FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Vashington,	D.C.	20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL								
OMB Number:	3235-0287							
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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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*  SCOTT RAYMOND E					2. Issuer Name and Ticker or Trading Symbol  LEAR CORP [ LEA ]								neck all applica Director	or		n(s) to Issue 10% Ow Other (s	vner	
(Last) 21557 T	(F ELEGRAP	First) H ROAD	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 03/15/2006							below) `	Officer (give title below) Sr VP&Pres-NA Seatin			·		
(Street) SOUTHFIELD MI 48034					4. If Amendment, Date of Original Filed (Month/Day/Year)							6. I Lin	e) X Form file					
(City)	(5	State)	(Zip)											Form filed by More than One Reporting Person				
			able I - Non-					<del>' '</del>	Dis		<u> </u>							
			2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		Code (Ins		4. Securiti Disposed	ies Acquire Of (D) (Ins		Beneficial Owned Fo	ly	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership		
									v	Amount	(A) o (D)	Price		Transaction(s) (Instr. 3 and 4)			(Instr. 4)	
Common	mmon Stock			03/15/2	5/2007		M <sup>(1)</sup>		5,615	A	\$36.7	76 9,6	667		D			
Common	Stock			03/15/2	2007			F		1,646	D	\$36.7	76 8,0	8,021		D		
Common Stock											1,0	1,009		I I	in 401k account			
			Table II - D							osed of, onvertib			Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	se (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable a Expiration Date (Month/Day/Year)		e	7. Title and Amo of Securities Underlying Deri Security (Instr. : 4)			9. Number of derivative Securities Beneficially Owned Following Reported Transaction(	ve es ally ng d	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
				Code	V (A)	(D)	Date Exercisa		Expiration Date	Title	Amount Number Shares	ount or (Instr. 4)		(Cin(3)				
Restricted Stock Units	(2)	03/15/2007		M <sup>(1)</sup>			5,615	03/15/20	007	03/15/2007	Common Stock	5,615	(3)	0		D		
Restricted	(2)	03/15/2007		Δ		7 5/18 77		(4)		(4)	Common	7 548 7	77 (5)	7 5/18	77	n		

## **Explanation of Responses:**

- 1. Settlement of Restricted Stock Units which were granted in 2004 under the Lear Corporation Management Stock Purchase Plan pursuant to a deferred compensation election.
- 2. Converts into common stock on a 1-for-1 basis
- $3.\ 1157.36\ units\ were\ credited\ at\ a\ price\ of\ \$49.25\ per\ unit\ and\ 4457.88\ units\ were\ credited\ at\ a\ price\ of\ \$43.09\ per\ unit\ and\ 4457.88\ units\ were\ credited\ at\ a\ price\ of\ \$43.09\ per\ unit\ and\ 4457.88\ units\ were\ credited\ at\ a\ price\ of\ \$43.09\ per\ unit\ and\ 4457.88\ units\ were\ credited\ at\ a\ price\ of\ \$43.09\ per\ unit\ and\ 4457.88\ units\ were\ credited\ at\ a\ price\ of\ \$43.09\ per\ unit\ and\ 4457.88\ units\ were\ credited\ at\ a\ price\ of\ \$43.09\ per\ unit\ and\ 4457.88\ units\ were\ credited\ at\ a\ price\ of\ \$43.09\ per\ unit\ and\ 4457.88\ units\ were\ credited\ at\ a\ price\ of\ \$43.09\ per\ unit\ and\ 4457.88\ units\ were\ credited\ at\ a\ price\ of\ \$43.09\ per\ unit\ and\ 4457.88\ units\ were\ credited\ at\ a\ price\ of\ \$43.09\ per\ unit\ and\ a\ price\ of\ \$43.09\ per\ unit\ and\ a\ price\ a\ price\ and\ a\ price\ a\$
- 4. The restricted stock units were accrued 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. Scott has not, as of the date of this filing, elected to defer settlement of his 2007 units beyond 2010.
- 5. 3163.22 units were credited at a price of \$23.71 per unit and 4385.55 units were credited at a price of \$20.75 per unit

## Remarks:

/s/ Karen Rosbury, as attorney-

03/19/2007

\*\* 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.