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LEAR CORP /DE/  
Form 8-K  
May 09, 2002

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 9, 2002

LEAR CORPORATION

(Exact name of Registrant as specified in its charter)

DELAWARE

1-11311

13-33

(State or other  
jurisdiction of  
incorporation)

(Commission File Number)

(IRS Emp  
Identific  
Nu

21557 TELEGRAPH ROAD, SOUTHFIELD, MICHIGAN

(Address of principal executive offices)

(Zip

(248) 447-1500

(Registrant's telephone number, including area code)

N/A

(Former name or former address, if changed since last report)

ITEM 4. CHANGES IN REGISTRANT'S CERTIFYING ACCOUNTANT.

On May 9, 2002, the Board of Directors of Lear Corporation (the "Company"), upon the recommendation of its Audit Committee, decided to no longer engage Arthur Andersen LLP ("Arthur Andersen" or "AA") as the Company's independent public accountants and engage Ernst & Young LLP ("E&Y") to serve as the Company's

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independent public accountants for the fiscal year 2002.

Arthur Andersen's reports on the Company's consolidated financial statements for each of the years ended December 31, 2001 and 2000 did not contain an adverse opinion or disclaimer of opinion, nor were they qualified or modified as to uncertainty, audit scope or accounting principles.

During the years ended December 31, 2001 and 2000 and through May 9, 2002, there were no disagreements with Arthur Andersen on any matter of accounting principle or practice, financial statement disclosure, or auditing scope or procedure which, if not resolved to AA's satisfaction, would have caused them to make reference to the subject matter in connection with their report on the Company's consolidated financial statements for such years; and there were no reportable events as defined in Item 304(a)(1)(v) of Regulation S-K.

The Company provided Arthur Andersen with a copy of the foregoing disclosures. Attached as Exhibit 16.1 is a copy of AA's letter, dated May 9, 2002, stating its agreement with such statements.

During the years ended December 31, 2001 and 2000 and through the date of the Board of Directors' decision, the Company did not consult E&Y with respect to the application of accounting principles to a specified transaction, either completed or proposed, or the type of audit opinion that might be rendered on the Company's consolidated financial statements, or any other matters or reportable events as set forth in Items 304(a)(2)(i) and (ii) of Regulation S-K.

### ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

#### (c) Exhibits

Exhibit 16.1 Letter from Arthur Andersen LLP to the Securities and Exchange Commission dated May 9, 2002, filed herewith.

Exhibit 99.1 Press Release issued May 9, 2002, filed herewith.

### 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,  
a Delaware corporation

Date: May 9, 2002

By: /s/ Joseph F. McCarthy

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Name: Joseph F. McCarthy  
Title: Vice President, Secretary and  
General Counsel

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EXHIBIT INDEX

| Exhibit Number | Description  |
|----------------|--|
| 16.1           | Letter from Arthur Andersen LLP to the Securities and Exchange Commission dated May 9, 2002. |
| 99.1           | Press Release issued May 9, 2002, filed herewith.  |