

Hanley Jeneanne Michelle
 Form 3
 March 05, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * Â Hanley Jeneanne Michelle (Last) (First) (Middle) 21557 TELEGRAPH ROAD (Street) SOUTHFIELD,Â MIÂ 48034 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 03/01/2018	3. Issuer Name and Ticker or Trading Symbol LEAR CORP [LEA]	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) SVP & President, E-Systems	5. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	2,804	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Title	Amount or Number of		

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				Shares		(I) (Instr. 5)	
Restricted Stock Units	Â (1)	Â (1)	Common Stock	1,733	\$ (2)	D	Â
Restricted Stock Units	Â (3)	Â (3)	Common Stock	883	\$ (2)	D	Â
Restricted Stock Units	Â (4)	Â (4)	Common Stock	793	\$ (2)	D	Â
Restricted Stock Units	Â (5)	Â (5)	Common Stock	685	\$ (2)	D	Â
Restricted Stock Units	Â (6)	Â (6)	Common Stock	869	\$ (2)	D	Â
Restricted Stock Units	Â (7)	Â (7)	Common Stock	673	\$ (2)	D	Â
Restricted Stock Units	Â (8)	Â (8)	Common Stock	789	\$ (2)	D	Â
Restricted Stock Units	Â (9)	Â (9)	Common Stock	480	\$ (2)	D	Â
Restricted Stock Units	Â (10)	Â (10)	Common Stock	681	\$ (2)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hanley Jeneanne Michelle 21557 TELEGRAPH ROAD SOUTHFIELD,Â MIÂ 48034	Â	Â	Â SVP & President, E-Systems	Â

Signatures

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

03/05/2018

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) These "Career Share" RSUs were granted on November 14, 2012, under the 2009 Long-Term Stock Incentive Plan. The stock units vest on the third anniversary of the grant date but are not converted into shares of common stock until or after age 62 or a qualifying retirement and remain subject to forfeiture for a voluntary termination prior to meeting retirement eligibility requirements.

(2) Converts into common stock on a 1-for-1 basis

(3) These "Career Share" RSUs were granted on November 13, 2013, under the 2009 Long-Term Stock Incentive Plan. The stock units vest on the third anniversary of the grant date but are not converted into shares of common stock until or after age 62 or a qualifying retirement and remain subject to forfeiture for a voluntary termination prior to meeting retirement eligibility requirements.

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- (4) These "Career Share" RSUs were granted on November 19, 2014, under the 2009 Long-Term Stock Incentive Plan. The stock units vest on the third anniversary of the grant date but are not converted into shares of common stock until or after age 62 or a qualifying retirement and remain subject to forfeiture for a voluntary termination prior to meeting retirement eligibility requirements.
- (5) These "Career Share" RSUs were granted on November 18, 2015, under the 2009 Long-Term Stock Incentive Plan. The stock units vest on the third anniversary of the grant date but are not converted into shares of common stock until or after age 62 or a qualifying retirement and remain subject to forfeiture for a voluntary termination prior to meeting retirement eligibility requirements.
- (6) The restricted stock units were granted on January 4, 2016, under the Lear Corporation 2009 Long-Term Stock Incentive Plan. The stock units vest and settle in common stock on the third anniversary of the grant date.
- (7) These "Career Share" RSUs were granted on November 16, 2016, under the 2009 Long-Term Stock Incentive Plan. The stock units vest on the third anniversary of the grant date but are not converted into shares of common stock until or after age 62 or a qualifying retirement and remain subject to forfeiture for a voluntary termination prior to meeting retirement eligibility requirements.
- (8) The restricted stock units were granted on January 3, 2017, under the Lear Corporation 2009 Long-Term Stock Incentive Plan. The stock units vest and settle in common stock on the third anniversary of the grant date.
- (9) These "Career Share" RSUs were granted on November 20, 2017, under the 2009 Long-Term Stock Incentive Plan. The stock units vest on the third anniversary of the grant date but are not converted into shares of common stock until or after age 62 or a qualifying retirement and remain subject to forfeiture for a voluntary termination prior to meeting retirement eligibility requirements.
- (10) The restricted stock units were granted on January 2, 2018, under the Lear Corporation 2009 Long-Term Stock Incentive Plan. The stock units vest and settle in common stock on the third anniversary of the grant date.

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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