SEC Form 4	
------------	--

 $\Box$ 

### FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPF	ROVAL							
OMB Number:	3235-0287							
Estimated average burden								
	0.5							

nours per response:	0.5
Estimated average burden	

						nvestine		inpuny / tot o	1 10 40							
1. Name and Address of Reporting Person <sup>*</sup> Pardus Capital Management L.P.				2. Issuer Name and Ticker or Trading Symbol <u>VISTEON CORP</u> [ VC ]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner					
(Last) 590 MA	(Fi DISON AVI		3. Date of Earliest Transaction (Month/Day/Year) 06/14/2007						Officer (give title Other (specify below) below)							
				4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable				
(Street) NEW YORK NY 10022												Line) X Form filed by One Reporting Person Form filed by More than One Reporting				
(City)	(St	ate)	(Zip)								Pers	son				
		Tab	le I - Non-Deri	vative S	Securities Acc	quired	, Dis	posed of	, or Ber	neficia	ally Own	ed				
Date		2. Trans Date (Month/	action Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Disposed C Code (Instr. 5)		ities Acquired (A) or d Of (D) (Instr. 3, 4 and		Benefic Owned	ies cially Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership				
						Code	v	Amount	(A) or (D) Price			ed ction(s) 8 and 4)		(Instr. 4)		
Common	Common Stock, par value \$1.00 per share 06/14/2		4/2007		Р		5,400	A	\$ <mark>8</mark> .1	13 23,7	705,400	Ι	See footnote <sup>(1)</sup>			
Common Stock, par value \$1.00 per share 06/14/2		4/2007		Р		11,300	Α	\$ <mark>8</mark> .1	23,7	716,700	Ι	See footnote <sup>(1)</sup>				
Common Stock, par value \$1.00 per share 06/14/2		4/2007		Р		1,000	Α	\$ <mark>8</mark> .1	15 23,7	717,700	Ι	See footnote <sup>(1)</sup>				
Common Stock, par value \$1.00 per share 06/14/2		4/2007		Р		6,000	Α	\$ <mark>8</mark> .1	16 23,7	723,700	Ι	See footnote <sup>(1)</sup>				
Common Stock, par value \$1.00 per share 06/14/2		4/2007		Р		29,100	Α	\$ <mark>8</mark> .1	23,7	752,800	Ι	See footnote <sup>(1)</sup>				
Common Stock, par value \$1.00 per share 06/14/2		4/2007		Р		21,300	Α	\$ <mark>8</mark> .1	18 23,7	774,100	Ι	See footnote <sup>(1)</sup>				
Common Stock, par value \$1.00 per share 06/14/2		4/2007		Р		1,100	A	\$ <mark>8</mark> .1	19 23,7	775,200	Ι	See footnote <sup>(1)</sup>				
Common Stock, par value \$1.00 per share 06/14		4/2007		Р		59,100	Α	\$ <mark>8</mark> .	2 23,8	334,300	Ι	See footnote <sup>(1)</sup>				
Common Stock, par value \$1.00 per share 06/14/		4/2007		Р		16,100	Α	\$ <mark>8</mark> .2	21 23,8	350,400	Ι	See footnote <sup>(1)</sup>				
Common Stock, par value \$1.00 per share 06/14		4/2007		Р		10,800	A	\$ <mark>8</mark> .2	22 23,8	361,200	Ι	See footnote <sup>(1)</sup>				
Common Stock, par value \$1.00 per share 06/14/2		4/2007		Р		33,100	Α	\$ <mark>8</mark> .2	23 23,8	394,300	Ι	See footnote <sup>(1)</sup>				
Common Stock, par value \$1.00 per share 06/14/2			4/2007		Р		10,400	A	\$ <mark>8</mark> .2	24 23,9	904,700	Ι	See footnote <sup>(1)</sup>			
Common Stock, par value \$1.00 per share 06/14/2			4/2007		Р		70,300	Α	\$ <mark>8</mark> .2	25 23,9	975,000	Ι	See footnote <sup>(1)</sup>			
		Ta	able II - Deriva (e.g., p		curities Acqu IIs, warrants,						y Owned					
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. Transact Code (In 8)		6. Date Exercisable and Expiration Date (Month/Day/Year) Secur Under Deriva Secur		7. Title and Amount of Securities Underlying Derivative Security (I and 4)	]	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficially Owned Following Reported Transactior (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)			

Date Exercisable

Code V

(A) (D)

Expiration Date Amount or Number

of Shares

Title

1. The securities beneficially owned by Pardus Capital Management L.P., a Delaware limited partnership ("PCM") for which Pardus Capital Management LLC, a Delaware limited liability company (the "Manager"), serves as general partner, are owned directly by Pardus Special Opportunities Master Fund L.P., a limited partnership formed under the laws of the Cayman Islands (the "Fund"). PCM is deemed to be the indirect beneficial owner of the securities reported herein by reason of its position as investment manager of the Fund and it possesses sole power to vote and direct the disposition of all securities held by the Fund. PCM disclaims beneficial ownership of any and all such securities in excess of its actual pecuniary interest.

#### **Remarks:**

(2) Mr. Samii is signing in his capacity as sole member of Pardus Capital Management LLC, the general partner of Pardus Capital Management L.P.

#### <u>/s/ Karim Samii (2)</u>

06/15/2007

Date

\*\* Signature of Reporting Person

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.