
**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) February 25, 2014

VISTEON CORPORATION

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

1-15827
(Commission
File Number)

38-3519512
(IRS Employer
Identification No.)

**One Village Center Drive,
Van Buren Township, Michigan**
(Address of principal executive offices)

48111
(Zip Code)

Registrant's telephone number, including area code (800)-VISTEON

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communication pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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SECTION 7 – REGULATION FD

Item 7.01. Regulation FD Disclosure.

Senior executives and other leaders of Visteon Corporation (the “Company”) are expected to make presentations on February 25, 2014 to investors and security analysts at the Company’s investor event in New York, New York, which will include a discussion of the Company’s global operations, products and technology. In connection with such presentations, the Company is making available the presentation slides attached hereto as Exhibit 99.1, which are incorporated herein by reference.

The information contained in Exhibit 99.1 shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

SECTION 9 – FINANCIAL STATEMENTS AND EXHIBITS

Item 9.01. Financial Statements and Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Presentation slides from the Company’s presentations at the Company’s investor event to be held on February 25, 2014 in New York, New York.

SIGNATURE

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 hereunto duly authorized.

VISTEON CORPORATION

Date: February 25, 2014

By: /s/ Michael J. Widgren

Michael J. Widgren

Senior Vice President, Corporate Controller and
Chief Accounting Officer

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>	<u>Page</u>
99.1	Presentation slides from Visteon Corporation's presentations at the Visteon Corporation investor event to be held on February 25, 2014 in New York, New York.	



Halla Visteon Climate Control Corp.



2014 Investor Day

Tim Leuliette
February 25, 2014

Overview

- Global auto supplier of climate, electronics and interiors products
- Worldwide manufacturing/engineering footprint with emphasis on low-cost regions
- Strategically positioned to capitalize on emerging-market growth
- 2013 consolidated sales of \$7.4 billion

Key Businesses



Climate

- HVAC Systems
- Powertrain Cooling
- EV & Hybrid Battery Cooling
- Compressors
- Fluid Transport



Electronics

- Audio and Infotainment
- Information and Controls
- Vehicle Electronics



Interiors

- Cockpit Modules
- Instrument Panels
- Consoles
- Door Trim

2013
Sales

\$4.9 Billion

\$1.5 Billion
(\$3.0 Billion w/ YFVE Consolidation
and JCI Acquisition)

\$1.3 Billion



Solid financial performance

- 2013 Adjusted EBITDA (including equity income and NCI) of \$704 million, up \$78 million Y/Y

• Visteon business drastically simplified and easier to understand



- Contributed Climate business to Halla in Q1 2013 to create Halla-Visteon Climate Control (HVCC)
- Announced sale of YFV for net cash proceeds of ~\$1.2 billion (pre-tax)
- Consolidating YFVE, through increased ownership
- Simplified corporate structure and fixed cost / SG&A reductions

• Focused on two world-class, market-leading businesses

- #2 in Climate, becoming #2 in Driver Information and Controls with acquisition of JCI electronics
- Two high growth, high margin businesses with industry-leading technologies






Focused on Optimizing Visteon's Core Business Portfolio

Focused on Two Highest Margin Products



Product Portfolio

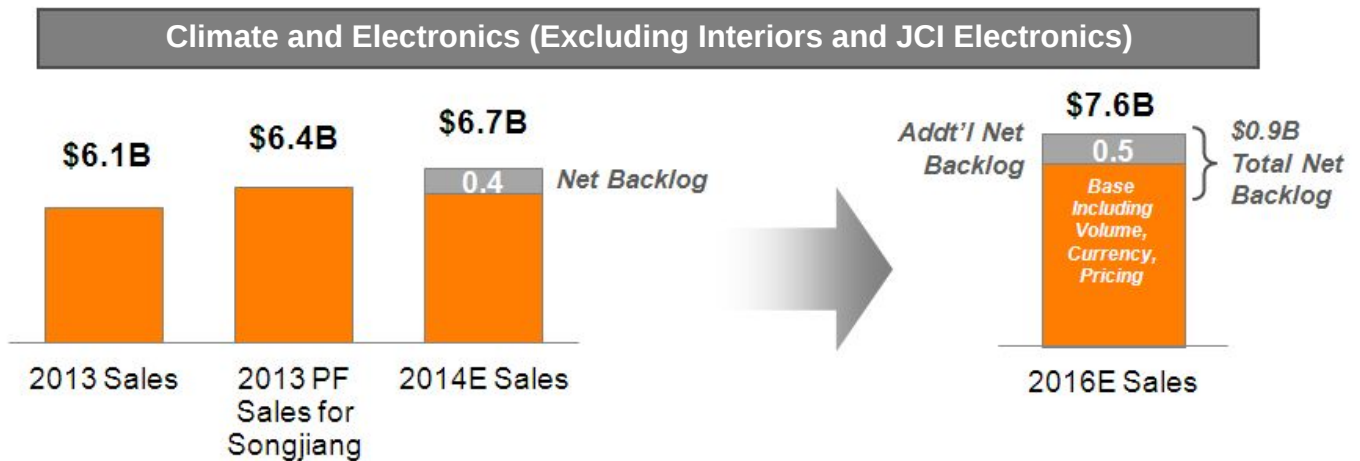
	<u>Sales</u> ⁽¹⁾	<u>% Margin</u> ⁽¹⁾	
 Climate	\$4.9 Billion	10.6%	<ul style="list-style-type: none">• #2 climate player globally• One of only two “full-line” suppliers• \$680 million backlog
 Electronics	\$1.5 Billion	8.3%	<ul style="list-style-type: none">• #3 global market position in information and controls post JCI acquisition• Full cockpit electronics portfolio
 Interiors	\$1.3 Billion	1.9%	<ul style="list-style-type: none">• Plans in place to divest• Continue to invest in business

Continue to Optimize Our Product Portfolio

Strong Products & Technology Driving Growth



- At last year's Deutsche Bank Conference, Visteon disclosed an \$800 million backlog (new incremental business net of lost business which will launch over the next 3 years)
 - 99% related to core Climate and Electronics
 - 48% of the backlog launched in 2013 (2013 sales projected to be over \$500 million higher than 2012)
- Visteon current three-year backlog for core Climate and Electronics stands at ~\$900 million
 - \$350 million in 2014, \$400 million in 2015, \$150 million in 2016



Strong Three-Year Backlog in Core Climate & Electronics

2017 Targets: The Investment Premise



	2013A ⁽¹⁾	Guidance Midpoint ⁽¹⁾		
		2014E	2017E	'17 vs. '13
Includes Interiors	✓	✓	X	
Includes JCI Electronics	X	X	✓	
Sales	\$7.4B	\$7.8B	~\$9.7B	31% ↑
Adjusted EBITDA (2013 Definition)	\$704M			
Adjusted EBITDA (2014/Peer Definition) ⁽²⁾	\$600M	\$680M	~\$1,000M	67% ↑
Adjusted Free Cash Flow (ex. impact of YFV transaction)	\$149M	\$125M	~\$350M	135% ↑
Wt. Avg. Shares Outstanding ⁽³⁾	51.1M	~45.5M	~40.2M	21% ↓

(1) 2013 and 2014 exclude impact of Interiors exit and JCI Electronics acquisition.

(2) Excludes Equity Income and NCI.

(3) Assumes \$500 million in share repurchases in 2014. Assumes full \$875 million authorized program completed by end of 2015.

Our Near Term Focus to Achieve 2017 Targets...



Maintain Focus on Core Value-Creating Assets

- Climate and Electronics businesses are market leaders
- Both exhibit higher than segment growth



- **Optimize Electronics**

- Address Electronics' strategy and global position and integrate JCI Electronics
- Integrate Yanfeng Electronics non-consolidated operations

- **Divest Interiors**

- Non-core business
- Sale or alternative strategic placement of business



- **Drive Further Overhead Cost Savings**

- Continue to execute fixed cost and SG&A cost reductions
- Achieve lean corporate overhead structure



Continue to Address Legacy Issues



Focused on Growing our Core Businesses and Addressing Legacy Issues



www.visteon.com

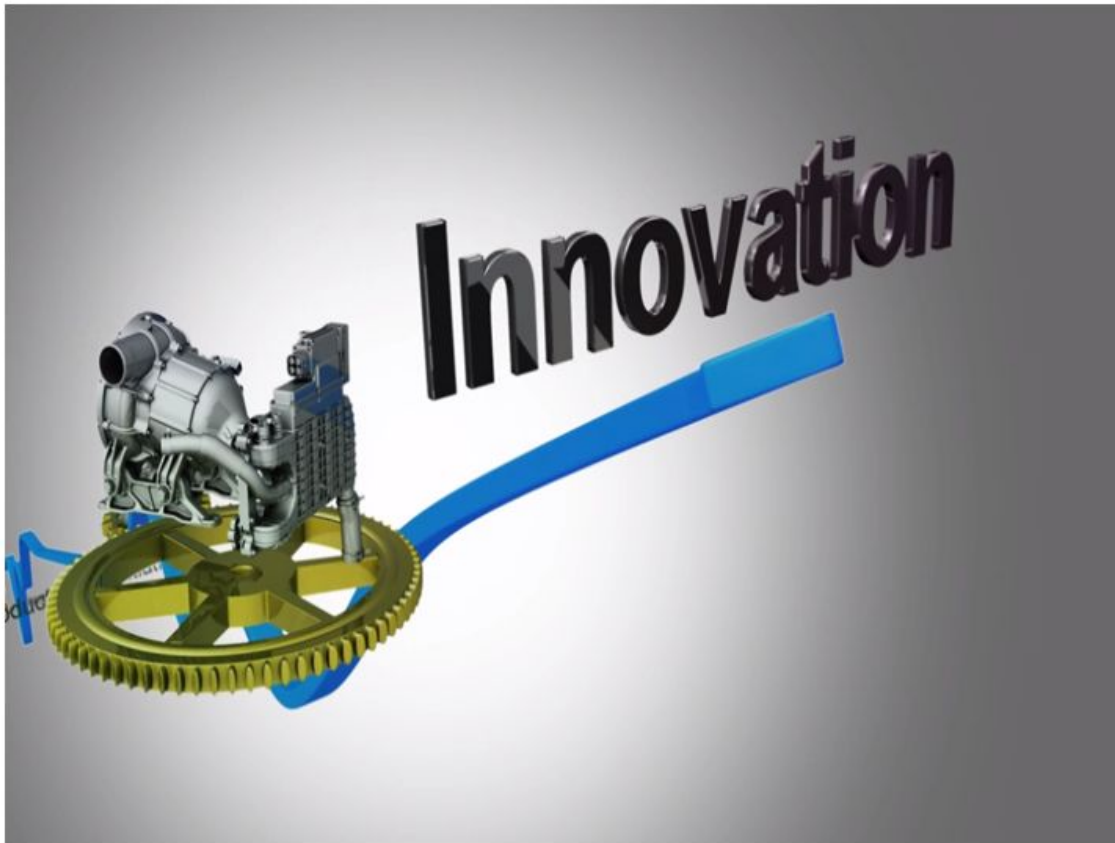


Halla Visteon Climate Control Corp.



HVCC Product / Technology Strategy

YH Park
Feb. 25, 2014



Financial Highlights



Financial Highlights

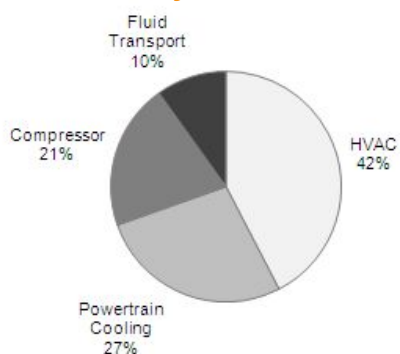
- Strong growth profile with \$680 million backlog
 - 7% sales CAGR between 2014 and 2017
 - China sales now exceed \$900 million annually
- Strong balance sheet, with net cash position
- Stock price up 64% in 2013

FY 2013 Financial Results

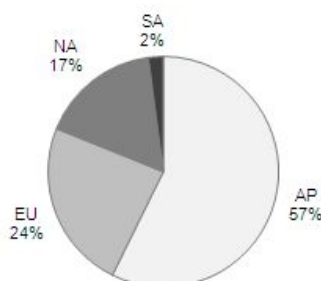
	(Dollars in Millions)	2013	B/(W) '12
Sales		\$4,871	↑ 14%
Adjusted EBITDA ⁽¹⁾		\$514	
% Margin ⁽¹⁾		10.6%	

2013 Sales Breakdown

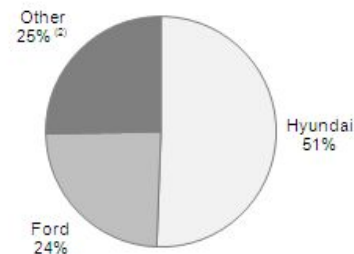
By Product



By Region

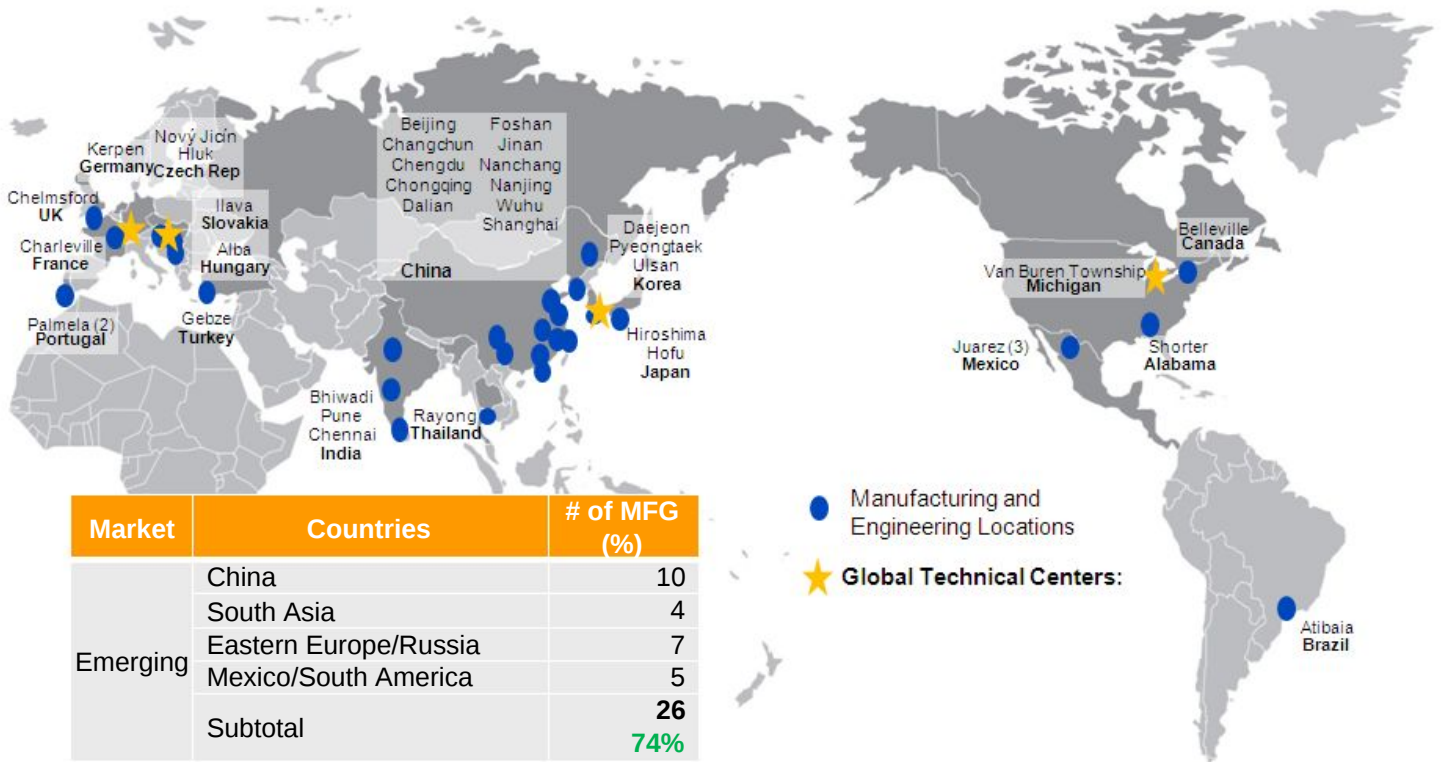


By Customer



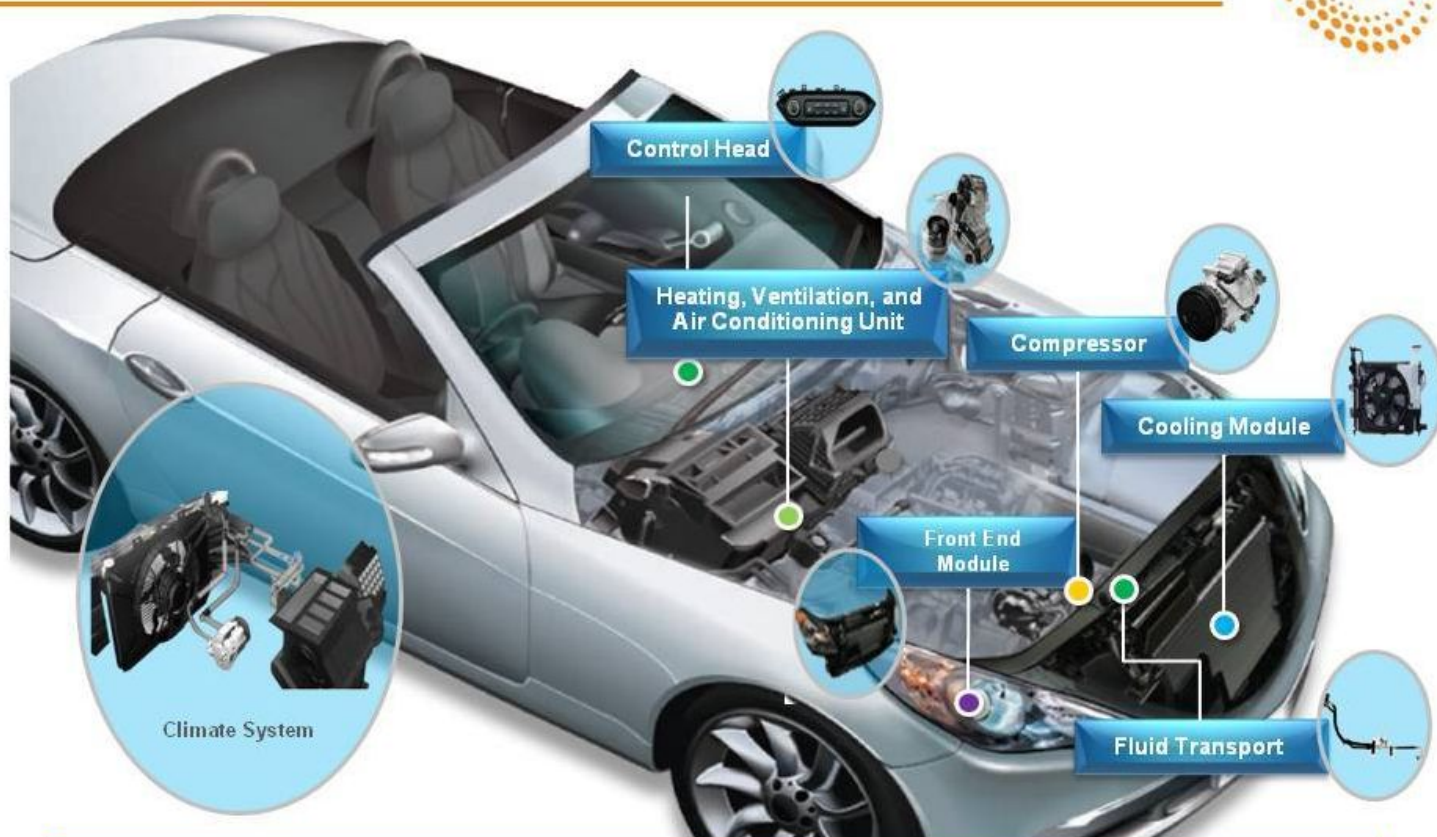
- ✓ Clear #2 global climate player, with 13% market share
- ✓ Leading product and technology portfolio
- ✓ One of only two “full-line” suppliers
- ✓ Customer-focused solutions provider with a worldwide presence
- ✓ Global manufacturing footprint supporting OEMs
- ✓ Gaining share in growing markets

A World-Class Climate Organization



35 Manufacturing Facilities and Four Technical Centers
Headquarters: Daejeon, Korea

Automotive Climate Control Systems

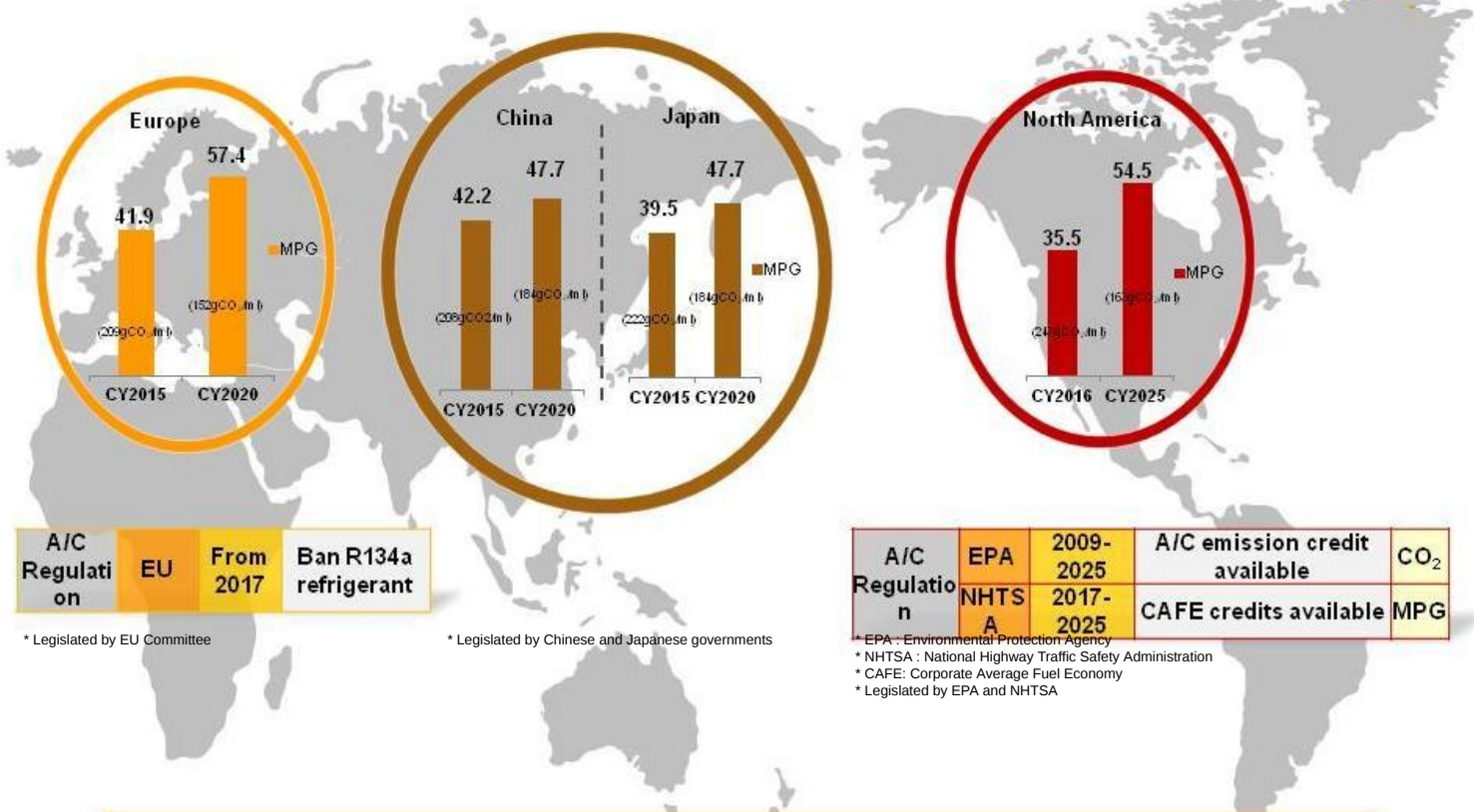


One of Two Full-Line Systems Providers



Compressor

A/C System Operation Impacts Fuel Economy



Strict Fuel Economy Standards and Emissions-Related Regulations



- Demand increase for HEV / EV / FC
- Alternative refrigerant systems
 - R744 and R1234yf

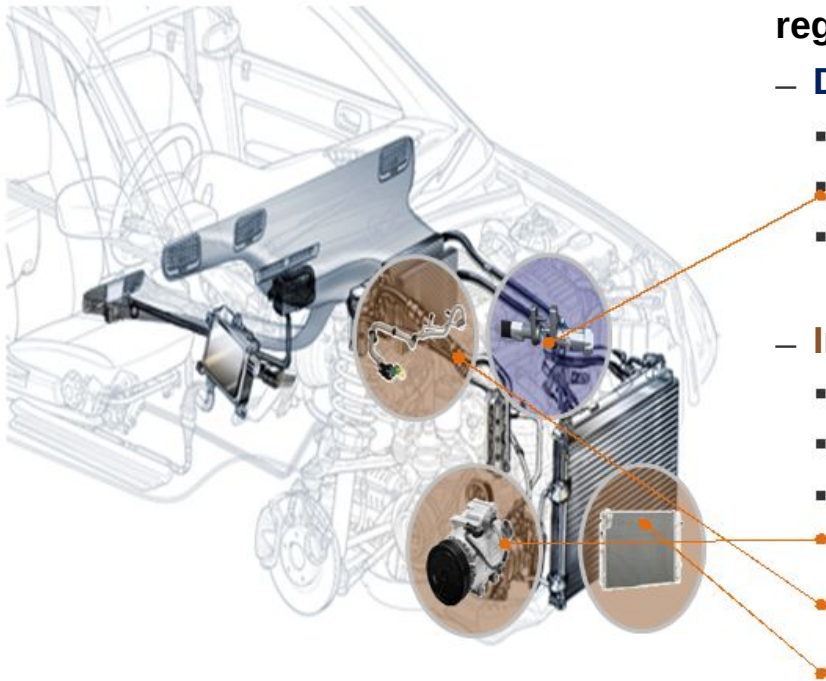


- Cabin air quality
- Comfort control
- Reduced noise, vibration and harshness (NVH)



- High efficiency system for fuel economy
 - Engine downsizing with turbo charger
 - Weight reduction
 - Heat recovery
 - Stop-Start

Solutions That Address Market and Industry Demands



- **Conventional products to meet regulations:**

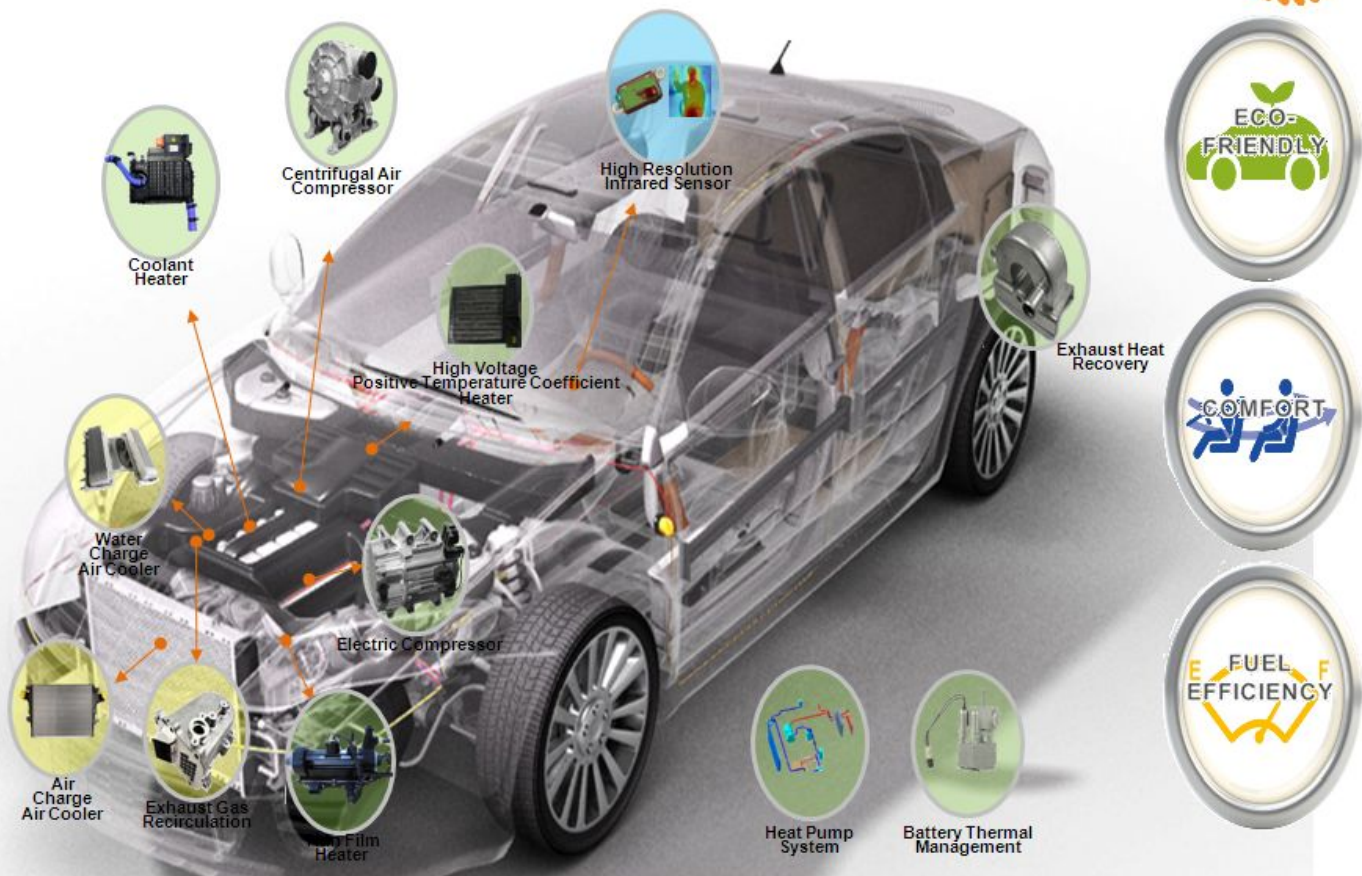
- **Direct contribution**

- Metal Seal Fitting
- R744 System
- 1234yf System

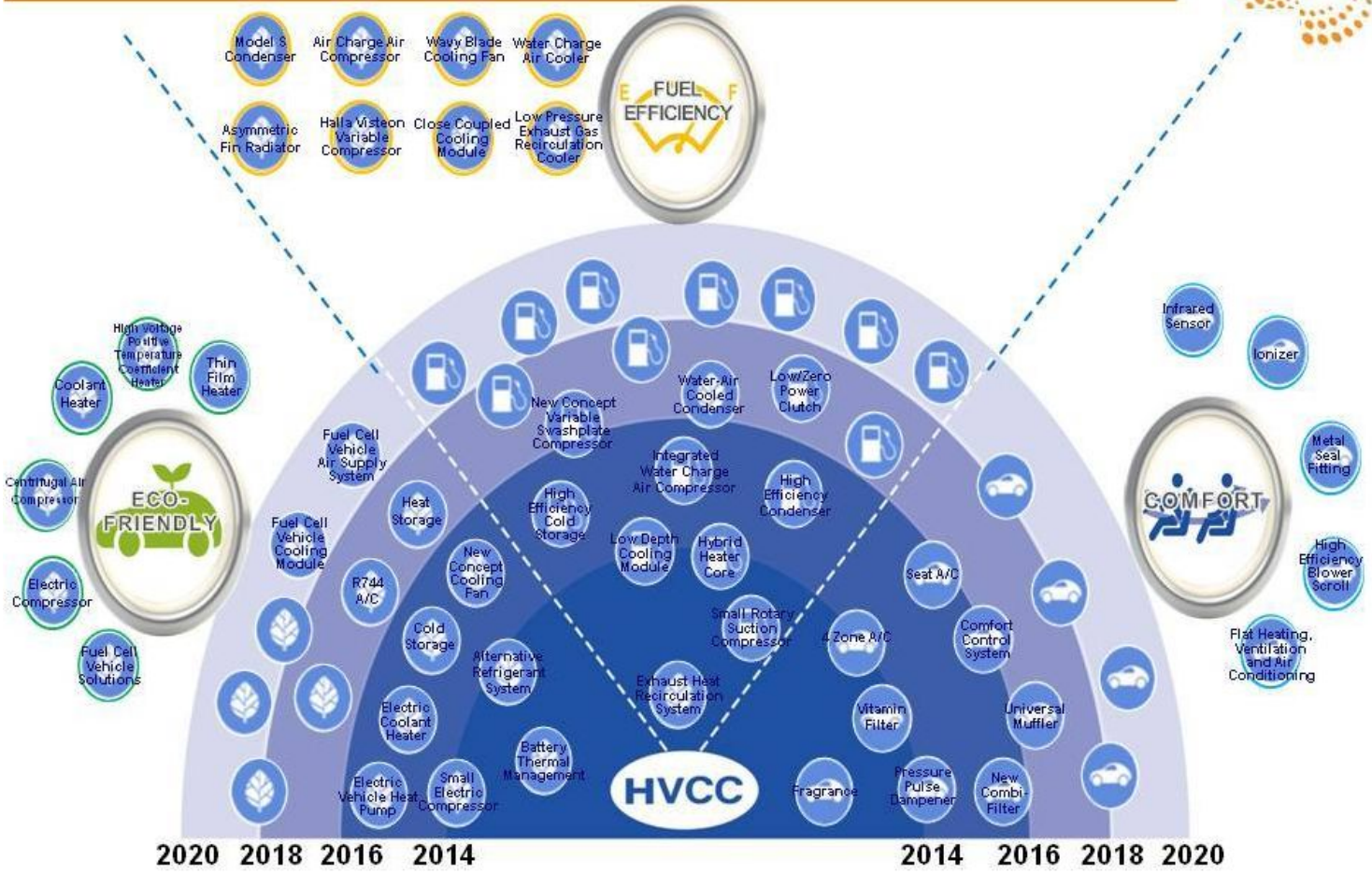
- **Indirect contribution**

- Variable Compressor
- Internal Heat Exchanger (HEX)
- Improved Condenser and Evaporator

Conventional Market Appreciated Products

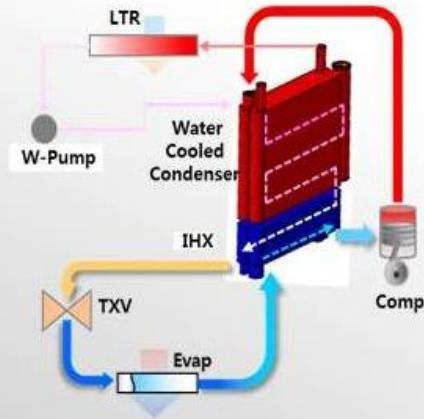


HVCC Technology Roadmap



IHX Sub-Cooled Water Cooled Condenser

IHX Sub-Cooled Water Cooled Condenser



Mechanism

- Water cooled condenser provides better cooling performance, compared to conventional air cooled condensers
- IHX cools down again refrigerant that is already cooled by water cooled condenser

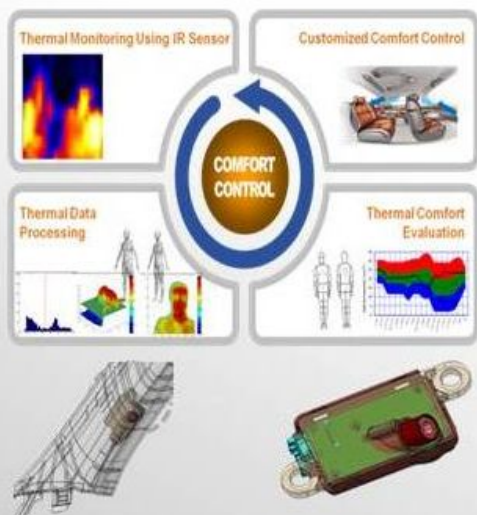
Customer Benefit

- Compressor power consumption reduced by 20%
→ Provides additional 1.1 g/mile CO₂ credits to customers
- Integration of IHX with water cooled condenser
→ World's first

IHX : Internal Heat Exchanger

Adaptive Temperature Control Using High Resolution IR Sensor

High Resolution IR Sensor



Mechanism

The infrared red sensor:

- Detects a human body separate from cabin with increased accuracy
- Analyzes vehicle occupants (e.g., number of passengers, seating area, height, weight, clothes, body heat, etc.) to optimize and fully automate the climate control

Customer Benefit

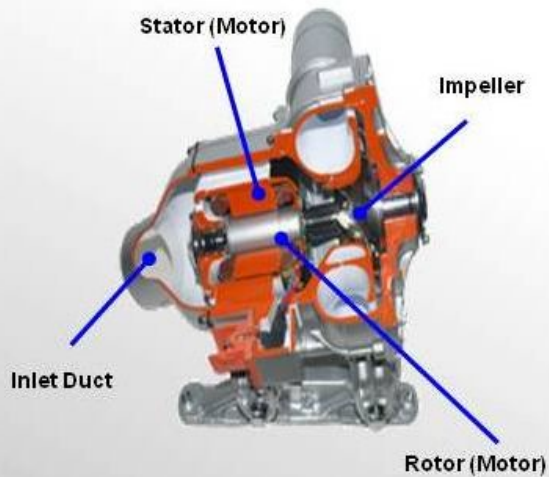
- Offers customized passenger thermal comfort
- Improves fuel efficiency 3%

2013 award for excellence in new technology by HMG

IR Sensor : Infrared Sensor

Centrifugal Air Compressor

Centrifugal Air Compressor



Mechanism

- Provides compressed and pressurized air as needed to the fuel cell stack to create a hydrogen chemical reaction

Customer Benefit

- 17% improvement of performance, compared to screw type for a 2% fuel efficiency improvement
- Compact size and weight
- Operates at high rotating speeds with low noise

Fuel cell: powers fuel cell vehicle

Wavy Blade Fan



2007
Pace Award Winner

Metal Seal Fitting



2013
PACE Award Winner

Centrifugal Air Compressor



2014
PACE Award Finalist

Zero Waste Dispense Compressor Coating



2014
PACE Award Finalist

Industry Recognition for Innovative Technology Development

- ✓ Market-leading and differentiated solutions
- ✓ Ready to earn maximum U.S. regulation A/C credits
- ✓ Focused on delivering innovative solutions that are eco-friendly, efficient and deliver comfort
- ✓ Above market growth through customer diversification and continuous stream of new products
- ✓ Margin performance based on operational efficiency and technical innovation

Automotive Thermal Energy Management Solution Provider



www.visteon.com



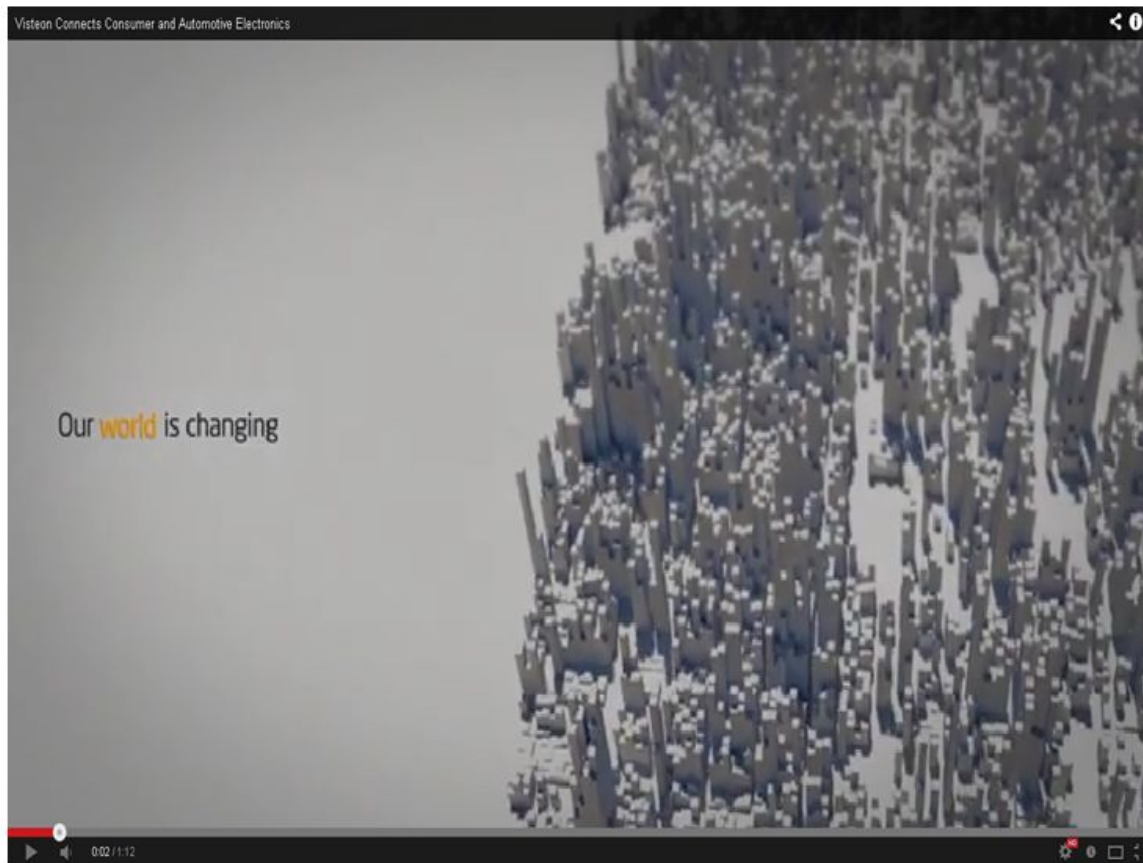
Halla Visteon Climate Control Corp.



Visteon Electronics

Martin Thall
President Electronics Group
February 25, 2014

Our World Is Changing



At the intersection of
Consumer Electronics
and the **Connected Automobile**



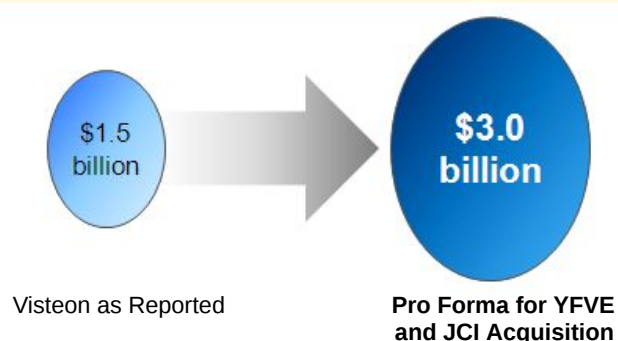
SafetyCritical
Secure
Automotive Robustness
Reliability DriverExperience
MinimizeDistraction
Connected

Services
Entertainment Data
Communications Navigation
Media Social TheCloud
Location Apps

Visteon Electronics Today

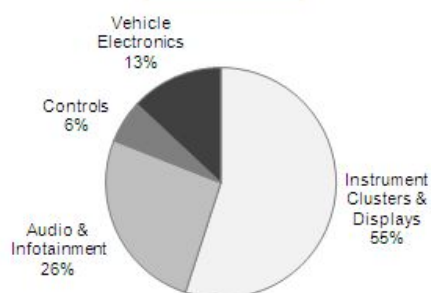
- Strong global market position in cockpit ecosystem, with above market growth and industry leading technology
- 2012 to 2017 12% revenue CAGR forms solid foundation for value creation
- YFVE consolidation and acquisition of JCI Electronics will transform Visteon Electronics to one of three large consolidators in exploding cockpit ecosystem along with Conti and Denso

FY 2013 Sales

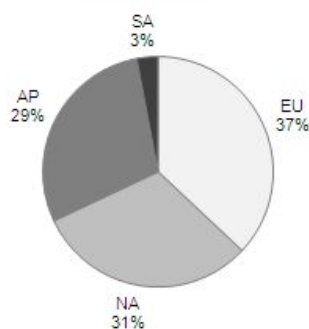


2013 Pro Forma Sales Breakdown (Post JCI Acquisition)

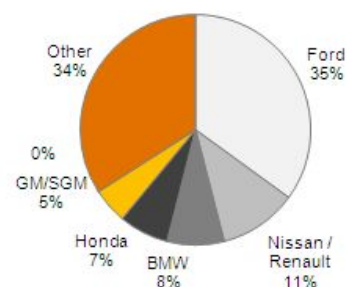
By Product



By Region

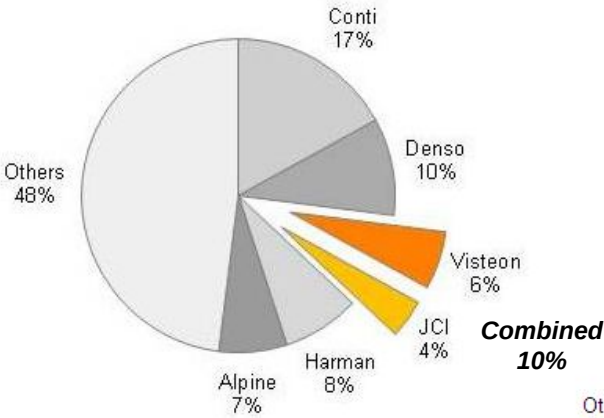


By Customer



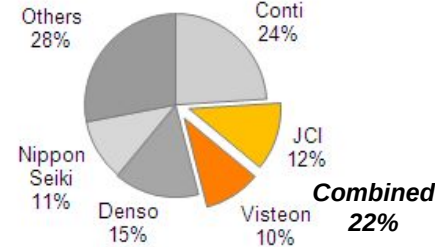
Pro Forma Market Share

Cockpit Electronics

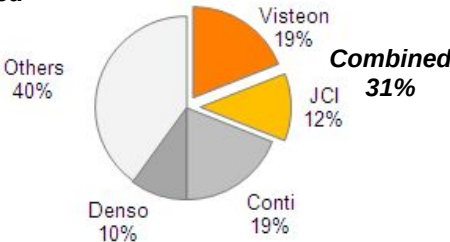


Key Visteon Cockpit Electronics Markets

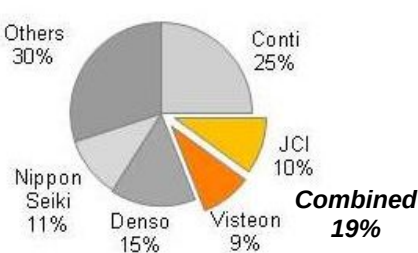
Driver Information



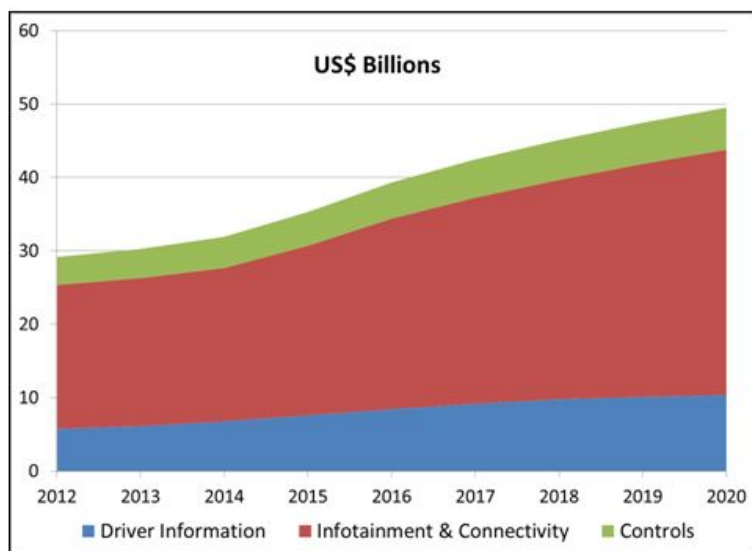
Displays



Instrument Clusters



Visteon is Positioned to Be One of the Major Forces in the HMI Conversion of the Vehicle to the “Largest Mobile Device a Consumer Will Ever Purchase”



\$50B by 2020



Connectivity Devices in 2020 exceed 40M / year.

25%

CAGR 2014-'17
10%

New Market Entrants



Heads Up Display Goes Mainstream

>25% CAGR

CAGR 2014-'17
16%
Color Display Market Value \$

Infotainment growth forecast *shifts* to entry/mid systems (26% in 2014)

7 Out of 10 Consumers want personalised HMI

Sources: Visteon global display and infotainment forecast Feb 2014, Visteon consumer research Oct 2013, GSMA/SBD telematics forecast Feb 2014, Strategy Analytics Metrix forecast Feb 2014



Instrument
Clusters



Displays



Control
Panels



Climate
Controls

LightScape™



*High
Resolution*

Reconfigurable

*Color
Display*

**Launched in January 2014
@ CES2014**



Audio
Head Units



Infotainment



Connectivity
Solutions



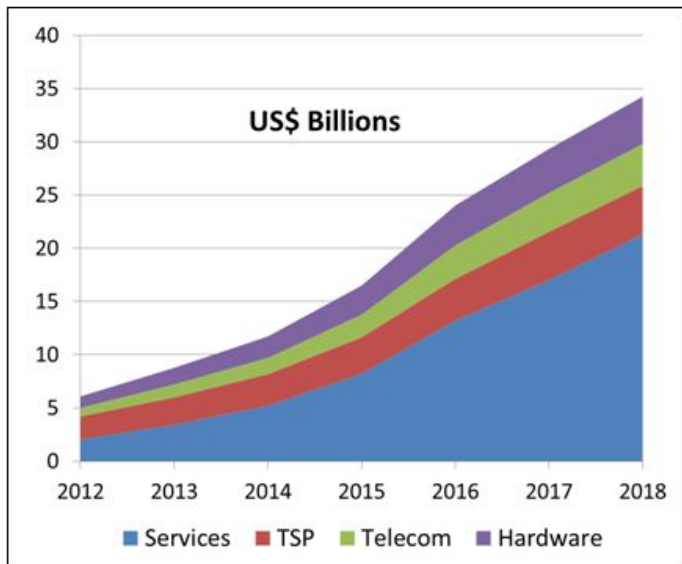
Audio
Components

OpenAir™



Open Architecture | *HMI Command & Control* | *Access Off-board content & services*

**Launched in January 2014
@ CES2014**



\$30B by 2018



\$20B by 2018



Revenues from **Services** drives rapid growth

Cost of mobile device security to grow to **\$1.9B** by 2015



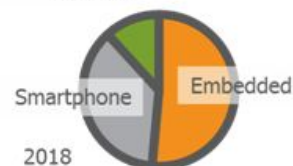
FOTA



60% of Warranty cost are SW

Embedded and Smartphone solutions win

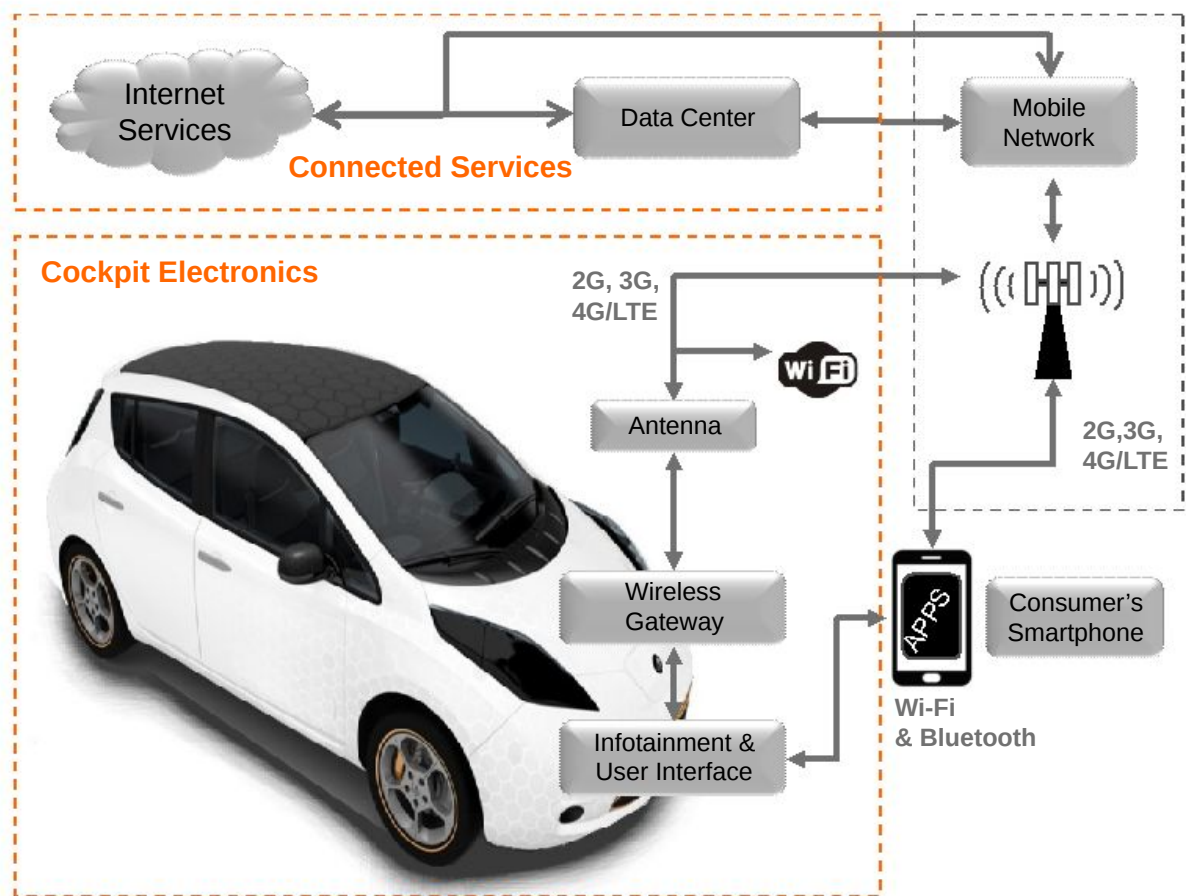
Tethered



\$5B Hardware in 2018

Big Data worth **\$1400 per vehicle** per year

Sources: Visteon infotainment & connectivity forecast Feb 2014, Cisco IBSG practice Connected Vehicle Report, Frost and Sullivan Connected Car Big data Webinar Jan 2014, Microsoft Security Intelligence Report, Panda Security, Consumer Reports, GSMA/SBD telematics forecast Feb 2014, Strategy Analytics Metrix forecast Feb 2014





Leveraging strengths in
Human Machine Interfaces and **Connectivity** with a Focus on **Safety**



USER INTERFACES

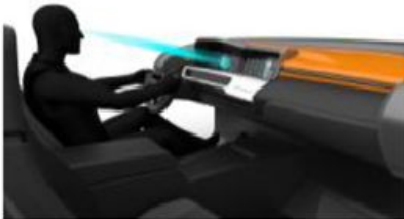
Horizon Cockpit Concept

Hand gestures replicated as a virtual hand interacting on the cockpit's dual-layered display.



HMeye Cockpit Concept

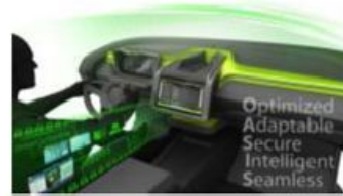
Uses eye tracking to select and interact with vehicle features



CONNECTIVITY

OASIS Cockpit Concept

A secure data pipe actively switches connectivity methods (modem, phone tether, WIFI)



CONCEPT CARS

Renault – Visteon Collaboration

Occupants interact with highly connected car features including delegated driving.





www.visteon.com