

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 20, 2021

LEAR CORPORATION

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of incorporation)

1-11311
(Commission File Number)

13-3386776
(IRS Employer Identification Number)

21557 Telegraph Road, Southfield, MI 48033
(Address of principal executive office)

(248) 447-1500
(Registrant's telephone number, including area code)

N/A
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of Each Class	Trading Symbol(s)	Name of Each Exchange on Which Registered
Common stock, par value \$0.01	LEA	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter)

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act

Section 5 - Corporate Governance and Management

Item 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.

On May 20, 2021, Lear Corporation (the “Company”) held its annual meeting of stockholders (the “Annual Meeting”). As previously disclosed in the proxy statement related to the Annual Meeting, Thomas P. Capo did not stand for re-election to the Company’s Board of Directors (the “Board”) at the Annual Meeting. In connection with Mr. Capo’s retirement, the Board appointed Kathleen A. Ligocki as the Chairperson of the Compensation Committee of the Board at the Board meeting immediately following the Annual Meeting.

Item 5.07. Submission of Matters to a Vote of Security Holders.

Set forth below are the final voting results for each of the proposals submitted to a vote of the stockholders at the Annual Meeting:

	Shares Voted For	Shares Voted Against	Abstentions	Broker Non-Votes
Election of directors				
Mei-Wei Cheng	53,402,942	360,755	21,073	1,031,631
Jonathan F. Foster	52,090,810	1,673,267	20,693	1,031,631
Bradley M. Halverson	53,721,927	41,722	21,121	1,031,631
Mary Lou Jepsen	53,105,922	658,400	20,448	1,031,631
Roger A. Krone	53,697,236	66,442	21,092	1,031,631
Patricia L. Lewis	53,569,646	191,947	23,177	1,031,631
Kathleen A. Ligocki	52,485,858	1,278,579	20,333	1,031,631
Conrad L. Mallett, Jr.	52,609,198	1,155,025	20,547	1,031,631
Raymond E. Scott	53,522,974	241,752	20,044	1,031,631
Gregory C. Smith	52,772,427	991,640	20,703	1,031,631
Ratification of appointment of independent registered public accounting firm	53,907,877	889,188	19,336	N/A
Advisory approval of Lear Corporation’s executive compensation	52,162,389	1,399,577	222,804	1,031,631

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Lear Corporation

Date: May 20, 2021

By:	/s/ Jason M. Cardew
Name:	Jason M. Cardew
Title:	Senior Vice President and Chief Financial Officer