

LEAR CORP  
Form 8-K  
May 18, 2018

**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 17, 2018**

**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**

**48033**

**(Address of principal executive offices)**

**(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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter)

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(e) of the Exchange Act

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**Section 5 Corporate Governance and Management**
**Item 5.07. Submission of Matters to a Vote of Security Holders.**

On May 17, 2018, Lear Corporation ( Lear ) held its annual meeting of stockholders. Set forth below are the final voting results for each of the proposals submitted to a vote of the stockholders:

	Shares Voted For	Shares Voted Against	Abstentions	Broker Non-Votes
<b>Election of directors</b>				
Richard H. Bott	53,358,656	33,887	15,736	3,858,668
Thomas P. Capo	53,204,684	187,128	16,467	3,858,668
Jonathan F. Foster	51,964,020	1,427,507	16,752	3,858,668
Mary Lou Jepsen	53,346,412	47,195	14,672	3,858,668
Kathleen A. Ligocki	53,127,191	266,210	14,878	3,858,668
Conrad L. Mallett, Jr.	52,493,428	898,457	16,394	3,858,668
Raymond E. Scott	53,352,919	39,821	15,539	3,858,668
Gregory C. Smith	53,279,977	112,520	15,782	3,858,668
Henry D.G. Wallace	52,398,982	993,684	15,613	3,858,668
<b>Ratification of appointment of independent registered public accounting firm</b>				
	55,748,962	1,497,337	20,648	
<b>Advisory approval of Lear Corporation's executive compensation</b>				
	52,493,596	709,251	205,432	3,858,668

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

**Lear Corporation**

Date: May 18, 2018

By: /s/ Jeffrey H. Vanneste  
Name: Jeffrey H. Vanneste  
Title: Senior Vice President and  
Chief Financial Officer