Bing ----- David Bing	Director	January 14, 2000
/s/ Irma B. Elder ----- Irma B. Elder	Director	January 14, 2000
/s/ Larry W. McCurdy ----- Larry W. McCurdy	Director	January 14, 2000
/s/ Roy E. Parrott ----- Roy E. Parrott	Director	January 14, 2000
/s/ Robert W. Shower ----- Robert W. Shower	Director	January 14, 2000
/s/ David P. Spalding ----- David P. Spalding	Director	January 14, 2000
/s/ James A. Stern ----- James A. Stern	Director	January 14, 2000

Pursuant to the requirements of the Securities Act of 1933, as amended, the undersigned has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Southfield, Michigan on January 14, 2000.

LEAR CORPORATION HOURLY RETIREMENT
SAVINGS PLAN

By: Lear Corporation, as Plan Administrator

By: /s/ Michael Miller

Name: Michael Miller
Title: Secretary, Employee Benefits Committee

EXHIBIT INDEX

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CONSENT OF INDEPENDENT PUBLIC ACCOUNTANTS

As independent public accountants, we hereby consent to the incorporation by reference in this registration statement of our report dated January 29, 1999 (except with respect to the matter discussed in Note 17, as to which the date is March 16, 1999) included in Lear Corporation's Form 10-K for the year ended December 31, 1998, and to all references to our firm included in this registration statement.

/s/ Arthur Andersen LLP

Detroit, Michigan
January 14, 2000.

CONSENT OF INDEPENDENT ACCOUNTANTS

We hereby consent to the incorporation by reference in this Registration Statement on Form S-8 of Lear Corporation of our report dated March 31, 1999 relating to the financial statements of UT Automotive, Inc. (formerly a wholly-owned operating segment of United Technologies Corporation), appearing in Lear Corporation's Current Report on Form 8-K dated May 4, 1999.

/s/ PricewaterhouseCoopers LLP

Detroit, Michigan
January 14, 2000

INDEPENDENT AUDITORS' CONSENT

We consent to the incorporation by reference in this Registration Statement on Form S-8 of Lear Corporation of our report dated August 21, 1998 on financial statements of the Seating Business, formerly of the Delphi Interior Systems Division of Delphi Automotive Systems Corporation, appearing in the Current Report of Lear Corporation on Form 8-K/A dated September 1, 1998, and filed with the Securities and Exchange Commission on November 17, 1998.

/s/ Deloitte & Touche LLP

Detroit, Michigan
January 14, 2000