## Edgar Filing: Sistek James F - Form 4

| Sistek James<br>Form 4               | F                     |            |   |                                |  |  |  |   |                         |  |
|--------------------------------------|-----------------------|------------|---|--------------------------------|--|--|--|---|-------------------------|--|
| March 01, 20                         | 012                   |            |   |                                |  |  |  |   |                         |  |
| FORM                                 | 14 LINITED S          | тате       | SECUD   | ITIES ANI                      |  | UANCE  | COMMISSION                                       |   | PPROVAL                 |  |
|                                      | UNITED                | IAIE       |   | hington, D                     |  |  |  | OMB<br>Number:  | 3235-0287               |  |
| Check thi                            |                       |            | ( <b>u</b> s  | ington, D                      |  | .,   |  | Expires:  | January 31,             |  |
| if no long<br>subject to             | STATEN                | ENT O      | F CHAN  | GES IN BENEFICIAL OWNERSHIP OF |  |  | •  | 2005  |                         |  |
|                                      | Section 16. SECURITIE |            |   |                                | TIES   |  |  | Estimated average<br>burden hours per<br>response 0.5 |                         |  |
| Form 5                               |                       | uant to    | Section 16  | b(a) of the S                  | Securitie  | es Exchang                                       | ge Act of 1934,                                  | response  | 0.5                     |  |
| obligation<br>may cont               | ns Section $17(a)$    |            |   |                                |  | -  | f 1935 or Section                                | n   |                         |  |
| See Instru                           |                       | 30(h)      | of the Inv  | vestment Co                    | ompany   | Act of 19  | 40   |   |                         |  |
| 1(b).                                |                       |            |   |                                |  |  |  |   |                         |  |
| (Print or Type F                     | Responses)            |            |   |                                |  |  |  |   |                         |  |
| Sistek James F Syn                   |                       |            | 2. Issuer Name <b>and</b> Ticker or Trading<br>Symbol |                                |  | 5. Relationship of Reporting Person(s) to Issuer |  |   |                         |  |
|                                      |                       |            | •   | VISTEON CORP [VC]              |  |  |  |   |                         |  |
| (Last)                               | (First) (M            | iddle)     | 3. Date of  | Earliest Trans                 | action   |  | (Chec  | k all applicable                                      | e)                      |  |
|                                      |                       |            | (Month/Da   |                                |  |  | Director   |   | 6 Owner                 |  |
|                                      |                       |            | 02/28/20  | 02/28/2012                     |  |  | XOfficer (give titleOther (specify below) below) |   |                         |  |
| VILLAGE (                            | CENTER DRIVE          |            |   |                                |  |  | /  | ice President   |                         |  |
| (Street) 4. If An                    |                       |            | 4. If Amer  | If Amendment, Date Original    |  |  | 6. Individual or Joint/Group Filing(Check        |   |                         |  |
| Filed(                               |                       |            |   | iled(Month/Day/Year)           |  |  | Applicable Line)                                 |   |                         |  |
| VAN BURE                             | ZNI                   |            |   |                                |  |  | _X_ Form filed by C<br>Form filed by M           | Ine Reporting Po<br>Iore than One Ro                  |                         |  |
| TOWNSHI                              |                       |            |   |                                |  |  | Person   |   |                         |  |
| (City)                               |                       | Zip)       | Table   | e I - Non-Deri                 | ivative S  | ecurities Ac                                     | quired, Disposed of                              | f, or Beneficia                                       | lly Owned               |  |
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date   | 2A. Dee    | emed 3. 4. Securities                                 |                                |  | ies  | 5. Amount of                                     | 6. Ownership  | 7. Nature of            |  |
|                                      | (Month/Day/Year)      |            | on Date, if   | TransactionAcquired (A) or     |  |  | Securities F                                     | Form: Direct  | Indirect                |  |
|                                      | any<br>(Month         |            | /Day/Year)  |                                | Code Disposed of (D)<br>(Instr. 8) (Instr. 3, 4 and 5) |  | •  | (D) or<br>Indirect (I)                                | Beneficial<br>Ownership |  |
|                                      |                       | (intointii | Duj, Ioui)  | (111511:0) (                   | insu: 5,   | rund 5)  | Following  | (Instr. 4)  | (Instr. 4)              |  |
|                                      |                       |            |   |                                |  | (A)  | Reported<br>Transaction(s)                       |   |                         |  |
|                                      |                       |            |   | Code V                         |  | or<br>(D) Drive                                  | (Instr. 3 and 4)                                 |   |                         |  |
|                                      |                       |            |   | Code V A                       | Amount   | (D) Price  |  |   |                         |  |

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

Α

Common

Stock (1)

02/28/2012

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

48,894

D

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1,974

Α

<u>(1)</u>

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| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transacti<br>Code<br>(Instr. 8) | 5. Number<br>onof Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | f Derivative Expiration Date<br>ecurities (Month/Day/Year)<br>acquired<br>A) or<br>Disposed of<br>D)<br>Instr. 3, 4, |                    | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |  |
|---|---|---|---|---------------------------------------|---|--|--------------------|---|--|
|   |   |   |   | Code V                                | (A) (D)   | Date<br>Exercisable  | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |
| Employee<br>Stock Option<br>(right to buy)          | \$ 53.57  | 02/28/2012                              |   | А                                     | 3,996   | (2)  | 02/27/2022         | Common<br>Stock   | 3,996                                  |
| Performance<br>Rights                               | <u>(3)</u>  | 02/28/2012                              |   | А                                     | 4,359   | <u>(3)</u>   | 12/31/2014         | Common<br>Stock   | 4,359                                  |

## **Reporting Owners**

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

| Heidi A. Sepanik, Secretary, Visteon Corporation on behalf of James F. | 03/01/2012 |
|--|------------|
| Sistek   | 03/01/2012 |
|  |            |

<u>\*\*</u>Signature of Reporting Person

## **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).
- These shares are an award of common stock under Visteon's 2010 Incentive Plan, acquired without payment by me. These shares are(1) restricted from sale, with restrictions lapsing on one third after one year from the date of grant, two-thirds after two years from the date of grant and in full after three years.
- (2) The option is exercisable to the extent of one third of the shares optioned after one year from the date of grant, two-thirds in two years and in full after three years.

Each performance right represents a contingent right to receive one share of Visteon common stock. The vesting of the performance

(3) rights is based on relative total shareholder return over a three year performance period and payable in stock or cash at the election of Visteon, subject to tax withholding.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Date