SEC Form 4

FORM 4

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

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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F	iled pursuant to Section 16(a) of the Securities Exchange Act of 1934
	or Section 30(h) of the Investment Company Act of 1940

			of Section 30(f) of the investment Company Act of 1940				
1. Name and Address of Reporting Person* Lawande Sachin		on [*]	2. Issuer Name and Ticker or Trading Symbol <u>VISTEON CORP</u> [VC]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) VISTEON COF	(First) (Middle)		3. Date of Earliest Transaction (Month/Day/Year) 07/20/2023	X	Director Officer (give title below) CEO & Presid	10% Owner Other (specify below) lent	
ONE VILLAGE CENTER DRIVE		Е	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)			
(Street)				X	Form filed by One Repo	rting Person	
VAN BUREN TOWNSHIP	MI	48111			Form filed by More than Person	One Reporting	
			Rule 10b5-1(c) Transaction Indication				
(City)	(State)	(Zip)	X Check this box to indicate that a transaction was made pursuant to satisfy the affirmative defense conditions of Rule 10b5-1(c). See In			hat is intended to	

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. 4. Securities Acquired (A) or Transaction Disposed Of (D) (Instr. 3, 4 and 5) Code (Instr. 8)		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership			
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	07/20/2023		M ⁽¹⁾		10,000	A	\$94.77	256,352	D	
Common Stock	07/20/2023		S ⁽¹⁾		5,471	D	\$153.11 ⁽²⁾	250,881	D	
Common Stock	07/20/2023		S ⁽¹⁾		3,431	D	\$154.31 ⁽³⁾	247,450	D	
Common Stock	07/20/2023		S ⁽¹⁾		1,098	D	\$154.89(4)	246,352	D	
Common Stock	07/21/2023		M ⁽¹⁾		10,000	A	\$94.77	256,352	D	
Common Stock	07/21/2023		S ⁽¹⁾		1,100	D	\$154.89(5)	255,252	D	
Common Stock	07/21/2023		S ⁽¹⁾		1,400	D	\$156.65(6)	253,852	D	
Common Stock	07/21/2023		S ⁽¹⁾		936	D	\$157.83(7)	252,916	D	
Common Stock	07/21/2023		S ⁽¹⁾		3,477	D	\$159.1 ⁽⁸⁾	249,439	D	
Common Stock	07/21/2023		S ⁽¹⁾		3,087	D	\$159.63 ⁽⁹⁾	246,352	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 8. Price of Derivative Security 1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and 9. Number of 10. 11. Nature 4. Transaction Code (Instr. 8) Derivative Security Conversion or Exercise Date (Month/Day/Year) Execution Date, if any Expiration Date (Month/Day/Year) Amount of Securities derivative Ownership Form: of Indirect Beneficial Derivative Price of Derivative Security (Month/Dav/Year) Underlying Derivative Security (Instr. 3 and 4) Direct (D) (Instr. 3) Securities (Instr. 5) Beneficially Ownership Acquired (A) or Disposed Owned Following or Indirect (I) (Instr. 4) (Instr. 4) Reported Transaction(s) of (D) (Instr. 3, 4 (Instr. 4) and 5) Amount Number Expiration Date Date v (A) (D) Exercisable Title Shares Code Employee stock **M**⁽¹⁾ Commor \$94.77 07/20/2023 10.000 (10) 03/02/2024 10,000 \$0.00 26.671 D option Stock (right to buy) Employee stock Commor **M**⁽¹⁾ option \$94.77 07/21/2023 10.000 (10)03/02/2024 10,000 \$0.00 16,671 D Stock . (right to buy)

Explanation of Responses:

1. The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 10, 2023.

2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$152.60 - \$153.56, inclusive. The reporting person undertakes to provide to Visteon Corporation, its shareholders or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in the footnotes to this Form 4.

3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$153.76 - \$154.73, inclusive.

4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$154.78 - \$155.06, inclusive.

5. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$154.46 - \$155.15, inclusive.

6. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$156.16 - \$157.15, inclusive.

7. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$157.40 - \$158.36, inclusive.

8. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$158.52 - \$159.50, inclusive.

9. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$159.53 - \$159.79, inclusive. 10. 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.

Remarks:

<u>Heidi A. Sepanik, Secretary,</u> <u>Visteon Corporation on behalf</u> 07/24/2023 of Sachin S. Lawande

** Signature of Reporting Person Date

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

* 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).

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

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 Number.