



LEAR[®]
CORPORATION

*Second-Quarter Results and
Full-Year 2006 Financial Guidance*

July 28, 2006

▶▶ *advance relentlessly*

fast forward



Agenda

- ▶▶ Financial Review
 - *Jim Vandenberghe, Vice Chairman and CFO*
- ▶▶ Operating Review
 - *Doug DelGrosso, President and COO*
- ▶▶ Summary and Outlook
 - *Bob Rossiter, Chairman and CEO*
- ▶▶ Q and A Session

Financial Review

Second Quarter 2006 Highlights



- ▶▶ Second-quarter financial results showed year-over-year improvement; full year earnings guidance unchanged*
- ▶▶ Signed definitive agreement to contribute European Interiors business to JV with WL Ross & Co. LLC in return for a 34% stake (subject to adjustment); Lear will record a loss on sale of about \$40 million when transaction closes; expected in Third Quarter*
- ▶▶ Received recognition for excellence in quality and service from several major customers and industry sources
- ▶▶ Continued to win new business with Asian manufacturers

Operating Results Are Improving And We Are Making Progress On Strategic Initiatives*

Second Quarter 2006 Industry Environment



| | <u>Second Quarter 2006</u> | <u>Second Quarter 2006 vs. 2005</u> |
|--|--------------------------------|---|
| <u>North America Production</u> | | |
| Industry | 4.1 mil | Down 1% |
| Big Three | 2.9 mil | Down 1% |
| Lear's Top 15 Platforms | 1.4 mil | Down 2% |
| <u>Europe Production</u> | | |
| Industry | 5.0 mil | Down 4% |
| Lear's Top 5 Customers | 2.5 mil | Down 2% |
| Euro | \$1.25 / Euro | 1% Weaker |
| <u>Key Commodities</u> | | |
| Steel (Hot Rolled) | Up 6% | Up 5% |
| Resins (Polypropylene) | Up 6% | Up 20% |
| Copper | Up 35% | Up 107% |
| Crude Oil | Up 11% | Up 30% |

Second Quarter 2006 Financial Summary*



(in millions, except net income per share)

| | <i>Second Quarter 2006</i> | <i>Second Quarter 2005</i> | <i>2Q '06 B/(W) 2Q '05</i> |
|--|--------------------------------|--------------------------------|--------------------------------|
| Net Sales | \$4,810.2 | \$4,419.3 | \$390.9 |
| Income Before Interest, Other Expense and Income Taxes* | \$110.3 | \$30.0 | \$80.3 |
| Margin | 2.3% | 0.7% | 1.6 pts. |
| Pretax Income (Loss) | \$31.5 | (\$50.4) | \$81.9 |
| Net Loss | (\$6.4) | (\$44.4) | \$38.0 |
| Net Loss Per Share | (\$0.10) | (\$0.66) | \$0.56 |
| SG&A % of Net Sales | 3.6% | 4.3% | 0.7 pts. |
| Interest Expense | \$53.2 | \$48.2 | (\$5.0) |
| Depreciation / Amortization | \$103.5 | \$95.7 | (\$7.8) |
| Other Expense, Net | \$25.6 | \$32.2 | \$6.6 |

* Please see slides titled "Use of Non-GAAP Financial Information" at the end of this presentation for further information.

Second Quarter 2006 Restructuring and Special Items



| (in millions) | Second Quarter | | Memo: | | |
|--|--|-----------------------------|----------------------------------|-----------------|-----------------------|
| | <i>Income Before Interest, Other Expense and Income Taxes*</i> | <i>Pretax Income (Loss)</i> | <i>Income Statement Category</i> | | |
| | | | <u>COGS</u> | <u>SG&A</u> | <u>Other (Income)</u> |
| 2006 Reported Results | \$ 110.3 | \$ 31.5 | | | |
| <i>Reported results include the following items:</i> | | | | | |
| Costs for Global Restructuring Actions | \$ 18.9 | \$ 14.9 | \$ 14.1 | \$ 4.8 | \$ (4.0) |
| Asset Impairment for N.A. Interiors Business | 7.2 | 7.2 | 7.2 | - | - |
| Goodwill Impairment in Interior Segment** | 2.9 | 2.9 | - | 2.9 | - |
| Gain on Prior Sale of Interest in Receptec JV | - | (1.0) | - | - | (1.0) |
| 2006 Core Operating Results | \$ 139.3 | \$ 55.5 | | | |
| 2005 Core Operating Results | \$ 87.1 | \$ 29.1 | | | |

* Please see slides titled "Use of Non-GAAP Financial Information" at the end of this presentation for further information.

** Reflects \$21 million settlement of tax indemnity claim related to the Company's 1999 acquisition of UT Automotive, a portion of which was attributable to goodwill in the Interior segment.

Second Quarter 2006

Net Sales Changes and Margin Impact Versus Prior Year

| Performance Factor | Net Sales Change <i>(millions)</i> | Margin Impact | Comments |
|---|--|------------------|---|
| Industry Production / Platform Mix / Net Pricing | \$ (280) | Negative | Primarily unfavorable platform mix, reflecting lower pickup truck and mid-size SUV production. |
| Global New Business | 645 | Positive | 2005 launches ramping up: DTS / Lucerne, Impala / Monte Carlo, Fusion / Milan / Zephyr, Ram, Sonata, Punto |
| F/X Translation | 25 | Neutral | Euro down 1%, Canadian dollar up 11% |
| Commodity / Raw Material | | Negative | Unfavorable year over year increases-- steel up 5%, polypropylene up 20%, copper up 107% and crude oil up 30% |
| Performance | | Positive | Reflects operating improvements in core businesses, including benefits from restructuring actions |

Second Quarter 2006 Segment Results



| | 2Q '06 | 2Q '05 | Comments |
|----------------------------------|------------|------------|--|
| Seating | | | |
| Net Sales | \$ 3,096.1 | \$ 2,879.9 | <ul style="list-style-type: none"> ■ Strong new business globally ■ Improved Asian profitability ■ Net cost improvements |
| Segment Earnings* | \$ 171.5 | \$ 48.5 | |
| <i>% of Sales</i> | 5.5 % | 1.7 % | |
| <i>Adjusted % of Sales**</i> | 5.7 % | 3.2 % | |
| Electronic and Electrical | | | |
| Net Sales | \$ 787.7 | \$ 772.4 | <ul style="list-style-type: none"> ■ Higher commodity costs ■ Competitive price pressure ■ Transition to low-cost locations |
| Segment Earnings* | \$ 38.0 | \$ 52.2 | |
| <i>% of Sales</i> | 4.8 % | 6.8 % | |
| <i>Adjusted % of Sales**</i> | 6.4 % | 8.1 % | |
| Interior | | | |
| Net Sales | \$ 926.4 | \$ 767.0 | <ul style="list-style-type: none"> ■ Insufficient pricing ■ High raw material costs ■ Inefficiencies related to major launches & capacity utilization |
| Segment Earnings* | \$ (37.2) | \$ (17.8) | |
| <i>% of Sales</i> | (4.0) % | (2.3) % | |
| <i>Adjusted % of Sales**</i> | (2.7) % | (1.9) % | |

* Segment earnings represent income (loss) before interest, other (income) expense and income taxes. Income before interest, other expense and income taxes for the Company was \$110.3 million and \$30.0 million for the second quarter of 2006 and 2005, respectively.

** Adjusted % of sales excludes restructuring and other costs of \$28.5 million (Seating - \$3.6, Electronic and Electrical - \$12.8, Interior - \$12.1) in second quarter 2006 and \$56.3 million (Seating - \$42.9, Electronic and Electrical - \$10.2, Interior - \$3.2) in second quarter 2005.

Second Quarter 2006

Free Cash Flow*

(in millions)

| | Second Quarter 2006 |
|-----------------------------|--------------------------------|
| Net Loss | \$ (6.4) |
| Depreciation / Amortization | 103.5 |
| Working Capital / Other | (4.2) |
| Cash from Operations | \$ 92.9 |
| Capital Expenditures | (92.1) |
| Free Cash Flow | \$ 0.8 |

* Free Cash Flow represents net cash provided by operating activities (\$74.8 million for the three months ended 7/1/06) before net change in sold accounts receivable (\$18.1 million for the three months ended 7/1/06) less capital expenditures. Please see slides titled "Use of Non-GAAP Financial Information" at the end of this presentation for further information.

2006 Guidance Key Assumptions*



| | <u>2006 Guidance</u> | <u>2006 vs. 2005</u> |
|--|----------------------|----------------------|
| <u>North America Production</u> | | |
| Industry | ≈ 15.7 mil | down slightly |
| Lear's Top 15 Platforms | ≈ 5.0 mil | down about 5% |
| Lear Launches | high | down from 2005 peak |
| <u>Europe Production</u> | | |
| Industry | ≈ 19.0 mil | about flat |
| Lear's Top 5 Customers | ≈ 9.5 mil | about flat |
| Lear Launches | moderate | about the same |
| Euro | \$1.25 / Euro | no change |

* Please see slide titled "Forward-Looking Statements" at the end of this presentation for further information.

2006 Guidance

Key Factors Impacting Our Second Half Outlook

- ▶▶ North American production turns less favorable:
 - Industry forecast to be down 3%
(vs. 2% increase in first half)
 - Lear's top 15 platforms expected to be down 7%
(vs. 2% decline in first half)
- ▶▶ European production environment unchanged
- ▶▶ Raw material & energy prices stabilize
- ▶▶ Launch-related cost impact turns favorable
- ▶▶ Restructuring actions yield increasing net benefits

2006 Guidance

Key Financial Projections*



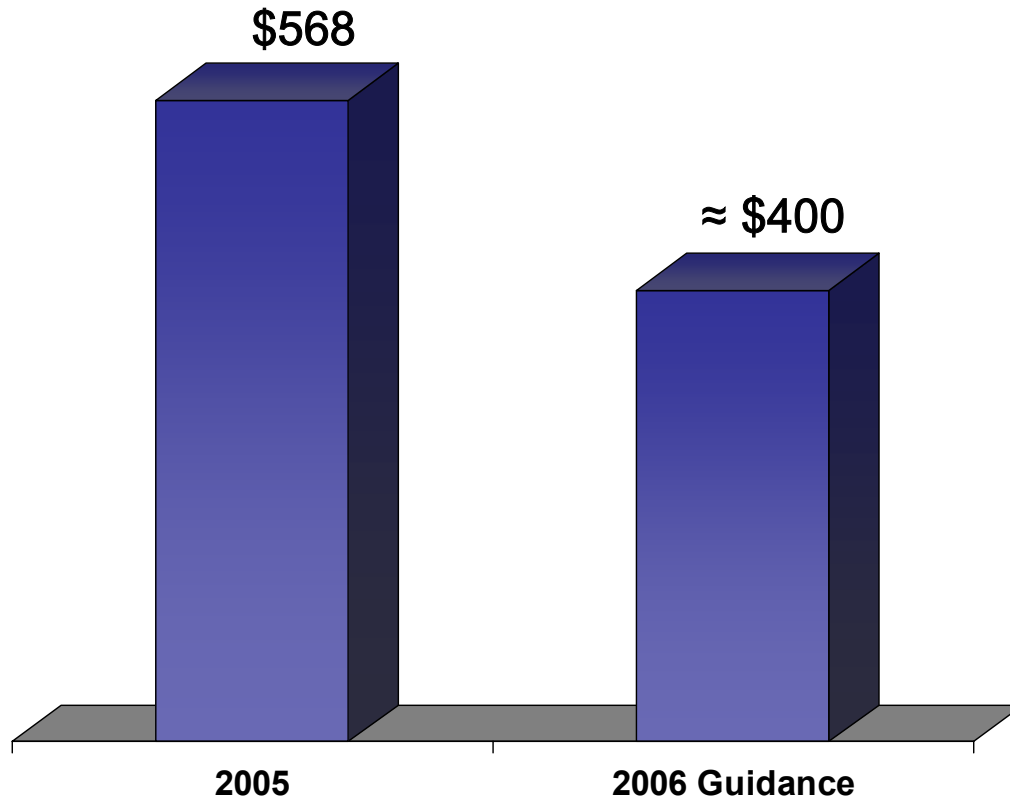
| <u>(in millions)</u> | <u>2005</u> | <u>2006 Guidance</u> |
|---|-------------|----------------------|
| Net Sales | \$17,089 | ≈ \$18,000 |
| <u>Core Operating Earnings</u> | \$325 | \$400 - 440 |
| Income before interest, other expense, income taxes, impairments, restructuring costs and other special items | | |
| Interest Expense | \$183 | \$220 - 230 |
| <u>Pretax Income</u> | \$97 | \$120 - 160 |
| before impairments, restructuring costs and other special items | | |
| Cash Taxes | \$113 | \$80 - 100 |
| Pretax Restructuring Costs | \$103 | \$120 - 150 |

***Major Change Is \$300 Million Increase In Net Sales,
Reflecting Primarily Revised Euro Assumption***

* Pretax loss for 2005 was \$1,187 million. Please see slides titled "Use of Non-GAAP Financial Information" and "Forward-Looking Statements" at the end of this presentation for further information.

2006 Guidance Capital Spending Forecast*

(in millions)



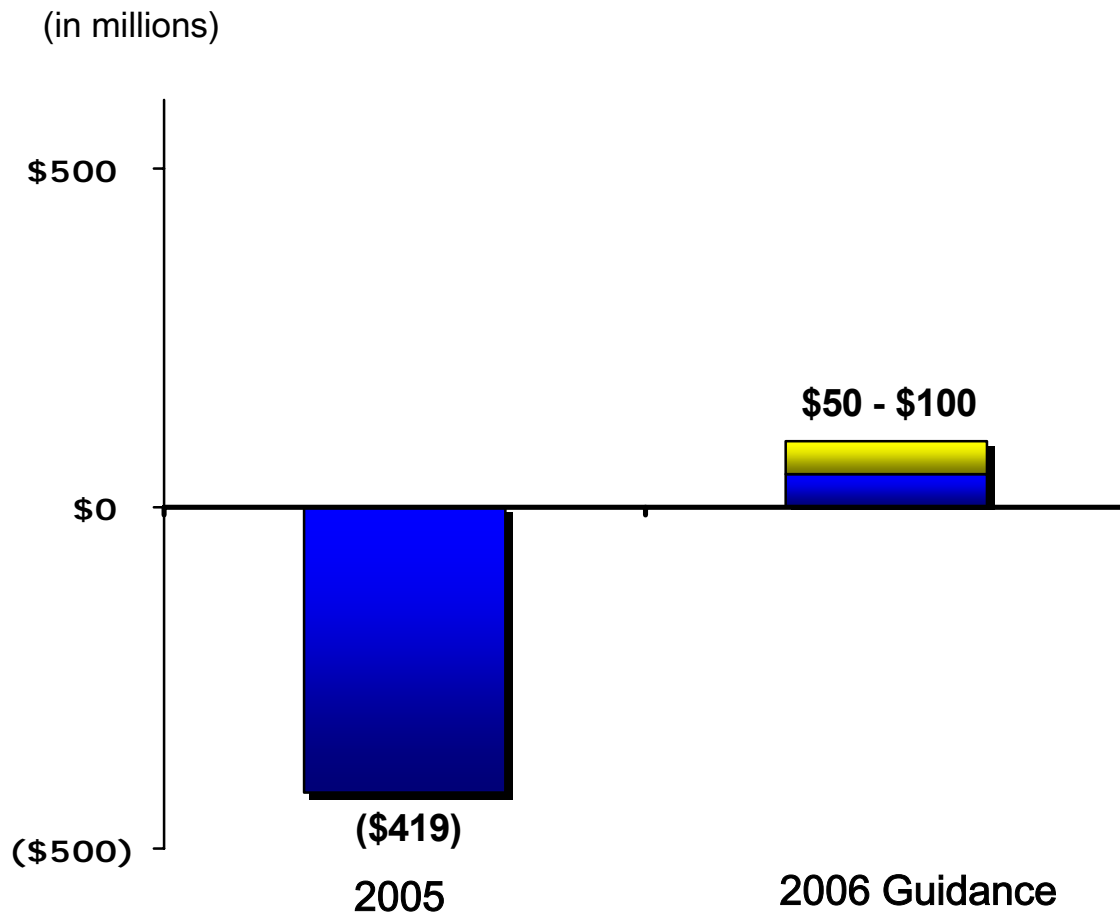
- Capital Spending Impacts:**
- ▶▶ More moderate launch schedule in 2006
 - ▶▶ Spending for common architecture strategy, such as Lear Flexible Seating, largely in place
 - ▶▶ Low-cost country spending moderates

| <u>Memo:</u> | |
|-------------------------------|----------------|
| Depreciation and Amortization | |
| 2005 | \$ 393 |
| 2006 Guidance | \$410 to \$420 |

Capital Spending Level Should Trend Lower On An Ongoing Basis

* Please see slide titled "Forward-Looking Statements" at the end of this presentation for further information.

2006 Guidance Free Cash Flow Forecast*



Cash Flow Drivers:

- ▶▶ Higher earnings
- ▶▶ Lower capital spending
- ▶▶ Reduced tooling and engineering
- ▶▶ Improved net working capital

* Net cash provided by operating activities for 2005 was \$561 million. Please see slides titled "Use of Non-GAAP Financial Information" and "Forward-Looking Statements" at the end of this presentation for further information.

2006 Guidance

Strategy For Interior Segment*



- ▶▶ Signed Definitive Agreement to Contribute Substantially all of Lear's European Interior Business to International Automotive Components Group, LLC in Return for a 34% Stake:
 - Creates a large [20 manufacturing facilities in 9 countries, with \$1.2 billion in annual sales] and well capitalized enterprise
 - Solid platform for improving ongoing operating efficiency and financial performance
 - Expected to close in the Third Quarter

- ▶▶ Working Aggressively to Restructure Operations and Put in Place a New Business Model for Lear's North American Interior Business:
 - Cash flow expected to be neutral in Second Half
 - Continuing to evaluate strategic alternatives

Making Solid Progress On Restructuring And Strategically Repositioning Interiors Business

Operating Review

Operating Priorities

Customer Focus

- ▶▶ Superior Quality and Service

Competitiveness / Operational Excellence

- ▶▶ Global Restructuring Actions
- ▶▶ Competitive Global Footprint
- ▶▶ Efficient Launch Execution

Sales Growth and Customer Diversification

- ▶▶ Innovation and Technology
- ▶▶ New Asian Business

Operating Priorities

Maintain Quality and Customer Service Momentum

Customer

- ▶▶ General Motors--Supplier of the Year for Seating Systems (Global)
- ▶▶ Ford Motor Company--Special Recognition for Customer Service (Global)
--Special Recognition for Design Engagement (Europe)
- ▶▶ Toyota--Superior Logistics Performance (Argentina)
- ▶▶ Mazda--Value Engineering Award for Number of Ideas Submitted (Japan)
- ▶▶ Volkswagen--Excellence in Quality and Product Development (Mexico)
--Best Quality and Among Top Three in Cost Reduction (Brazil)

Industry

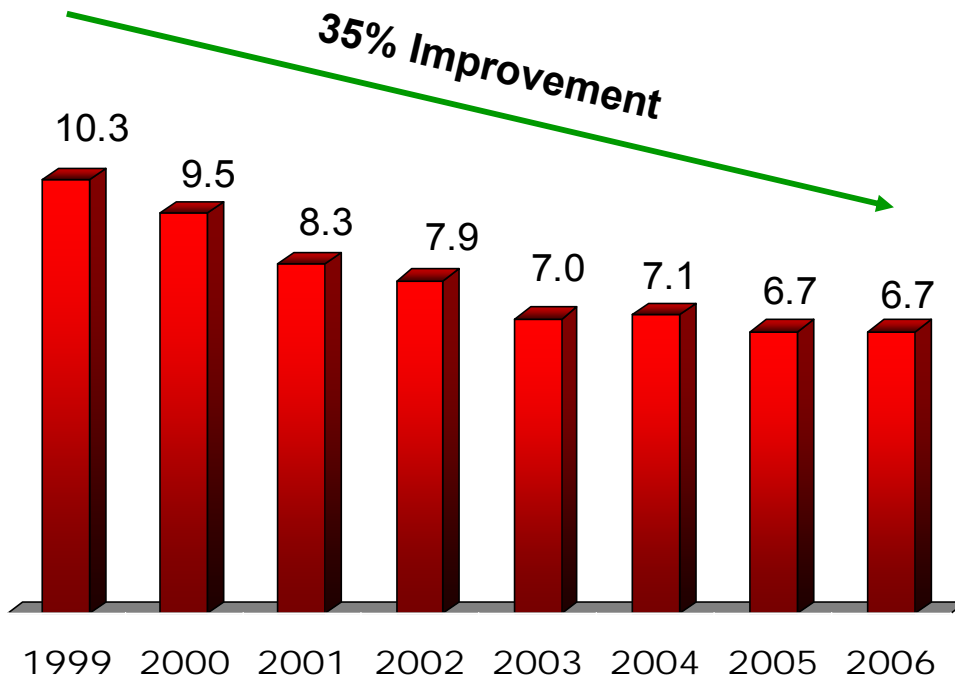
- ▶▶ Auto Interiors Show--Lear Content on all Six 'Interior of the Year' Winning Vehicles (United States)
- ▶▶ Industry Week Magazine--Lear's Liberty, Missouri plant among Finalists for Best Plant Award (North America)
- ▶▶ DLC Design--4.7 Rating (out of 5) for Lear Audio System in the BMW 530i (2006 SAE World Congress)

Operating Priorities

Continue to be a Leader in Seat Quality

Things Gone Wrong (TGW)

per 100 vehicles



Lear's 2006 J.D. Power Results

- ▶▶ Same Excellent Performance in TGW
- ▶▶ 35% improvement since 1999
- ▶▶ Lear leads in 2 out of 5 Major Vehicle Segments for Best Quality Seats:
 - Best Light Truck Seat Quality-- Ford F-150
 - Best European Seat Quality-- Saab 9-3 Sedan

Source: 2006 J.D. Power Seat Quality Report

Highest Quality Major Seat Manufacturer In U.S.

Operating Priorities Implement Restructuring Actions*



2006 Cost and Cash Impact

Cumulative Actions

| (in millions) | <u>Pretax Cost</u> | <u>Cash</u> |
|----------------|------------------------|-----------------------|
| First Quarter | \$ 25 | \$ 25 |
| Second Quarter | 15 | 17 |
| First Half | \$ 40 | \$ 42 |
| Second Half | \$ ≈ 80 - 110 | \$ ≈ 80 - 110 |
| Total | <u>\$ ≈ 120 - 150</u> | <u>\$ ≈ 125 - 155</u> |

- ▶▶ Announced closure of nine manufacturing facilities and several administrative offices
- ▶▶ Targeting closure of five to seven additional manufacturing facilities
- ▶▶ Implementing census reductions and other efficiency actions

***Objectives Are To Eliminate Excess Capacity,
Streamline Organizational Structure
And Accelerate Manufacturing Footprint Actions***

* Please see slide titled "Forward-Looking Statements" at the end of this presentation for further information.

Operating Priorities

Competitive Global Footprint

Legend for Product Examples
 Wire Harness.....WH
 Trim Cover.....TC
 Interior Trim.....IT

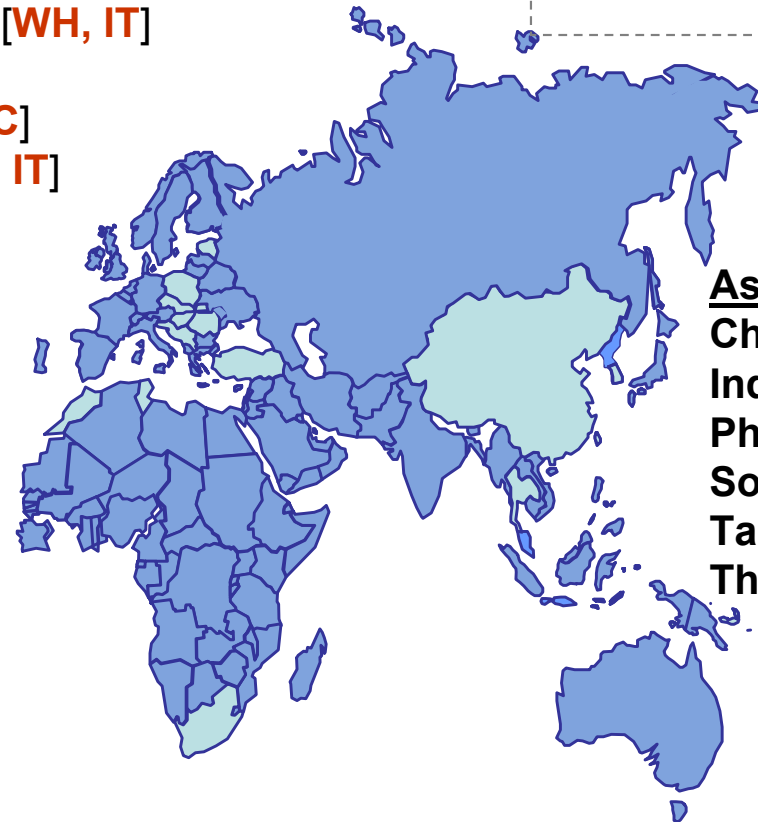


Central America
 Mexico [WH, TC, IT]
 Honduras [WH]

South America
 Argentina [WH, IT]
 Brazil [TC, IT]
 Venezuela

Eastern Europe
 Czech Republic [WH, IT]
 Estonia
 Hungary [WH, TC]
 Poland [WH, TC, IT]
 Romania [WH]
 Russia
 Slovakia [IT]
 Slovenia
 Turkey [WH, TC]

Africa
 Morocco [WH]
 S. Africa [WH]
 Tunisia [WH]



Asia
 China [WH, TC, IT]
 India [IT]
 Philippines [WH]
 South Korea [TC]
 Taiwan
 Thailand [TC]

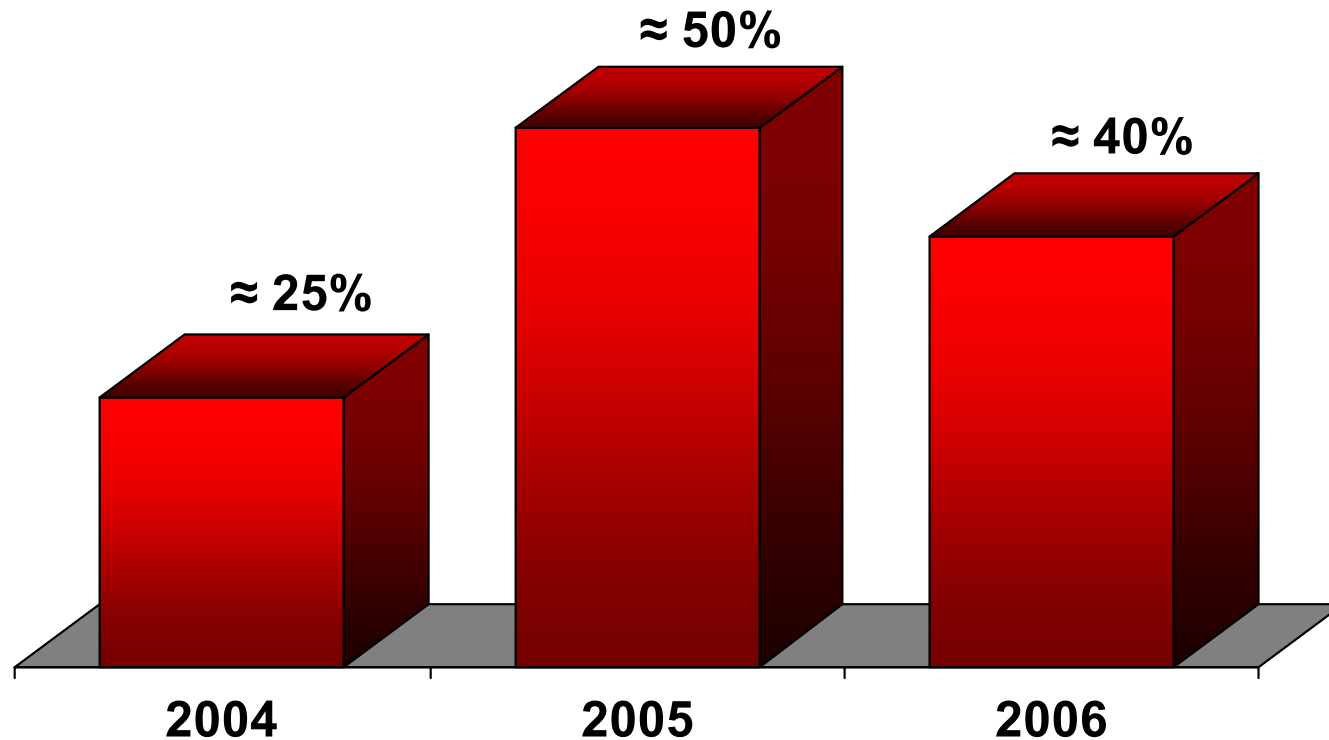
Today, About 30% Of Lear's Components Come From 23 Low-Cost Countries; Target Is 40% By 2010*

* Please see slide titled "Forward-Looking Statements" at the end of this presentation for further information.

Operating Priorities

Efficiently Manage Product Launch Schedule

% of North American Sales on Platforms Undergoing Changeover to New Models



Global Launch Activity Peaked In 2005, As Half Of Our North American Sales Were Undergoing Changeover

Operating Priorities Driving Innovation and Technology



Launched New Core
Dimension Product Strategy
and Advertising Campaign

**MOST PEOPLE SEE
THE WORLD IN 3D.
WE SEE IT IN 7D.**

At Lear, our vision couldn't be clearer. That's because we focus on our No. 1 priority: our automotive customers. Continuously improving our product strategies to better meet your needs — and the needs of the people who drive your vehicles — we've shifted our perspective and are taking a seven-dimensional view of product and technological innovation. We've identified seven core dimensions where Lear's expertise in seating, electrical distribution systems, electronics and other interior products can make a difference to drivers — and influence their purchase decisions. We're focusing on: **Safety, Comfort & Convenience, Environmental, Craftsmanship, Commonization, Infotainment and Flexibility.** You'll like the way your vehicles look in 7D. [To see the Lear difference, go to \[lear.com\]\(http://lear.com\).](http://lear.com)



Opened New Global Innovation and
Technology Center in Southfield, MI



Operating Priorities Innovative Product Solutions--Car2U™

Two-Way Remote Keyless Entry



Home Automation System



***Leveraging Lear's Radio Frequency Expertise
To Launch A Family Of Car2U™ Wireless Products***

Operating Priorities

Win New Asian Business*

| Automaker | Market | Lear Business | Vehicle |
|------------------------|---------------|--|---|
| Nissan | Europe | Est. Tacle JV in Sunderland, U.K. with Tachi-S | New Compact Crossover and Future Programs |
| Honda | U.S. | Wiring | Accord |
| Nanjing Group | China | Seating | Rover |
| BMW | China | Seating and Entertainment System | 5-Series |
| Nissan | China | Seating | P32L |
| Various Chinese | China | Primarily Seating and Electrical | Numerous Programs |
| Tata Motors | India | Seating | X-2 |

***Continuing To Win New Business In Asia
And With Asian Manufacturers Globally***

* Please see slide titled "Forward-Looking Statements" at the end of this presentation for further information.

Summary and Outlook

Summary and Outlook

Lear Financial Results Improving*



- ▶▶ Second-quarter and first half operating results better than a year ago
- ▶▶ Launch costs expected to moderate in second half
- ▶▶ Capital spending returning to more moderate levels
- ▶▶ Free cash flow expected to turn positive this year
- ▶▶ Given the production outlook and raw material price forecast we see today, we are holding our full year 2006 earnings guidance unchanged

***First Half Results Better Than A Year Ago,
Targeting Improvement In Full Year Operating Results***

Summary and Outlook

Improving our Global Competitiveness*



- ▶▶ Continuously improving our quality and customer satisfaction levels
- ▶▶ Successfully implementing global restructuring initiatives
- ▶▶ Increasing sourcing and engineering from low-cost locations
- ▶▶ Strategically managing the business to improve individual product-line returns
- ▶▶ Leveraging our global scale, expertise and common architecture strategy to deliver the best overall value

***Comprehensive Initiatives Being Implemented
To Ensure Future Competitiveness***

Summary and Outlook

Making Progress on Strategic Priorities*



- ▶▶ Global Seating margins improving
- ▶▶ Plans in place to maintain Electronic and Electrical margins
- ▶▶ Signed definitive agreement to contribute European Interior business to International Automotive Components Group, LLC
- ▶▶ Priority focus on improving our North American Interior business and putting in place a sustainable business model
- ▶▶ Continuing to aggressively grow sales in Asia and with Asian Automakers globally

***Lear's Operating Results Improving;
Longer-Term Outlook Remains Positive***



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▶▶ www.lear.com

Use of Non-GAAP Financial Information

In addition to the results reported in accordance with accounting principles generally accepted in the United States (“GAAP”) included throughout this presentation, the Company has provided information regarding certain non-GAAP financial measures. These measures include “income before interest, other expense and income taxes,” “income before interest, other expense, income taxes, impairments, restructuring costs and other special items” (core operating earnings), “pretax income before impairments, restructuring costs and other special items” and “free cash flow.” Free cash flow represents net cash provided by operating activities before the net change in sold accounts receivable, less capital expenditures. The Company believes it is appropriate to exclude the net change in sold accounts receivable in the calculation of free cash flow since the sale of receivables may be viewed as a substitute for borrowing activity.

Management believes that the non-GAAP financial measures used in this presentation are useful to both management and investors in their analysis of the Company’s financial position and results of operations. In particular, management believes that income before interest, other expense and income taxes, core operating earnings and pretax income before impairments, restructuring costs and other special items are useful measures in assessing the Company’s financial performance by excluding certain items that are not indicative of the Company’s core operating earnings or that may obscure trends useful in evaluating the Company’s continuing operating activities. Management also believes that these measures are useful to both management and investors in their analysis of the Company’s results of operations and provide improved comparability between fiscal periods. Management believes that free cash flow is useful to both management and investors in their analysis of the Company’s ability to service and repay its debt. Further, management uses these non-GAAP financial measures for planning and forecasting in future periods.

Income before interest, other expense and income taxes, core operating earnings, pretax income before impairments, restructuring costs and other special items and free cash flow should not be considered in isolation or as substitutes for net income (loss), pretax income (loss), cash provided by operating activities or other income statement or cash flow statement data prepared in accordance with GAAP or as measures of profitability or liquidity. In addition, the calculation of free cash flow does not reflect cash used to service debt and therefore, does not reflect funds available for investment or other discretionary uses. Also, these non-GAAP financial measures, as determined and presented by the Company, may not be comparable to related or similarly titled measures reported by other companies.

Set forth on the following slides are reconciliations of these non-GAAP financial measures to the most directly comparable financial measures calculated and presented in accordance with GAAP. Given the inherent uncertainty regarding special items and the net change in sold accounts receivable in any future period, a reconciliation of forward-looking financial measures is not feasible. The magnitude of these items, however, may be significant.

Use of Non-GAAP Financial Information

| <u>Income before interest, other expense and income taxes</u> (in millions) | <u>Q2 2006</u> | <u>Q2 2005</u> |
|--|-----------------|----------------|
| Income (loss) before income taxes | \$ 31.5 | \$ (50.4) |
| Interest expense | 53.2 | 48.2 |
| Other expense, net | <u>25.6</u> | <u>32.2</u> |
| Income before interest, other expense and income taxes | <u>\$ 110.3</u> | <u>\$ 30.0</u> |

Use of Non-GAAP Financial Information

Income before interest, other expense, income taxes, impairments, restructuring costs and other special items

(in millions)

| | <u>2005</u> | <u>Q2 2005</u> |
|--|-----------------|----------------|
| Loss before provision for income taxes | \$ (1,187.2) | \$ (50.4) |
| Goodwill impairment charges | 1,012.8 | - |
| Interest expense | 183.2 | 48.2 |
| Other expense, net | 96.6 | 32.2 |
| Restructuring actions | 106.3 | 27.1 |
| Fixed asset impairment charges | 82.3 | - |
| Litigation charges | <u>30.5</u> | <u>30.0</u> |
| Income before interest, other expense, income taxes, impairments, restructuring costs and other special items (Core Operating Earnings) | <u>\$ 324.5</u> | <u>\$ 87.1</u> |

Use of Non-GAAP Financial Information

Pretax income before impairments, restructuring costs and other special items

(in millions)

| | <u>2005</u> | <u>Q2 2005</u> |
|---|----------------|----------------|
| Loss before provision for income taxes | \$ (1,187.2) | \$ (50.4) |
| Goodwill impairment charges | 1,012.8 | - |
| Restructuring actions | 102.8 | 27.1 |
| Fixed asset impairment charges | 82.3 | - |
| Litigation charges | 39.2 | 35.5 |
| Sale and capital restructuring of joint ventures | <u>46.7</u> | <u>16.9</u> |
| Pretax income before impairments, restructuring costs and other special items | <u>\$ 96.6</u> | <u>\$ 29.1</u> |

Use of Non-GAAP Financial Information

| <u>Free Cash Flow</u> (in millions) | <u>Q2 2006</u> | <u>2005</u> |
|--|----------------|-------------------|
| Net cash provided by operating activities | \$ 74.8 | \$ 560.8 |
| Net change in sold accounts receivable | 18.1 | (411.1) |
| Net cash provided by operating activities before net change in sold accounts receivable (cash from operations) | \$ 92.9 | \$ 149.7 |
| Capital expenditures | (92.1) | (568.4) |
| Free cash flow | <u>\$ 0.8</u> | <u>\$ (418.7)</u> |

Forward-Looking Statements

This presentation contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, including statements regarding anticipated financial results and liquidity. Actual results may differ materially from anticipated results as a result of certain risks and uncertainties, including but not limited to, general economic conditions in the markets in which the Company operates, including changes in interest rates or currency exchange rates, fluctuations in the production of vehicles for which the Company is a supplier, labor disputes involving the Company or its significant customers or suppliers or that otherwise affect the Company, the Company's ability to achieve cost reductions that offset or exceed customer-mandated selling price reductions, the outcome of customer productivity negotiations, the impact and timing of program launch costs, the costs and timing of facility closures, business realignment or similar actions, increases in the Company's warranty or product liability costs, risks associated with conducting business in foreign countries, competitive conditions impacting the Company's key customers and suppliers, raw material costs and availability, the Company's ability to mitigate the significant impact of increases in raw material, energy and commodity costs, the outcome of legal or regulatory proceedings to which the Company is or may become a party, unanticipated changes in cash flow, including the Company's ability to align its vendor payment terms with those of its customers, the finalization of the Company's restructuring strategy, the outcome of various strategic alternatives being evaluated with respect to its Interior segment and other risks described from time to time in the Company's Securities and Exchange Commission filings. In particular, the Company's financial outlook for 2006 is based on the Company's current vehicle production and raw material pricing forecast; the Company's actual financial results could differ materially as a result of significant changes in these factors. The Company's agreement to contribute its European Interiors business to International Automotive Components Group, LLC is subject to various conditions, including third-party consents and other closing conditions customary for transactions of this type. No assurances can be given that the proposed transaction will be completed on the terms contemplated or at all.

The forward-looking statements in this presentation are made as of the date hereof, and the Company does not assume any obligation to update, amend or clarify them to reflect events, new information or circumstances occurring after the date hereof.