

LEAR CORP
Form SC 13G
March 22, 2010

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

Lear Corporation
(Name of Issuer)

Common Stock, \$0.01 par value
(Title of Class of Securities)

521865204
(CUSIP Number)

March 11, 2010
(Date of Event Which Requires Filing of this Statement)

Check the following box to designate the rule pursuant to which the Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Edgar Filing: LEAR CORP - Form SC 13G

CUSIP No. 521865204

1. Names of Reporting Persons
I.R.S. Identification Nos. of above persons (entities only)
D. E. Shaw & Co., L.P.
13-3695715
 2. Check the Appropriate Box if a Member of a Group (See Instructions)
 - (a)
 - (b)
 3. SEC Use Only
 4. Citizenship or Place of Organization
Delaware
- | | | |
|---|----|---|
| Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With | 5. | Sole Voting Power
-0- |
| | 6. | Shared Voting Power
2,202,816 (1) |
| | 7. | Sole Dispositive Power
-0- |
| | 8. | Shared Dispositive Power
2,202,816 (1) |
9. Aggregate Amount Beneficially Owned by Each Reporting Person
2,202,816 (1)
 10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
 11. Percent of Class Represented by Amount in Row (9)
5.1% (2)
 12. Type of Reporting Person (See Instructions)
IA, PN

1 Includes warrants exercisable into 421,409 shares and preferred stock convertible into 70,238 shares.

2 The percent of class is based on 42,764,954 shares of outstanding common stock and includes 421,409 shares from the potential exercise of the warrants and 70,238 shares from the potential conversion of the preferred stock for a total of 43,256,601 shares.

Edgar Filing: LEAR CORP - Form SC 13G

CUSIP No. 521865204

1. Names of Reporting Persons
I.R.S. Identification Nos. of above persons (entities only)
David E. Shaw
2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a)
(b)
3. SEC Use Only
4. Citizenship or Place of Organization
United States

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

5. Sole Voting Power
-0-
6. Shared Voting Power
2,202,816 (1)
7. Sole Dispositive Power
-0-
8. Shared Dispositive Power
2,202,816 (1)

9. Aggregate Amount Beneficially Owned by Each Reporting Person
2,202,816 (1)

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)
5.1% (2)

12. Type of Reporting Person (See Instructions)
IN

1 Includes warrants exercisable into 421,409 shares and preferred stock convertible into 70,238 shares.

2 The percent of class is based on 42,764,954 shares of outstanding common stock and includes 421,409 shares from the potential exercise of the warrants and 70,238 shares from the potential conversion of the preferred stock for a total of 43,256,601 shares.

Item 1.

- (a) Name of Issuer:
Lear Corporation
- (b) Address of Issuer's Principal Executive Offices:
21557 Telegraph Road
Southfield, MI, 48033

Item 2.

- (a) Name of Person Filing:
D. E. Shaw & Co., L.P.
David E. Shaw
- (b) Address of Principal Business Office or, if none, Residence:
The business address for each reporting person is:
120 W. 45th Street, Tower 45, 39th Floor
New York, NY 10036
- (c) Citizenship: