

LEAR CORP

FORM 8-K (Current report filing)

Filed 05/22/17 for the Period Ending 05/18/17

Address	21557 TELEGRAPH ROAD SOUTHFIELD, MI 48033
Telephone	2484471500
CIK	0000842162
Symbol	LEA
SIC Code	3714 - Motor Vehicle Parts and Accessories
Industry	Auto, Truck & Motorcycle Parts
Sector	Consumer Cyclical
Fiscal Year	12/31

**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 18, 2017

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))

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

Section 5 - Corporate Governance and Management

Item 5.07. Submission of Matters to a Vote of Security Holders.

On May 18, 2017, 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:

	<u>Shares Voted For</u>	<u>Shares Voted Against</u>	<u>Abstentions</u>	<u>Broker Non-Votes</u>	
Election of directors					
Richard H. Bott	55,824,678	32,172	62,055	3,691,223	
Thomas P. Capo	55,753,863	102,458	62,584	3,691,223	
Jonathan F. Foster	54,380,016	1,477,313	61,576	3,691,223	
Mary Lou Jepsen	55,829,196	28,628	61,081	3,691,223	
Kathleen A. Ligocki	55,822,480	34,769	61,656	3,691,223	
Conrad L. Mallett, Jr.	55,191,582	708,479	18,844	3,691,223	
Donald L. Runkle	55,812,447	43,652	62,806	3,691,223	
Matthew J. Simoncini	55,823,598	33,279	62,028	3,691,223	
Gregory C. Smith	55,824,871	31,816	62,218	3,691,223	
Henry D.G. Wallace	55,527,761	372,582	18,562	3,691,223	
Ratification of appointment of independent registered public accounting firm					
	58,686,233	830,786	93,109		
Advisory approval of Lear Corporation’s executive compensation					
	53,982,647	1,768,729	167,529	3,691,223	
	<u>Shares Voted for 1-Year</u>	<u>Shares Voted for 2-Years</u>	<u>Shares Voted for 3-Years</u>	<u>Abstentions</u>	<u>Broker Non-Votes</u>
Advisory approval of the frequency of the advisory vote on Lear Corporation’s executive compensation	48,507,829	32,857	7,348,645	29,574	3,691,223

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 22, 2017

By: /s/ Jeffrey H. Vanneste

Name: Jeffrey H. Vanneste

Title: Senior Vice President and Chief Financial Officer