

Sistek James F  
 Form 4  
 October 05, 2010

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Sistek James F

2. Issuer Name and Ticker or Trading Symbol  
 VISTEON CORP [VSTNQ]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 VISTEON CORPORATION, ONE  
 VILLAGE CENTER DRIVE  
 (Street)

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 10/01/2010

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Vice President

VAN BUREN  
 TOWNSHIP, MI 48111

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 \_\_\_\_ Form filed by More than One Reporting Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V Amount (D) Price			
Common Stock	10/01/2010		J <sup>(1)</sup>	44,115 D \$ 0 <sup>(1)</sup>	0	D	
Common Stock <sup>(2)</sup>	10/01/2010		A	60,000 A 60,000	60,000	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474  
 (9-02)

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)					
					Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Appreciation Right	\$ 4.76	10/01/2010		J <sup>(1)</sup>	12,681	<u>(1)</u>	<u>(1)</u>		<u>(1)</u>	<u>(1)</u>	Common Stock	12,681
Employee Stock Option (right to buy)	\$ 8.98	10/01/2010		J <sup>(1)</sup>	6,977	<u>(1)</u>	<u>(1)</u>		<u>(1)</u>	<u>(1)</u>	Common Stock	6,977
Restricted Stock Units	<u>(1)</u>	10/01/2010		J <sup>(1)</sup>	3,230	<u>(1)</u>	<u>(1)</u>		<u>(1)</u>	<u>(1)</u>	Common Stock	3,230
Stock Appreciation Right	\$ 8.98	10/01/2010		J <sup>(1)</sup>	6,977	<u>(1)</u>	<u>(1)</u>		<u>(1)</u>	<u>(1)</u>	Common Stock	6,977
Stock Appreciation Right	\$ 3.63	10/01/2010		J <sup>(1)</sup>	40,997	<u>(1)</u>	<u>(1)</u>		<u>(1)</u>	<u>(1)</u>	Common Stock	40,997

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sistek James F VISTEON CORPORATION ONE VILLAGE CENTER DRIVE VAN BUREN TOWNSHIP, MI 48111			Vice President	

## Signatures

Heidi A. Sepanik, Secretary, Visteon Corporation on behalf of James F. Sistek  
10/05/2010

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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- Pursuant to the Company's Fifth Amended Joint Plan of Reorganization, which was approved by the United States Bankruptcy Court for the District of Delaware, each outstanding share and each restricted stock unit of Visteon Common stock and any stock option unexercised prior to the Company's emergence from bankruptcy was cancelled effective October 1, 2010.
- (1)

- These shares are an award of common stock under the Company's 2010 Incentive Plan, acquired without payment by me. These shares
- (2) are restricted from sale, with restrictions lapsing on one sixth of the shares twenty-one days after the date of grant, one sixth after one year from the date of grant, one third after two years from the date of grant and in full after three years.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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