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

SCHEDULE 13D (Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULE 13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(a)

Under the Securities Exchange Act of 1934 (Amendment No. 9)*

Visteon Corporation
(Name of Issuer)
Common Stock, par value \$1.00 per share
(Title of Class of Securities)
92839U107
(CUSIP Number)
Mr. Timothy Bass Pardus Capital Management L.P. 590 Madison Avenue, Suite 25E New York, New York 10022 (212) 381-7770
With a copy to:
Marc Weingarten, Esq. Schulte Roth & Zabel LLP 919 Third Avenue New York, New York 10022 (212) 756-2000
(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)
August 3, 2007
(Date of Event which Requires Filing of This Statement)
If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box. []
NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other partie to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page. The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following pages)

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1	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)				
	Pardus Capital	Management L.P.			
2	(", [
	(b) [] Not Applicable				
3	SEC USE ONLY				
4	SOURCE OF FUNDS*				
	AF				
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)				
6	CITIZENSHIP OR PLACE OF ORGANIZATION				
	United States				
	7	SOLE VOTING POWER			
		29,000,000			
NUMBER OF SHARES	8	SHARED VOTING POWER			
BENEFICIALLY OWNED BY	Y	-0-			
EACH REPORTING	9	SOLE DISPOSITIVE POWER			
PERSON WITH		29,000,000			
	10	SHARED DISPOSITIVE POWER			
		-0-			
11	AGGREGATE AMOUN	T BENEFICIALLY OWNED BY EACH REPORTING F	PERSON		
	29,000,000				
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*				
	CERTAIN SHARES		[]		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
	22.4%				
14	TYPE OF REPORTING PERSON*				
	IA				
	* SEE	INSTRUCTIONS BEFORE FILLING OUT!			

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The Schedule 13D filed on May 1, 2006 by Pardus Capital Management L.P., a Delaware limited partnership ("PCM"), relating to the shares of common stock, \$1.00 par value (the "Shares"), of Visteon Corporation (the "Issuer"), as amended by Amendment Nos. 1, 2, 3, 4, 5, 6, 7 and 8 to the Schedule 13D, is hereby amended by this Amendment No. 9 to the Schedule 13D.

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION

Item 3 is hereby amended and restated as follows:

All of the funds used to purchase the Shares described in this Schedule 13D came from the working capital of the Fund. A total of approximately \$190.2 million was paid to acquire such Shares.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

Item 5, paragraphs (a) through (c) of the Schedule 13D are hereby amended and restated as follows:

(a) The Reporting Persons beneficially own 29,000,000 Shares, constituting approximately 22.4% of the Shares outstanding.

The aggregate percentage of Shares beneficially owned by the Reporting Persons is based upon 129,639,099 Shares outstanding, which is the total number of Shares outstanding as of May 4, 2007 as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on May 9, 2007.

- (b) PCM possesses sole power to vote and direct the disposition of all of the Shares held by the Fund. Thus, as of the close of business on August 6, 2007, the Reporting Persons may be deemed to beneficially own 29,000,000 Shares, or 22.4% of the Shares deemed issued and outstanding as of that date.
- (c) Information concerning transactions in the Shares effected by PCM since the most recent filing on Schedule 13D is set forth in Schedule A hereto and is incorporated by reference. Unless otherwise indicated, all of such transactions were effected in the open market.

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SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, ${\tt I}$ certify that the information set forth in this statement is true, complete and correct.

Dated: August 7, 2007

/s/ Karim Samii

Karim Samii, in his capacity as the sole member of Pardus Capital Management LLC, the sole general partner of Pardus Capital Management L.P.

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SCHEDULE A

Pardus Special Opportunities Master Fund L.P.

Trade Date Shares Purchased (Sold) Price per Share (\$, excluding execution COSTS) 07/27/2007			
07/27/2007	Trade Date	Shares Purchased (Sold)	
97/27/2007 11,700 6.36 97/27/2007 18,900 6.37 97/27/2007 57,200 6.38 97/27/2007 57,200 6.38 97/27/2007 106,600 6.40 97/27/2007 106,600 6.41 97/27/2007 400 6.42 97/27/2007 400 6.41 97/27/2007 400 6.42 97/27/2007 7,400 6.40 97/27/2007 7,400 6.50 97/27/2007 7,400 6.50 97/27/2007 7,400 6.51 97/27/2007 7,400 6.51 97/27/2007 7,400 6.51 97/27/2007 7,400 6.51 97/27/2007 7,400 6.51 97/27/2007 7,400 6.51 97/27/2007 10,000 6.51 97/27/2007 10,000 6.52 97/27/2007 10,000 6.26 98/01/2007 10,000 6.26 98/01/2007 10,000 6.26 98/01/2007 10,000 6.26 98/01/2007 10,000 6.32 98/01/2007 10,000 6.32 98/01/2007 10,000 6.32 98/01/2007 10,000 6.32 98/01/2007 10,000 6.32 98/01/2007 10,000 6.32 98/01/2007 10,000 6.32 98/01/2007 10,000 6.32 98/01/2007 10,000 6.33 98/01/2007 10,000 6.34 98/01/2007 10,000 6.34 98/01/2007 10,000 6.35 98/01/2007 10,000 6.34 98/01/2007 10,000 6.36 98/01/2007 50,000 6.36 98/01/2007 50,000 6.36 98/01/2007 50,000 6.36 98/01/2007 50,000 6.36 98/01/2007 10,000 6.38 98/01/2007 10,000 6.38 98/01/2007 50,000 6.36 98/01/2007 10,000 6.38 98/01/2007 10,000 6.38 98/01/2007 10,000 6.39 98/01/2007 10,000 6.30 98/01/2007 10,000 6.30 98/01/2007 10,000 6.30 98/01/2007 10,000 6.30 98/01/2007 10,000 6.30 98/01/2007 10,000 6.30 98/01/2007 10,000 6.30 98/01/2007 10,000 6.30 98/01/2007 10,000 6.30 98/01/2007 10,000 6.40 98/01/2007 10,000 6.40 98/01/2007 10,000 6.40 98/01/2007 10,000 6.40 98/01/2007 10,000 6.40 98/01/2007 10,000 6.40 98/01/2007 10,000 6.40 98/01/2007 10,000 6.40 98/01/2007 10,000 6.40 98/01/2007 10,000 6.40 98/01/2007 11,500 6.40 98/01/2007 12,600 6.40 98/01/2007 13,400 6.40 98/01/2007 14,100 6.40 98/01/2007 14,100 6.40 98/01/2007 14,100 6.40 98/01/2007 14,100 6.40 98/01/2007 14,100 6.40 98/01/2007 14,100 6.40 98/01/2007 14,100 6.40 98/01/2007 14,100 6.40 98/01/2007 14,100 6.40 98/01/2007 14,100 6.40 98/01/2007 14,100 6.40 98/01/2007 14,100 6.40 98/01/2007 14,100 6.40 98/01/2007 14,100 6.40 98/01/2007 14,100 6.40 98/01/2007 14,100 6.40 98/01/2007 14,100 6.50 98/01/2007 14,100 6.50 98/01/2007 14,100 6.50 98/01/2007 14,1			
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08/06/2007 100 6.14 08/06/2007 11,100 6.15			
08/06/2007 11,100 6.15			
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08/06/2007 14,400 6.16			
	08/06/2007	14,400	6.16

08/06/2007	19,300	6.17
08/06/2007	33,300	6.18
08/06/2007	18,500	6.19
08/06/2007	83,900	6.20
08/06/2007	1,200	6.22
08/06/2007	900	6.23
08/06/2007	10,300	6.24
08/06/2007	82,000	6.25