

LEAR CORP

Form 3

November 16, 2007

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

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**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 Foss Wendy L

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

11/14/2007

3. Issuer Name **and** Ticker or Trading Symbol

LEAR CORP [LEA]

4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

21557 TELEGRAPH ROAD

(Street)

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

VP Corp Cntrl & Chief Comp Off

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting
Person☐ Form filed by More than One
Reporting Person

SOUTHFIELD,Â MIÂ 48033

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. 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

607

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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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.****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)Date
ExercisableExpiration
Date3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title

Amount or
Number of4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

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				Shares		(I) (Instr. 5)	
Restricted Stock Units	Â (1)	Â (1)	Common Stock	817.72	\$ (2)	D	Â
Restricted Stock Units	Â (3)	Â (3)	Common Stock	384.32	\$ (2)	D	Â
Restricted Stock Units	Â (4)	Â (4)	Common Stock	250	\$ (2)	D	Â
Restricted Stock Units	Â (5)	Â (5)	Common Stock	250	\$ (2)	D	Â
Restricted Stock Units	Â (6)	Â (6)	Common Stock	300	\$ (2)	D	Â
Restricted Stock Units	Â (7)	Â (7)	Common Stock	1,120	\$ (2)	D	Â
Stock Appreciation Rights	Â (8)	12/02/2012	Common Stock	600	\$ 27.53	D	Â
Stock Appreciation Rights	Â (9)	11/09/2013	Common Stock	3,360	\$ 31.32	D	Â
Option (Right to Buy)	06/14/2002	06/14/2012	Common Stock	1,000	\$ 41.83	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Foss Wendy L 21557 TELEGRAPH ROAD SOUTHFIELD, MI 48033	Â	Â	Â VP Corp Cntlr & Chief Comp Off	Â

Signatures

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

11/16/2007

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) The restricted stock units were accrued on March 15, 2005 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. Ms. Foss has not, as of the date of this filing, elected to defer settlement of her 2005 units beyond 2008.
- (2) 1-for-1
- (3) The restricted stock units were accrued on March 15, 2007, 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. Ms. Foss has not, as of the date of this filing, elected to defer

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settlement of her 2007 units beyond 2010.

- (4) The restricted stock units were granted on November 13, 2003 under the Lear Corporation Long-Term Stock Incentive Plan. The units vest and settle five years from the date of grant.
- (5) The restricted stock units were granted on November 11, 2004 under the Lear Corporation Long-Term Stock Incentive Plan. The units vest and settle five years from the date of grant.
- (6) The restricted stock units were granted on December 2, 2005 under the Lear Corporation Long-Term Stock Incentive Plan. One-half of the units vest and settle two years from the date of grant, and one-half of the units vest and settle four years from the date of grant.
- (7) The restricted stock units were granted on November 9, 2006 under the Lear Corporation Long-Term Stock Incentive Plan. One-half of the units vest and settle two years from the date of grant, and one-half of the units vest and settle four years from the date of grant.
- (8) The Stock Appreciation Rights (SARs) were granted under the Long-Term Stock Incentive Plan on December 2, 2005 and have a term of seven years from the date of grant. One-third of the SARs vest on each of the first three anniversaries of the grant date.
- (9) The Stock Appreciation Rights (SARs) were granted under the Long-Term Stock Incentive Plan on November 9, 2006 and have a term of 7 years from the date of grant. The SARs vest 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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