

LEAR CORP  
Form 8-K  
May 31, 2007

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 8-K  
CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934  
Date of Report (Date of earliest event reported): May 30, 2007  
LEAR CORPORATION  
(Exact name of registrant as specified in its charter)**

**Delaware**  
(State or other jurisdiction of  
incorporation)

**1-11311**  
(Commission File Number)

**13-3386776**  
(IRS Employer Identification  
Number)

**21557 Telegraph Road,  
Southfield, MI**  
(Address of principal executive  
offices)

**48033**  
(Zip Code)

**(248) 447-1500**  
(Registrant's telephone number, including area code)

**N/A**  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 8.01 Other Events

Item 9.01 Financial Statements and Exhibits.

SIGNATURE

EXHIBIT INDEX

Letter

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**Section 8 Other Events**

**Item 8.01 Other Events**

On May 30, 2007, Lear Corporation (the Company ) submitted a letter to the Court of Chancery of the State of Delaware in and for New Castle County (the Court ) in response to a request by the Court for an update on the Company s ongoing discussions with third parties regarding a potential competing proposal for the Company. As disclosed in the letter, the Company is no longer engaged in discussions with any parties regarding a competing proposal. The letter to the Court is attached as Exhibit 99.1 hereto and is incorporated herein by reference.

**Section 9 Financial Statements and Exhibits**

**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits

99.1 Letter dated May 30, 2007 from Lear Corporation to the Court of Chancery of the State of Delaware in and for New Castle County

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**SIGNATURE**

Pursuant to the requirements of the Exchange Act, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

LEAR CORPORATION,  
a Delaware corporation

Date: May 31, 2007

By: /s/ Shari Burgess  
Name: Shari Burgess  
Title: Vice President and Treasurer

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**EXHIBIT INDEX**

| <b>Exhibit No.</b> | <b>Description</b>   |   |
|--------------------|--|---|
| 99.1               | Letter dated May 30, 2007 from Lear Corporation to the Court of Chancery of the State of Delaware in and for New Castle County | 4 |