\square

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See |
|---------------------------------------------------------------------------------------------------------|
| Instruction 1(b). |
| |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL OMB Number 2225 0207

| OND NUMBER. | 3233-0201 |
|------------------------|-----------|
| Estimated average burd | en |
| hours per response: | 0.5 |
| | |

| 1. Name and Address of Reporting Person [*] Simoncini Matthew | | son* | 2. Issuer Name and Ticker or Trading Symbol <u>LEAR CORP</u> [LEA] | (Check | tionship of Reporting Perso all applicable) Director Officer (give title | on(s) to Issuer 10% Owner Other (specify |
|---------------------------------------------------------------------------|---------------------|----------|--------------------------------------------------------------------------------|------------------------|---------------------------------------------------------------------------------------|------------------------------------------------|
| (Last) 21557 TELEGR | (First) APH ROAD | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 11/12/2008 | X | below) Sr. VP & CF | below) |
| (Street) SOUTHFIELD | MI | 48033 | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) X | idual or Joint/Group Filing (Form filed by One Repor Form filed by More than (| ting Person |
| (City) | (State) | (Zip) | tive Securities Acquired Disposed of or Benefi | cially (| Person | |

Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned ie i

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | Transaction Code (Instr. | | | | | Securities Beneficially | (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership |
|---------------------------------|--------------------------------------------|-------------------------------------------------------------|-----------------------------|---|--------|---------------|--------|------------------------------------|-----------------------------------|-----------------------------------------------------|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) |
| Common Stock | 11/12/2008 | | Р | | 15,000 | Α | \$1.57 | 20,344 | D | |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transa Code (8) | | of Expiration D | | 6. Date Exercisable and Expiration Date // (Month/Day/Year) U | | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | Ownership Form: Direct (D) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|-----------------------------------------------------|-----------------------------------------------------------------------|--------------------------------------------|-------------------------------------------------------------|------------------------------|---|-----------------|-----|---------------------------------------------------------------------|--------------------|-------|-----------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------|----------------------------------|--------------------------------------------------------------------|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |

Explanation of Responses:

Remarks:

/s/ Karen M. Rosbury, as attorney-in-fact

11/12/2008

** 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.