

LEAR CORP  
Form 4  
November 13, 2007

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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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).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SCOTT RAYMOND E

(Last) (First) (Middle)  
21557 TELEGRAPH ROAD  
(Street)

SOUTHFIELD, MI 48033

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
LEAR CORP [LEA]

3. Date of Earliest Transaction (Month/Day/Year)  
11/10/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
Sr VP&Pres-NA Seating Systems

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|                                 |                                      |                                                    | Code                           | V Amount (A) or (D) Price                                         |                                                                                               |                                                          |                                                       |
| Common Stock                    | 11/10/2007                           |                                                    | M <sup>(1)</sup>               | 2,250 A \$ 0 <sup>(1)</sup>                                       | 2,306                                                                                         | D                                                        |                                                       |
| Common Stock                    | 11/10/2007                           |                                                    | F                              | 693 D \$ 32.72                                                    | 1,613                                                                                         | D                                                        |                                                       |
| Common Stock                    | 11/11/2007                           |                                                    | M <sup>(2)</sup>               | 4,750 A \$ 0 <sup>(2)</sup>                                       | 6,363                                                                                         | D                                                        |                                                       |
| Common Stock                    | 11/11/2007                           |                                                    | F                              | 1,463 D \$ 32.72                                                  | 4,900                                                                                         | D                                                        |                                                       |
| Common Stock                    | 11/13/2007                           |                                                    | S                              | 4,844 D \$ 33.5696                                                | 56                                                                                            | D                                                        |                                                       |

|              |       |   |                          |
|--------------|-------|---|--------------------------|
| Common Stock | 1,013 | I | in 401k account          |
| Common Stock | 7,968 | I | held in trust <u>(3)</u> |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**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 control number.**

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(9-02)

**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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price or Value of Underlying Securities (Instr. 3 and 4) |                            |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-------------------------------------------------------------|----------------------------|
|                                            |                                                        |                                      |                                                    |                                |                                                                                         | Date Exercisable                                         | Expiration Date                                               | Title                                                       | Amount or Number of Shares |
|                                            |                                                        |                                      |                                                    |                                |                                                                                         | Code                                                     | V                                                             | (A)                                                         | (D)                        |
| Restricted Stock Units                     | <u>(1)</u>                                             | 11/10/2007                           |                                                    | M                              | 2,250                                                                                   | <u>(1)</u>                                               | <u>(1)</u>                                                    | Common Stock                                                | 2,250                      |
| Restricted Stock Units                     | <u>(2)</u>                                             | 11/11/2007                           |                                                    | M                              | 4,750                                                                                   | <u>(2)</u>                                               | <u>(2)</u>                                                    | Common Stock                                                | 4,750                      |

## Reporting Owners

| Reporting Owner Name / Address                                  | Relationships |           |                                  |       |
|-----------------------------------------------------------------|---------------|-----------|----------------------------------|-------|
|                                                                 | Director      | 10% Owner | Officer                          | Other |
| SCOTT RAYMOND E<br>21557 TELEGRAPH ROAD<br>SOUTHFIELD, MI 48033 |               |           | Sr VP&Pres-NA<br>Seating Systems |       |

## Signatures

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

11/13/2007

        \*\*Signature of Reporting Person

        Date

## Explanation of Responses:

- \* 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).
- (1) Each restricted stock unit is convertible into a share of common stock on a 1-for-1 basis. One-half of the restricted stock units granted on November 10, 2005 vested and settled in stock on November 10, 2007. One-half will vest and settle in stock on November 10, 2009.
- (2) Each restricted stock unit is convertible into a share of common stock on a 1-for-1 basis. One-half of the restricted stock units granted on November 11, 2004 vested and settled in stock on November 11, 2007 and one half will vest and settle in stock on November 11, 2009.
- (3) Shares held jointly in trust with his spouse.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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