



**Rhonda T. Moreau**  
MANAGER  
CUSTOMER SERVICES  
TEL : (519) 745-4771  
FAX: (519) 745-3631

March 4, 2009

Via E-mail and Mail

Lear Seating Canada Ltd.  
PO Box 9758  
KITCHENER ON N2G 4C2

Attn: Mr. Keith Drimmie  
Controller – Lear Canada

Dear Mr. Drimmie:

Confirming our recent telephone conversation, Kitchener-Wilmot Hydro Inc. requires Lear Seating Canada Ltd. to supply us with a credit rating from a recognized credit rating agency or bond rating agency for a seven year time period.

Please arrange to forward the above documentation to my attention.

Yours very truly,

Rhonda T. Moreau  
Manager of Customer Services

RTM:pt



**Lear Corporation**  
**World Headquarters**  
21557 Telegraph Road  
Southfield, MI 48033  
USA

**Phone (248) 447-1500**

March 16, 2009

Rhonda T. Moreau  
Kitchener Wilmot Hydro  
301 Victoria Street South  
Kitchener, Ontario, N2G 4L2

Re: March 4, 2009 Letter Seeking Credit Rating

Dear Ms. Moreau:

In your letter to Kitchener Facility Controller, Keith Drimmie dated March 4, 2009, Kitchener Wilmot Hydro demanded that Lear Seating Canada Ltd. ("Lear Canada") provide a credit rating from a recognized credit rating agency or bond rating agency for a seven year time period.

We are unclear as to Lear Canada's obligation to provide this "required" rating as stated in your letter. Indeed, Lear Canada is probably not rated separately from Lear Corporation, its parent. If needed, Kitchener Wilmot Hydro may purchase a financial review of Lear Corporation from Dunn & Bradstreet or similar services, as many Lear suppliers do. If you are aware of a contractual or other obligation Lear Canada has to provide such information, please share it.

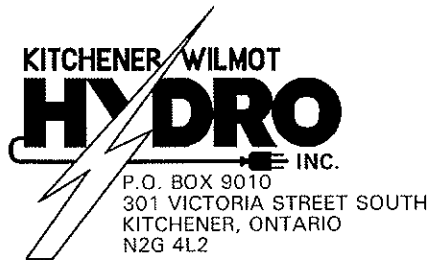
As a publicly traded US company, Lear Corporation regularly files its financial information with the Securities Exchange Commission. Copies of these filings are available through Lear Corporation's web site: [www.lear.com](http://www.lear.com). Recently, Lear disclosed in these filings that Lear entered 2009 with approximately \$1.6 billion in cash and cash equivalents, including funds drawn on its primary credit facility. This is more than adequate for Lear to meet its current contractual commitments to vendors under agreed upon payment terms.

Please let us know if any further response is required.

Sincerely,

A handwritten signature in black ink, appearing to read 'Michael Oates', with a stylized flourish at the end.

Michael Oates  
Senior Buyer  
Lear Corporation



**Rhonda T. Moreau**  
MANAGER  
CUSTOMER SERVICES

TEL : (519) 745-4771  
FAX: (519) 745-3631

April 7, 2009

Via Email and Mail

Lear Seating Canada Ltd.  
Att: Mr. Keith Drimmie, Controller  
PO Box 9758  
KITCHENER ON N2G 4C2

**Without Prejudice**

Dear Mr. Drimmie:

Further to our earlier telephone conversation, Kitchener-Wilmot Hydro Inc. has been made aware of Lear Corporation's downgrade of their credit rating to CAA2. Additionally, recent media articles indicate the company potentially could be forced to file for Chapter 11 bankruptcy protection.

For these reasons, and to mitigate potential risk to our shareholders, Kitchener-Wilmot Hydro Inc. requires a Security Deposit on this account in the amount of \$225,000.00. Security deposits may be in the form of cash/cheque, a guaranteed letter of credit from the customer's bank or a power bond from their insurance company. All guaranteed letters of credit must be "irrevocable" and "automatically renewing". Receipt of this form of security deposit must be received no later than April 24, 2009.

As an alternative to a security deposit, we will offer the option of weekly payments. Your account has currently been billed to usage of March 11, 2009. To bring the account current to April 8, 2009 we require an additional \$64,800.00 with a weekly payment of \$16,200.00 commencing on April 15, 2009 and each week thereafter. The account will be reviewed periodically to ensure adequate coverage is maintained.

Should you have any further questions regarding this matter please do not hesitate to contact me at 519-749-6181.

Yours very truly,

Rhonda T. Moreau  
Manager of Customer Services

RTM:pt

cc: Gerry Guthrie, Vice President Finance & Chief Financial Officer  
Michael Oates, Senior Buyer, Lear Corporation



**Lear Corporation**  
**World Headquarters**  
21557 Telegraph Road  
Southfield, MI 48033  
USA

**Phone (248) 447-1500**

April 17, 2009

Rhonda T. Moreau  
Kitchener-Wilmot Hydro  
301 Victoria Street South  
Kitchener, Ontario, N2G 4L2

Re: April 7, 2009 Letter Requiring a Security Deposit

Dear Ms. Moreau:

In your letter to Kitchener Facility Controller, Keith Drimmie dated April 7, 2009; Kitchener-Wilmot Hydro (K-W Hydro) is citing a downgrade of Lear Corporation's credit rating as a reason to require a Security Deposit, or alternatively, weekly payments.

Section 2.4.3 on page 35 of K-W Hydro's Conditions of Service document references that a customer is required to pay a deposit unless they can demonstrate "Good Payment History" **OR** a "satisfactory credit check" from a major credit reporting agency. Page 87 defines Good Payment History (as it applies to Lear's Kitchener facility) as:

*"good payment history" .... Where a non-residential customer in a >50 kW demand, or >5,000 kW demand rate class has been serviced by an electricity or gas distributor in Canada for 7 years, and has not received more than 1 disconnection notice, has not had more than 1 pre-authorized payment, or cheque returned due to insufficient funds, or, a "Disconnect/Collection Trip" has not occurred. For all rate classes, some of the service must have been within the last 24 consecutive months;*

Lear Kitchener meets every one of these requirements. I therefore respectfully request that K-W Hydro retract its April 7, 2009 letter.

Lear has, and will continue, to perform its obligations to K-W Hydro. With respect to Lear's financial position, I reiterate that Lear entered 2009 with approximately \$1.6 billion in cash and cash equivalents in order to hedge against market conditions, which is more than adequate for Lear to meet its current contractual commitments to vendors under agreed upon payment terms.

Thank you for your consideration. I await your response.

Sincerely,

A handwritten signature in black ink, appearing to read 'M. Oates', written over a horizontal line.

Michael Oates  
Senior Buyer  
Lear Corporation