Edgar Filing: LEAR CORP - Form 4

LEAR COR	2P										
Form 4											
February 13	6, 2017										
FORM	ΛΔ								OMB AF	PPROVAL	
	• • UNITED	STATES					NGE CO	OMMISSION	OMB	3235-0287	
Check tl	his box		Wa	shington	, D.C. 20	549			Number:		
if no lon	nger								Expires:	January 31, 2005	
subject t	10	MENI OF	CHAP	GES IN BENEFICIAL OWNE				EKSHIP OF	Estimated average		
Section Form 4				SECURITIES					burden hours per		
Form 5		report to S	ection 1	6(a) of the	e Securit	ies F	vchange	Act of 1934,	response	0.5	
obligatio	ons Section 17						-	1935 or Section			
may con <i>See</i> Inst	itinue.			nvestment	•	· ·			L		
1(b).	ruction				. comput	.j - 10		·			
(Print or Type	Responses)										
		D *						5 5 1 1. 01			
Vanneste Jeffrey H. Symbol				i tuine une mener or musing			5. Relationship of Reporting Person(s) to Issuer				
				CORP [L	-			(Check	all applicable	:)	
(Last)	(First)			f Earliest T	ransaction						
01557 TEL				Day/Year)				Director X Officer (give		Owner er (specify	
21337 IEL	EGRAPH ROAI)	02/09/2	2017				below)	below)	i (speen)	
								Sr. Y	VP and CFO		
	(Street)		4. If Am	endment, D	ate Origina	1		6. Individual or Joi	nt/Group Filir	g(Check	
			Filed(Mo	nth/Day/Yea	r)			Applicable Line)	D		
COLTUEU								_X_ Form filed by O Form filed by M			
SOUTHFIL	ELD, MI 48033							Person		1 0	
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Securi	ities Acqu	ired, Disposed of,	or Beneficial	ly Owned	
1.Title of	2. Transaction Date	e 2A. Deemo	ed	3.	4. Securit	ies Ac	quired (A)	5. Amount of	6.	7. Nature of	
Security	(Month/Day/Year)			Transactionor Disposed of (D) Code (Instr. 3, 4 and 5)				Securities	Ownership	Indirect	
(Instr. 3)		any	(1 .7)					Beneficially		Beneficial	
		(Month/Da	iy/Year)	(Instr. 8)				Owned Following	Direct (D) or Indirect	Ownership (Instr. 4)	
								Reported	(I)	(1150.1)	
						(A) or		Transaction(s)	(Instr. 4)		
				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common	02/10/2017			A <u>(1)</u>	34,126	А	\$0	51,030	D		
Stock	02/10/2017			A <u>. '</u>	54,120	Α	ψυ	51,050	D		
Common						-	\$				
Stock	02/10/2017			F <u>(2)</u>	15,767	D	140.45	35,263	D		

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

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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. Transacti Code (Instr. 8)	5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		Underlying Securities (Instr. 3 and 4)		8. Pr Deriv Secu (Inst
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	<u>(3)</u>	02/09/2017		А	4,026	(4)	(4)	Common Stock	4,026	\$

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Vanneste Jeffrey H. 21557 TELEGRAPH ROAD SOUTHFIELD, MI 48033			Sr. VP and CFO					
Signatures								
/s/ Karen Crittenden, as Attorney-in-Fact	02/13/2017							
<u>**</u> Signature of Reporting Person		Date	2					

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).

Settlement of non-derivative performance shares for the three-year performance period ending December 31, 2016, granted under the
 (1) 2009 Lear Corporation Long-Term Stock Incentive Plan and exempt from liability under Section 16(b) of the Securities Exchange Act pursuant to Rule 16b-3(d).

- (2) Shares withheld by the Company to satisfy minimum tax withholding requirements.
- (3) Converts into common stock on a 1-for-1 basis.

The Compensation Committee certified on February 9, 2017 that Company achieved the 2016 net income performance goal for the
(4) restricted stock unit awards granted in 2016 under the Lear Corporation 2009 Long-Term Stock Incentive Plan. These restricted stock units remain subject to a time-vesting requirement and are scheduled to vest and settle in common stock on January 4, 2019.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.