

LEAR CORP  
Form 15-12B  
November 09, 2009

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 15**

**CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION  
UNDER SECTION 12(g) OF THE SECURITIES EXCHANGE ACT OF 1934 OR  
SUSPENSION OF DUTY TO FILE REPORTS UNDER SECTIONS 13 AND 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934.**

Commission File Number: 1-11311

**Lear Corporation**  
**and each Subsidiary Guarantor**  
**listed in Annex A hereto**  
(Exact name of registrant as specified in its charter)

**21557 Telegraph Road**  
**Southfield, Michigan 48033**  
**(248) 447-1500**

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

**8.50% Senior Notes due 2013\***

**8.75% Senior Notes due 2016\***

**5.75% Senior Notes due 2014\***

**Zero-Coupon Convertible Senior Notes due 2022\***

(Title of each class of securities covered by this Form)

**Common Stock, Par Value \$0.01 Per Share\*\***

**Warrants to Purchase Common Stock, Par Value \$0.01 Per Share\*\***

(Titles of all other classes of securities for which a duty to file reports under section 13(a) or 15(d) remains)

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

Rule 12g-4(a)(1)	<input checked="" type="radio"/>
Rule 12g-4(a)(2)	<input type="radio"/>
Rule 12h-3(b)(1)(i)	<input type="radio"/>
Rule 12h-3(b)(1)(ii)	<input type="radio"/>
Rule 15d-6	<input type="radio"/>

Approximate number of holders of record as of the certification or notice date: None

\* On November 9,  
2009 (the  
Effective Date ),  
the First  
Amended Joint  
Plan of  
Reorganization  
of Lear

Corporation  
( Lear ) and  
certain of its  
United States  
and Canadian  
subsidiaries (the  
Plan ), as  
confirmed by an  
order of the  
United States  
Bankruptcy  
Court for the  
Southern  
District of New  
York entered on  
November 5,  
2009, became  
effective.  
Pursuant to the  
Plan, on the  
Effective Date  
all of the  
outstanding  
8.50% Senior  
Notes due 2013  
(the 2013  
Notes ), 8.75%  
Senior Notes  
due 2016 (the  
2016 Notes ),  
5.75% Senior  
Notes due 2014  
(the 2014  
Notes ) and  
Zero-Coupon  
Convertible  
Senior Notes  
due 2022 (the  
2022 Notes )  
were cancelled.

\*\* On the Effective  
Date, Lear  
issued common  
stock, par value  
\$0.01 per share  
(the New  
Common  
Stock ), and  
warrants to  
purchase the

New Common  
Stock (the  
Warrants ) in  
accordance with  
the Plan. Lear  
Corporation, but  
no Subsidiary  
Guarantors, will  
have a  
remaining duty  
to file reports  
under Section  
13(a) or 15(d)  
with respect to  
the New  
Common Stock  
and the  
Warrants.

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Pursuant to the requirements of the Securities Exchange Act of 1934, Lear Corporation has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

Date: November 9, 2009

LEAR CORPORATION

By: /s/ Matthew J. Simoncini

Name: Matthew J. Simoncini

Title: Senior Vice President and Chief  
Financial Officer

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**ANNEX A**  
**Table of Subsidiary Guarantors**

**2013 Notes & 2016 Notes**

**Exact Name of Registrant**

Lear Automotive Dearborn, Inc.  
Lear Corporation EEDS and Interiors  
Lear Corporation (Germany) Ltd.  
Lear Operations Corporation  
Lear Seating Holdings Corp. #50

**2014 Notes**

**Exact Name of Registrant**

Lear Automotive Dearborn, Inc.  
Lear Corporation EEDS and Interiors  
Lear Corporation (Germany) Ltd.  
Lear Operations Corporation  
Lear Seating Holdings Corp. #50

**2022 Notes**

**Exact Name of Registrant**

Lear Automotive Dearborn, Inc.  
Lear Corporation EEDS and Interiors  
Lear Corporation (Germany) Ltd.  
Lear Operations Corporation  
Lear Seating Holdings Corp. #50