# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

# **SCHEDULE 13D/A**

(Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO §240.13-d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO §240.13-d-2(a) (Amendment No. 6)\*

# **Visteon Corporation**

(Name of Issuer)

Common Stock, \$1.00 par value

(Title of Class of Securities)

92839U107

(CUSIP Number)

Shulamit Leviant, Esq. c/o Davidson Kempner Partners New York, New York, 10022 (212) 446-4053

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

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1301 Avenue of the Americas
New York, NY 10019
(212) 259-8000

October 1, 2010

(Date of Event which Requires Filing of this Statement)

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*).

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 §§. 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. o

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

(Continued on following pages)

<sup>\*</sup> 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.

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1	NAMES	OF RI	EPORTING PERSONS						
_	Davidso	Davidson Kempner Partners							
	CHECK	THE A	APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)						
2									
_	(a) ☑ (b) o								
	SEC US	E ONL	Y						
3									
	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)						
4	WC								
		IF DIS	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)						
5	0								
	CITIZENSHIP OR PLACE OF ORGANIZATION								
6	New Yo	ul.							
	New 10	IK	SOLE VOTING POWER						
		7							
NUMI	BER OF		0						
	ARES ICIALLY	8	SHARED VOTING POWER						
	ED BY	O	0						
	ACH	•	SOLE DISPOSITIVE POWER						
	RTING RSON	9	0						
	ITH		SHARED DISPOSITIVE POWER						
		<b>10</b>	0						
	AGGRE	GATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
11	riddit	OTHE	AMOUNT BENEFICIALED BY EACH REPORTING PERSON						
	0								
12	CHECK	IF TH	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
12	0								
10	PERCE	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)						
13	0%								
	TYPE C	F REP	ORTING PERSON (SEE INSTRUCTIONS)						
14	DNI								

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1		NAMES OF REPORTING PERSONS  Davidson Kempner Institutional Partners, L.P.					
2	(a) ☑ (b) o	THE A	APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)				
3	SEC US	E ONL	Y				
4	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)				
5	CHECK o	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)					
6	CITIZENSHIP OR PLACE OF ORGANIZATION  Delaware						
NUME	BER OF	7	SOLE VOTING POWER 0				
BENEF	ARES ICIALLY ED BY	8	SHARED VOTING POWER 0				
REPO	CH RTING SON	9	SOLE DISPOSITIVE POWER  0				
W	ITH	10	SHARED DISPOSITIVE POWER 0				
11	AGGRE	GATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
12	CHECK 0	IF TH	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
13	PERCEN	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)				
14	TYPE O	F REP	ORTING PERSON (SEE INSTRUCTIONS)				

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1	NAMES	OF RI	EPORTING PERSONS						
_	M.H. Da	M.H. Davidson & Co.							
	CHECK	THE A	APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)						
2	(a) 🗹								
	(b) o								
3	SEC US	SE ONL	Y						
4	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)						
	WC								
5	CHECK	IF DIS	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)						
<u> </u>	0								
	CITIZE	NSHIP	OR PLACE OF ORGANIZATION						
6	New Yo	rk							
	•	_	SOLE VOTING POWER						
NUM	BER OF	7	0						
	ARES		SHARED VOTING POWER						
	TICIALLY IED BY	8							
	ACH		SOLE DISPOSITIVE POWER						
	ORTING RSON	9							
	TTH		SHARED DISPOSITIVE POWER						
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	AGGRE	EGATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
11	0								
40	CHECK	IF TH	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
12	0								
1.5		NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)						
13	0%								
		F REP	ORTING PERSON (SEE INSTRUCTIONS)						
14	PN								
	PIN								

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1	NAMES OF REPORTING PERSONS  Davidson Kempner International, Ltd.						
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)						
2	(a) 🗹						
	(b) o						
3	SEC US	E ONL	Y				
_	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)				
4	WC						
		IF DIS	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)				
5	0						
		NSHIP	OR PLACE OF ORGANIZATION				
6	British V	Virgin Is	slands				
			SOLE VOTING POWER				
NIIMI	BER OF	7	0				
	ARES		SHARED VOTING POWER				
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	ED BY ACH		SOLE DISPOSITIVE POWER				
REPC	RTING	9	SOLE DISPOSITIVE FOWER				
	RSON						
W	ITH	10	SHARED DISPOSITIVE POWER				
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11	AGGRE	EGATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
11	0						
12	CHECK	IF TH	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
12	0						
10	PERCE	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)				
13	0%						
		F REP	ORTING PERSON (SEE INSTRUCTIONS)				
14	CO						

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1	NAMES OF REPORTING PERSONS  Davidson Kempner Distressed Opportunities Fund LP						
2	CHECK (a) ☑ (b) o	THE A	APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)				
3	SEC US	E ONL	Y				
4	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)				
5	CHECK o	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)					
6	CITIZENSHIP OR PLACE OF ORGANIZATION  Delaware						
NUME	BER OF	7	SOLE VOTING POWER 0				
BENEF	ARES ICIALLY ED BY	8	SHARED VOTING POWER 0				
REPO	CH RTING SON	9	SOLE DISPOSITIVE POWER 0				
W	ITH	10	SHARED DISPOSITIVE POWER 0				
11	AGGRE	GATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
12	CHECK 0	IF TH	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
13	PERCEN	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)				
14	TYPE O	F REP	ORTING PERSON (SEE INSTRUCTIONS)				

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1	NAMES	OF RI	EPORTING PERSONS				
_	Davidson Kempner Distressed Opportunities International Ltd.						
	CHECK	THE A	APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)				
2	(a) 🗹						
	(b) o						
3	SEC US	E ONL	Y				
4	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)				
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_	CHECK	IF DIS	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)				
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	CITIZENSHIP OR PLACE OF ORGANIZATION						
6	Cayman	Islands					
			SOLE VOTING POWER				
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	ARES		SHARED VOTING POWER				
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12	CHECK	IF IH.	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
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13	PERCE	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)				
	0%						
14	TYPE C	F REP	ORTING PERSON (SEE INSTRUCTIONS)				
14	СО						

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1	NAMES OF REPORTING PERSONS  MHD Management Co.									
	CHECK	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)								
2	<ul><li>(a) ☑</li><li>(b) o</li></ul>									
3	SEC US	E ONL	Y							
4	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)							
5	CHECK 0	IF DIS	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)							
6	CITIZENSHIP OR PLACE OF ORGANIZATION  New York									
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	ICIALLY ED BY	8	0							
	CH	Λ	SOLE DISPOSITIVE POWER							
	RTING SON	9	0							
W	ITH	10	SHARED DISPOSITIVE POWER							
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11	AGGRE	GATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON							
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12	CHECK	IF TH	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)							
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13	PERCE	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)							
10	0%									
11	TYPE O	F REP	ORTING PERSON (SEE INSTRUCTIONS)							
14	DAY									

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1	NAMES OF REPORTING PERSONS								
	MHD M	lanagen	nent Co. GP, L.L.C.						
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)								
2 <sub>(a) 2</sub>									
	(b) o SEC US	E ONI	V						
3	SEC US	E ONL	ı						
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_		IF DIS	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)						
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6	Delawar	·e							
	Delawar		SOLE VOTING POWER						
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	ARES		SHARED VOTING POWER						
	ICIALLY ED BY	_	0						
	СН		SOLE DISPOSITIVE POWER						
REPO	RTING	9							
	RSON ITH		0 SHARED DISPOSITIVE POWER						
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	AGGRE	EGATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
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	0 CHECK	IF TH	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
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	o PERCE	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)						
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	0% TYPE C	F REP	ORTING PERSON (SEE INSTRUCTIONS)						
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	OO	00							

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1	NAMES OF REPORTING PERSONS									
_	M.H. Da	avidson	& Co. GP, L.L.C.							
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)									
2	(a) 🗹									
	(b) o									
3	SEC USE ONLY									
	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)							
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_	CHECK	IF DIS	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)							
5	0									
	CITIZE	NSHIP	OR PLACE OF ORGANIZATION							
6	Delawar	·e								
		_	SOLE VOTING POWER							
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	ARES		SHARED VOTING POWER							
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	ITH		SHARED DISPOSITIVE POWER							
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	AGGRE	GATE	0 AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON							
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13		VI OI	CLASS REFRESENTED DT AMOUNT IN NOW (11)							
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14	IYPEC	r KEP	ORTING PERSON (SEE INSTRUCTIONS)							
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1	NAMES	OF RI	EPORTING PERSONS						
_	Davidson Kempner Advisers Inc.								
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)								
2	(a) 🗹								
	(b) o SEC US	E ONI	V						
3	SEC US	E UNL	Y						
4	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)						
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_	CHECK	IF DIS	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)						
5	0								
	CITIZE	NSHIP	OR PLACE OF ORGANIZATION						
6	New Yo	rk							
			SOLE VOTING POWER						
NUMI	BER OF	7	0						
	ARES	_	SHARED VOTING POWER						
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E.A	ACH		SOLE DISPOSITIVE POWER						
l .	RTING RSON	9	0						
	ITH		SHARED DISPOSITIVE POWER						
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	AGGRE	GATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
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		IF TH	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
12	0								
		NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)						
13	0%								
		F REP	ORTING PERSON (SEE INSTRUCTIONS)						
14	ΤΔ								
	IA								

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NAMES OF REPORTING PERSONS  1									
_	Davidso	n Kem <sub>l</sub>	oner International Advisors, L.L.C.						
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)								
2	(a) 🗹								
	(b) o								
3	SEC USE ONLY								
4	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)						
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_	CHECK	IF DIS	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)						
5	0								
	CITIZE	NSHIP	OR PLACE OF ORGANIZATION						
6	Delawar	re							
		_	SOLE VOTING POWER						
NUM	BER OF	7	0						
	ARES		SHARED VOTING POWER						
	ICIALLY ED BY	8	0						
EA	ACH		SOLE DISPOSITIVE POWER						
1	ORTING RSON	9	0						
	TTH		SHARED DISPOSITIVE POWER						
		10	0						
	AGGRE	GATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
11	0								
40	CHECK	IF TH	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
12	0								
4.5	PERCE	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)						
13	0%								
		F REP	ORTING PERSON (SEE INSTRUCTIONS)						
14	00								

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1	NAMES	NAMES OF REPORTING PERSONS							
•	DK Gro	up LLC							
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)								
2	(a) ☑								
	(b) o								
3	SEC USE ONLY								
	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)						
4	AF								
		IF DIS	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)						
5	0								
		NSHIP	OR PLACE OF ORGANIZATION						
6	Delawar	<u>،</u>							
	Delawar		SOLE VOTING POWER						
NILIMI	BER OF	7	0						
	ARES		SHARED VOTING POWER						
	ICIALLY	8							
	ED BY ACH		0 SOLE DISPOSITIVE POWER						
REPC	RTING	9	SOLL BIST SSTITVE TOWER						
	RSON		0						
W	ITH	10	SHARED DISPOSITIVE POWER						
			0						
11	AGGRE	GATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
	0								
12	CHECK	IF TH	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
14	0								
13	PERCEI	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)						
13	0%								
1.4	TYPE C	F REP	ORTING PERSON (SEE INSTRUCTIONS)						
14	00								

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1	NAMES	NAMES OF REPORTING PERSONS							
•	DK Mar	nageme	nt Partners LP						
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)								
2	(a) ☑								
	(b) o								
3	SEC US	E ONL	Y						
4	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)						
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_	CHECK	IF DIS	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)						
5	0								
	CITIZE	NSHIP	OR PLACE OF ORGANIZATION						
6	Delawar	re							
			SOLE VOTING POWER						
NUMI	BER OF	7	0						
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EA	ACH	_	SOLE DISPOSITIVE POWER						
	ORTING RSON	9	0						
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		10	0						
	AGGRE	EGATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
11	0								
40	CHECK	IF TH	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
12	0								
1.5		NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)						
13	0%								
		F REP	ORTING PERSON (SEE INSTRUCTIONS)						
14	PN								
	111								

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1	NAMES	OF RI	OF REPORTING PERSONS						
_	DK Stillwater GP LLC								
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)								
2	(a) 🗹								
	(b) o SEC US	E ONI	V						
3	SEC US	E ONL	ı						
4	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)						
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	CHECK	IF DIS	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)						
5	0								
		NSHIP	OR PLACE OF ORGANIZATION						
6	Delawar	· <b>Р</b>							
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	ACCRE	CATE	0 AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
11	AGGRE	GAIL	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
	0								
12	CHECK	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)							
	0								
13	PERCEI	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)						
	0%								
14	TYPE C	F REP	ORTING PERSON (SEE INSTRUCTIONS)						
14	00								

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1 NAMES OF REPORTING PERSONS Thomas L. Kemper. Jr.  CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)  (a)							
Thomas L. Kempaer, Jr.  CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)  (a)	1						
3 SEC USE ONLY  3 SOURCE OF FUNDS (SEE INSTRUCTIONS)  4 AF  5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)  5 OTTIZENSHIP OR PLACE OF ORGANIZATION United States of America  NUMBER OF SHARES BENEFICIALLY BOWNED BY EACH REPORTING PERSON WITH  10 SHARED DISPOSITIVE POWER  5 SHARED DISPOSITIVE POWER  0 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  11 OFFICE OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  12 OFFICE OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  13 OFFICE OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  14 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	_	Thomas	L. Ken	ipner, Jr.			
3 SEC USE ONLY  SOURCE OF FUNDS (SEE INSTRUCTIONS)  AF  CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)  CITIZENSHIP OF PLACE OF ORGANIZATION  United States of America  TO SOLE VOTING POWER  NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  10 SHARED DISPOSITIVE POWER  11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)		CHECK	THE A	APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)			
3 SEC USE ONLY  4 SOURCE OF FUNDS (SEE INSTRUCTIONS) AF  5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)  0 CITIZENSHIP OR PLACE OF ORGANIZATION United States of America  8 SOLE VOTING POWER O SHARES BENFFICIALLY OWNED BY EACH REPORTING PERSON WITH 10 SHARED DISPOSITIVE POWER 0 OSOLE DISPOSITIVE POWER 0 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  11 OPERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  12 OPERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  13 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	2	` '					
4 AF  CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)    CHECK   F DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)   CHECK   F DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)   CHECK   F DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)   CHECK   F DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)   CHECK   F DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)   CHECK   F DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)   CHECK   F DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)   CHECK   F DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)   CHECK   F DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)   CHECK   F DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)   CHECK   F DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)   CHECK   F DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)   CHECK   F DISCLOSURE OF LEGAL PROCEEDING POWER   CHECK   F DISCLOSURE OF LEGAL POWER   CHECK   F DISCLOSURE OF LEGAL POWER	3		E ONL	Y			
5 o  CITIZENSHIP OF PLACE OF ORGANIZATION  CITIZENSHIP OF PLACE OF ORGANIZATION  CITIZENSHIP OF PLACE OF ORGANIZATION  SOLE VOTING POWER  O  SOLE VOTING POWER  O  SHARED DISPOSITIVE POWER  O  SHARED DISPOSITIVE POWER  O  SHARED DISPOSITIVE POWER  O  SHARED DISPOSITIVE POWER  O  THE OF ELECTRON OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)  TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	4		E OF F	UNDS (SEE INSTRUCTIONS)			
Mumber of Shares beneficially Owned by the Reporting Power   Shared voting power	5		IF DIS	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)			
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  10  AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 0  CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  11  12  TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	6						
NUMBER OF SHARES BENEFICIALLY ONNE BY  REPORTING PERSON WITH  10  SOLE DISPOSITIVE POWER 0  SHARED DISPOSITIVE POWER 0  SHARED DISPOSITIVE POWER 0  SHARED DISPOSITIVE POWER 0  SHARED DISPOSITIVE POWER 0  CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  13  PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  14  TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)							
BENEFICIALLY OWNED BY  EACH REPORTING PERSON WITH  10  SHARED DISPOSITIVE POWER  0  SHARED DISPOSITIVE POWER 0  AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  11  CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  13  PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  14  TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	NUMI	BER OF	/	0			
OWNED BY EACH REPORTING PERSON WITH 10 SOLE DISPOSITIVE POWER  11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  14 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)			•	SHARED VOTING POWER			
PERSON WITH 10 SHARED DISPOSITIVE POWER  11			8	0			
PERSON WITH  10 SHARED DISPOSITIVE POWER  11  AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  13  TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)			Q	SOLE DISPOSITIVE POWER			
10 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  11 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  14 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)			•	0			
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  0 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  0 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  0% TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	W	ITH	10	SHARED DISPOSITIVE POWER			
12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  0%  14 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)			10	0			
12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  0%  TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	11	AGGRE	GATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
12 0 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 0% TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	11	0					
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  0%  TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	12		IF TH	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)			
13   0%   TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)			NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)			
14 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	13						
14			F REP	ORTING PERSON (SEE INSTRUCTIONS)			
	14	IN					

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1	NAMES OF REPORTING PERSONS							
_	Stephen M. Dowicz							
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)							
2	(a) 🗹							
	(b) o	E ONE						
3	SEC US	E ONL	Y					
4	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)					
4	AF							
_	CHECK	IF DIS	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)					
5	0							
	CITIZE	NSHIP	OR PLACE OF ORGANIZATION					
6	United S	States o	f America					
			SOLE VOTING POWER					
NUMI	BER OF	7	0					
	ARES		SHARED VOTING POWER					
	ICIALLY	8						
	ED BY ACH		SOLE DISPOSITIVE POWER					
REPO	RTING	9						
	RSON ITH		SHARED DISPOSITIVE POWER					
	1111	10	SHAKED DISPOSITIVE FOWER					
	ACCRE	CATE	0					
11	AGGRE	GAIE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
	0							
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)							
	0							
13	PERCE	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)					
13	0%							
14	TYPE C	F REP	ORTING PERSON (SEE INSTRUCTIONS)					
14	IN							

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1	NAMES OF REPORTING PERSONS							
_	Scott E.	Davids	on					
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)							
2	(a) ☑							
	(b) o							
3	SEC US	E ONL	Y					
	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)					
4	AF							
		IF DIS	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)					
5	0							
		NSHIP	OR PLACE OF ORGANIZATION					
6	United 9	States of	f America					
	Officed	otates of	SOLE VOTING POWER					
		7						
	BER OF		0					
	ARES ICIALLY	8	SHARED VOTING POWER					
	ED BY		0					
	ACH RTING	9	SOLE DISPOSITIVE POWER					
	RSON	9	0					
W	ITH	4.0	SHARED DISPOSITIVE POWER					
		10	0					
	AGGRE	GATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11	0							
40	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)							
12	0							
		NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)					
13	0%							
		F REP	ORTING PERSON (SEE INSTRUCTIONS)					
14		_						
	IN							

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1	NAMES OF REPORTING PERSONS						
Timothy I. Levart							
	CHECK	THE A	APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)				
2	(a) 🗹						
	(b) o SEC US	E ONL	Y				
3							
4	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)				
4	AF						
5	CHECK	IF DIS	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)				
<u> </u>	0						
6	CITIZE	NSHIP	OR PLACE OF ORGANIZATION				
	United S	States of	America and the United Kingdom				
		7	SOLE VOTING POWER				
NUMI	BER OF	,	0				
	ARES	•	SHARED VOTING POWER				
	ICIALLY ED BY	8	0				
	ACH RTING	9	SOLE DISPOSITIVE POWER				
	RIING	9	0				
W.	ITH	10	SHARED DISPOSITIVE POWER				
		10	0				
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
4.1	0						
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
14	0						
13	PERCEI	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)				
	0%						
1 1	TYPE C	F REP	ORTING PERSON (SEE INSTRUCTIONS)				
14	IN						

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1	NAMES OF REPORTING PERSONS							
_	Robert J	. Brivio	, Jr.					
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)							
2	(a) 🗹							
	(b) o							
3	SEC US	E ONL	Y					
	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)					
4	AF	A.F.						
		IF DIS	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)					
5	0							
_		NSHIP	OR PLACE OF ORGANIZATION					
6	United S	States of	f America					
	omica c		SOLE VOTING POWER					
		7						
	BER OF		0 CHARED VOTING POWER					
	ARES ICIALLY	8	SHARED VOTING POWER					
	ED BY	)	0					
	ACH	•	SOLE DISPOSITIVE POWER					
	ORTING RSON	9	0					
	ITH		SHARED DISPOSITIVE POWER					
		<b>10</b>						
	ACCDE	CATE	0 AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11	Addice	OAIL	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING LEASON					
	0	0						
12	CHECK	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
14	0							
13	PERCEI	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)					
13	0%							
	TYPE C	F REP	ORTING PERSON (SEE INSTRUCTIONS)					
14	IN							
l .								

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1	NAMES OF REPORTING PERSONS							
_	Eric P. E	Epstein						
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)							
2	(a) <b></b> ✓							
	(b) o							
3	SEC US	E ONL	Y					
	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)					
4	AF							
		IF DIS	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)					
5	0							
		NSHIP	OR PLACE OF ORGANIZATION					
6	United 9	States of	f America					
	Officed	otates of	SOLE VOTING POWER					
		7						
	BER OF ARES		0 SHARED VOTING POWER					
	ICIALLY	8	SHARED VOTING FOWER					
	ED BY		0					
	ACH RTING	9	SOLE DISPOSITIVE POWER					
	RSON		0					
W	ITH	10	SHARED DISPOSITIVE POWER					
		10	0					
11	AGGRE	EGATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11	0							
10	CHECK	IF TH	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)					
12	0							
40	PERCEI	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)					
13	0%							
		F REP	ORTING PERSON (SEE INSTRUCTIONS)					
14	IN							
	111							

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1	NAMES OF REPORTING PERSONS							
_	Anthony	A. Yos	seloff					
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)							
2	(a)							
	(b) o							
3	SEC US	E ONL	Y					
	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)					
4	AF							
		IF DIS	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)					
5								
	o CITIZE	NSHIP	OR PLACE OF ORGANIZATION					
6	11.7.16	74-4						
	United S	states of	f America SOLE VOTING POWER					
		7	JOLE VOTING TOWER					
	BER OF		0					
	ARES ICIALLY	8	SHARED VOTING POWER					
	ED BY	O	0					
	ACH	•	SOLE DISPOSITIVE POWER					
	RTING RSON	9	0					
	ITH		SHARED DISPOSITIVE POWER					
		10	0					
	AGGRE	EGATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11	0							
	0 CHECK	IF TH	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)					
12	GILGER I THE AGGREGATE ANOUNT IN NOW (11) EXCEODES CERTAIN SHARES (SEE INSTRUCTIONS)							
	0 DEDCE	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)					
<b>13</b>	PERCEI	NI OF	CLASS REPRESENTED BY AMOUNT IN ROW (II)					
	0%							
14	TYPE C	F REP	ORTING PERSON (SEE INSTRUCTIONS)					
14	IN							

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1	NAMES OF REPORTING PERSONS								
_	Avram 2	Avram Z. Friedman							
	CHECK	THE A	APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)						
2	(a) 🗹								
	(b) o								
3	SEC US	E ONL	Y						
4	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)						
4	AF								
_	CHECK	IF DIS	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)						
5	0								
	CITIZE	NSHIP	OR PLACE OF ORGANIZATION						
6	United S	States of	f America						
			SOLE VOTING POWER						
NITIME	BER OF	7							
	ARES		SHARED VOTING POWER						
BENEF	ICIALLY	8							
	ED BY ACH		SOLE DISPOSITIVE POWER						
	RTING	9	SOLE DISPOSITIVE POWER						
	RSON		0						
W.	ITH	10	SHARED DISPOSITIVE POWER						
			0						
11	AGGRE	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON							
11	0								
12	CHECK	IF TH	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
12	0								
10	PERCE	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)						
13	0%								
		F REP	ORTING PERSON (SEE INSTRUCTIONS)						
14	IN								
	11.								

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	NAMES OF REPORTING PERSONS							
1	IVAIVIES	OI KI	FORTING FERSONS					
_	Conor Bastable							
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)							
2	(a) <b></b>							
	(b) o							
	SEC US	E ONL	Y					
3								
4	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)					
4	AF	AF						
		IF DIS	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)					
5	CILLOIT	11 510	CESCOLE OF EEGILE PROCEEDINGS IS REQUIRED FORWARD TO TIEMS E(a) ON E(c)					
	0							
	CITIZEI	NSHIP	OR PLACE OF ORGANIZATION					
6	TT 1. 1.0							
	United S	otates o	f America					
		7	SOLE VOTING POWER					
NUME	BER OF	,	0					
SHA	ARES		SHARED VOTING POWER					
	ICIALLY	8						
	ED BY		0					
	CH	0	SOLE DISPOSITIVE POWER					
	RTING RSON	9						
	ITH		SHARED DISPOSITIVE POWER					
,,,		<b>10</b>	SIMILE DISTOSITIVE TOWNER					
		1	0					
	AGGRE	GATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11								
		0						
12	CHECK	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
14	0							
	PERCEI	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)					
13								
	0%							
11	TYPE O	F REP	ORTING PERSON (SEE INSTRUCTIONS)					
14	IN							

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1	NAMES OF REPORTING PERSONS								
_	Brigade	Brigade Capital Management, LLC							
	CHECK	THE A	APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)						
2	(a) ☑ (b) o								
3	SEC US	E ONL	Y						
4	SOURC AF	E OF F	UNDS (SEE INSTRUCTIONS)						
5	CHECK o	IF DIS	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)						
6	CITIZEI		OR PLACE OF ORGANIZATION						
NUME	BER OF	7	SOLE VOTING POWER 0						
BENEF	ARES ICIALLY ED BY	8	SHARED VOTING POWER 0						
REPO	ACH PRTING RSON	9	SOLE DISPOSITIVE POWER 0						
W.	ITH	10	SHARED DISPOSITIVE POWER 0						
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 0								
12	CHECK o	IF TH	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
13	PERCEI	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)						
14	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)  IA								

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1	NAMES OF REPORTING PERSONS							
-	Brigade	Levera	ged Capital Structures Fund Ltd.					
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)							
2	(a) ☑							
	(b) o							
3	SEC US	SE ONL	Y					
4	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)					
	WC							
5	CHECK	IF DIS	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)					
	0							
6	CITIZE	NSHIP	OR PLACE OF ORGANIZATION					
U	Cayman	Islands						
		7	SOLE VOTING POWER					
NUM	BER OF	/	0					
	ARES	0	SHARED VOTING POWER					
	TCIALLY ED BY	8	0					
l l	ACH	_	SOLE DISPOSITIVE POWER					
	ORTING RSON	9	0					
W	TTH	40	SHARED DISPOSITIVE POWER					
		10	0					
11	AGGRE	EGATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11	0							
10	CHECK	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
12	0	0						
40	PERCE	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)					
13	0%							
4.4		F REP	ORTING PERSON (SEE INSTRUCTIONS)					
14	CO							

		_			
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1	NAMES OF REPORTING PERSONS						
_	Donald E. Morgan, III						
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)						
2	(a)						
	(b) o						
3	SEC US	E ONL	Y				
4	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)				
4	AF						
_	CHECK	IF DIS	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)				
5	0						
-	CITIZENSHIP OR PLACE OF ORGANIZATION						
6	United S	States of	f America				
	·	_	SOLE VOTING POWER				
NUMI	BER OF	7	0				
SHA	ARES		SHARED VOTING POWER				
	ICIALLY ED BY	8	0				
EA	ACH		SOLE DISPOSITIVE POWER				
	RTING RSON	9	0				
	ITH		SHARED DISPOSITIVE POWER				
		<b>10</b>	0				
	AGGRE	GATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
11	0						
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
12	0						
40	PERCE	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)					
13	0%	0%					
4.		F REP	ORTING PERSON (SEE INSTRUCTIONS)				
14							

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1	NAMES OF REPORTING PERSONS					
-	Plainfield Asset Management LLC					
	CHECK	THE A	APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)			
2	(a) 🗹					
	(p) o	E 0.11	**			
3	SEC US	E ONL	Y			
4	SOURC	E OF F	FUNDS (SEE INSTRUCTIONS)			
4	00					
L	CHECK	IF DIS	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)			
5	0					
	CITIZE	NSHIP	OR PLACE OF ORGANIZATION			
6	Delawar	·e				
			SOLE VOTING POWER			
NUME	BER OF	7				
	ARES		SHARED VOTING POWER			
	CIALLY	8				
	ED BY CH		SOLE DISPOSITIVE POWER			
REPO	RTING	9				
	RSON ITH		SHARED DISPOSITIVE POWER			
, vv.	1111	10	SHARED DISPOSITIVE FOWER			
	ACCRE	CATE	AMOUNT DENIETICIALLY OWNED BY EACH DEPOPTING DEDCON			
11	AGGRE	GAIE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	0					
12	CHECK	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
	0					
13	PERCE	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)			
10	0%					
14	TYPE C	F REP	ORTING PERSON (SEE INSTRUCTIONS)			
14	CO					

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1	NAMES OF REPORTING PERSONS						
_	Plainfield OC Master Fund Limited						
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)						
2	(a) 🗹						
	(b) o						
3	SEC US	E ONL	Y				
	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)				
4	00						
_	CHECK	IF DIS	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)				
5	0						
	CITIZE	NSHIP	OR PLACE OF ORGANIZATION				
6	Cayman	ı Islands					
			SOLE VOTING POWER				
NUMI	BER OF	7	0				
	ARES		SHARED VOTING POWER				
	ICIALLY ED BY	8	0				
	ACH		SOLE DISPOSITIVE POWER				
	ORTING RSON	9	0				
	TTH		SHARED DISPOSITIVE POWER				
		10	0				
	AGGRE	EGATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
11	0						
		CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)					
12							
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)						
13							
	0% TYPE O	)F REP	ORTING PERSON (SEE INSTRUCTIONS)				
14							
	CO						

_	
CUSIP No.	92839U107

1	NAMES OF REPORTING PERSONS						
	Plainfield Special Situations Master Fund II Limited						
	CHECK	THE A	APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)				
2	(a) ☑						
	(b) o						
3	SEC US	E ONL	Y				
4	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)				
4	00						
_	CHECK	IF DIS	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)				
5	0						
	CITIZE	NSHIP	OR PLACE OF ORGANIZATION				
6	Cayman	Icland					
	Cayman	Islanus	SOLE VOTING POWER				
		7	SOLE VOTING POWER				
NUMI	BER OF	,	0				
SHA	ARES		SHARED VOTING POWER				
	CIALLY	8	0				
	ED BY ACH		SOLE DISPOSITIVE POWER				
REPO	RTING	9					
	RSON		0				
W	ITH	10	SHARED DISPOSITIVE POWER				
		10	0				
	AGGRE	GATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
11							
		CHECK IE THE ACCRECATE AMOUNT IN DOW (11) EVOLUDES CERTAIN CHARES (SEE INSTRUCTIONS)					
12	CHECK	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)					
	0						
13	PERCE	NT OF	CLASS REPRESENTED BY AMOUNT IN ROW (11)				
13	0%	0%					
4.4	TYPE C	F REP	ORTING PERSON (SEE INSTRUCTIONS)				
14	CO						
1	CO						

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	NAMES	OF RI	EPORTING PERSONS				
1	Max Holmes						
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)						
2	(a) 🗹						
	(b) o						
3	SEC US	E ONL	Y				
	SOURC	E OF F	UNDS (SEE INSTRUCTIONS)				
4	OO and	PF					
_	CHECK	IF DIS	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)				
5	0						
		NSHIP	OR PLACE OF ORGANIZATION				
6	United S	States o	f America				
	Ointed 3		SOLE VOTING POWER				
NILIME	BER OF	7	0				
	ARES		SHARED VOTING POWER				
BENEF	ICIALLY	8					
	ED BY .CH		0 SOLE DISPOSITIVE POWER				
	RTING	9	SOLE DISPOSITIVE POWER				
	SON		0				
W	ITH	10	SHARED DISPOSITIVE POWER				
		10	0				
11	AGGRE	GATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	$11 \mid_{0}$						
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
4.5	PERCE	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)					
13	0%						
		F REP	ORTING PERSON (SEE INSTRUCTIONS)				
14	$14 \mid_{\mathrm{IN}}$						
	11.4						

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# TABLE OF CONTENTS

Item 5. Interest in Securities of the Issuer
Item 7. Material to be Filed as Exhibits
Signature

This Amendment No. 6 amends and supplements the information set forth in the Schedule 13D filed by the Reporting Persons (as defined therein) with the U.S. Securities and Exchange Commission on March 9, 2010 (the "Schedule 13D") and as amended by Amendment No. 1 on March 25, 2010, Amendment No. 2 on May 5, 2010, Amendment No. 3 on May 27, 2010, Amendment No. 4 on July 19, 2010, and Amendment No. 5 on August 12, 2010 relating to the shares of Common Stock, \$1.00 par value, of Visteon Corporation, a Delaware corporation (the "Issuer"). Capitalized terms used herein without definition shall have the meaning assigned to such terms in the Schedule 13D.

#### Item 5. Interest in Securities of the Issuer.

Item 5 is hereby amended and restated in its entirety as follows:

The Common Stock and all rights of the holders relating thereto were cancelled and extinguished under the Fifth Amended Joint Plan of Reorganization of Visteon Corporation and its Debtor Affiliates Pursuant to Chapter 11 of the United States Bankruptcy Code (the "Bankruptcy Code"), dated August 31, 2010 (the "Plan of Reorganization"). The Plan of Reorganization was confirmed by order issued by the United States Bankruptcy Court for the District of Delaware on August 31, 2010 (the "Confirmation Order"), and became effective on October 1, 2010 (the "Effective Date"). Following the Effective Date, (i) the Common Stock and all rights of the holders relating thereto were canceled and extinguished and (ii) the Issuer filed a Form 15 with the SEC requesting withdrawal of the Common Stock from registration under Section 12(g) of the Securities Exchange Act of 1934 pursuant to Rule 12g-4(a)(1).

As a result of the Plan of Reorganization being confirmed by the Confirmation Order and becoming effective, as of the Effective Date each of the Reporting Persons ceased to be the beneficial owner of all shares of Common Stock previously reported in the Schedule 13D. Pursuant to the Plan of Reorganization on account of the shares of Common Stock held by any of the Reporting Persons, the Reporting Persons were entitled to receive approximately 0.007834 shares of common stock of the reorganized Issuer and approximately 0.012115 five-year warrants to purchase common stock of the reorganized Issuer at an exercise price of \$58.80 per share for each share of Common Stock. Under the terms of the Plan of Reorganization, no fractional shares of common stock of the reorganized Issuer or fractional warrants will be issued (and no payment in-lieu thereof will be made) to holders of Common Stock.

#### Item 7. Material to be Filed as Exhibits.

Appendix A: Information Regarding Instruction C Persons.

Appendix B: Transactions Effected During the Past 60 Days.

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# Signature

After reasonable inquiry and to the best of the undersigned's knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

October 15, 2010

#### DAVIDSON KEMPNER PARTNERS

By: MHD Management Co., its General Partner

By: MHD Management Co. GP, L.L.C., its General Partner

By: /s/ Thomas L. Kempner, Jr.

Name: Thomas L. Kempner, Jr.
Title: Executive Managing Member

#### DAVIDSON KEMPNER INSTITUTIONAL PARTNERS, L.P.

By: Davidson Kempner Advisers Inc., its General Partner

Name: Thomas L. Kempner, Jr.

Title: President

# M.H. DAVIDSON & CO.

By: M.H. Davidson & Co. GP, L.L.C., its General Partner

By: /s/ Thomas L. Kempner, Jr.

Name: Thomas L. Kempner, Jr.
Title: Executive Managing Member

# M.H. DAVIDSON & CO. GP, L.L.C.

By: /s/ Thomas L. Kempner, Jr.

Name: Thomas L. Kempner, Jr.
Title: Executive Managing Member

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DAVIDSON KEMPNER INTERNATIONAL, LTD.

By: Davidson Kempner International Advisors, L.L.C.,

its Investment Manager

By: /s/ Thomas L. Kempner, Jr.

Name: Thomas L. Kempner, Jr.
Title: Executive Managing Member

MHD MANAGEMENT CO.

By: MHD Management Co. GP, L.L.C.,

its General Partner

By: /s/ Thomas L. Kempner, Jr.

Name: Thomas L. Kempner, Jr.
Title: Executive Managing Member

MHD MANAGEMENT CO. GP, L.L.C.

By: /s/ Thomas L. Kempner, Jr.

Name: Thomas L. Kempner, Jr.
Title: Executive Managing Member

DAVIDSON KEMPNER ADVISERS INC.

By: /s/ Thomas L. Kempner, Jr.

Name: Thomas L. Kempner, Jr.

Title: President

DAVIDSON KEMPNER INTERNATIONAL ADVISORS,

L.L.C.

By: /s/ Thomas L. Kempner, Jr.

Name: Thomas L. Kempner, Jr.
Title: Executive Managing Member

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# DAVIDSON KEMPNER DISTRESSED OPPORTUNITIES FUND LP

By: DK Group LLC, its General Partner

By: /s/ Thomas L. Kempner, Jr.

Name: Thomas L. Kempner, Jr.
Title: Executive Managing Member

# DAVIDSON KEMPNER DISTRESSED OPPORTUNITIES INTERNATIONAL LTD.

By: DK Management Partners LP, its Investment Manager

By: DK Stillwater GP LLC, its General Partner

By: /s/ Thomas L. Kempner, Jr.

Name: Thomas L. Kempner, Jr.
Title: Executive Managing Member

#### DK GROUP LLC

By: /s/ Thomas L. Kempner, Jr.

Name: Thomas L. Kempner, Jr.
Title: Executive Managing Member

#### DK MANAGEMENT PARTNERS LP

By: DK Stillwater GP LLC, its General Partner

By: /s/ Thomas L. Kempner, Jr.

Name: Thomas L. Kempner, Jr.
Title: Executive Managing Member

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DK STILLWATER GP LLC

By: /s/ Thomas L. Kempner, Jr.

Name: Thomas L. Kempner, Jr.
Title: Executive Managing Member

THOMAS L. KEMPNER, JR.

/s/ Thomas L. Kempner, Jr.

Thomas L. Kempner, Jr.

STEPHEN M. DOWICZ

/s/ Thomas L. Kempner, Jr.

Thomas L. Kempner, Jr. Attorney-in-Fact\*

SCOTT E. DAVIDSON

/s/ Thomas L. Kempner, Jr.

Thomas L. Kempner, Jr. Attorney-in-Fact\*

TIMOTHY I. LEVART

/s/ Thomas L. Kempner, Jr.

Thomas L. Kempner, Jr. Attorney-in-Fact\*

ROBERT J. BRIVIO, JR.

/s/ Thomas L. Kempner, Jr.

Thomas L. Kempner, Jr. Attorney-in-Fact\*

ERIC P. EPSTEIN

/s/ Thomas L. Kempner, Jr.

Thomas L. Kempner, Jr. Attorney-in-Fact\*

ANTHONY A. YOSELOFF

/s/ Thomas L. Kempner, Jr.

Thomas L. Kempner, Jr. Attorney-in-Fact\*

AVRAM Z. FRIEDMAN

/s/ Thomas L. Kempner, Jr

Thomas L. Kempner, Jr. Attorney-in-Fact\*

CONOR BASTABLE

/s/ Thomas L. Kempner, Jr.

Thomas L. Kempner, Jr. Attorney-in-Fact\*

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# BRIGADE CAPITAL MANAGEMENT, LLC

By: /s/ Donald E. Morgan, III

Name: Donald E. Morgan, III
Title: Managing Member

BRIGADE LEVERAGED CAPITAL STRUCTURES FUND

LTD.

By: Brigade Capital Management, LLC,

its Investment Manager

By: /s/ Donald E. Morgan, III

Name: Donald E. Morgan, III
Title: Managing Member

/s/ Donald E. Morgan, III

Donald E. Morgan, III

PLAINFIELD ASSET MANAGEMENT LLC

By: /s/ Thomas X. Fritsch

Name: Thomas X. Fritsch

Title: Partner and General Counsel

PLAINFIELD OC MASTER FUND LIMITED

By: /s/ Thomas X. Fritsch

Name: Thomas X. Fritsch Title: Authorized Individual

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# PLAINFIELD SPECIAL SITUATIONS MASTER FUND II LIMITED

By: /s/ Thomas X. Fritsch

Name: Thomas X. Fritsch
Title: Authorized Individual

MAX HOLMES

/s/ Thomas X. Fritsch

Thomas X. Fritsch Attorney-in-Fact\*\*

<sup>\*</sup> Duly authorized pursuant to the Power of Attorney, dated May 7, 2010, by and on behalf of Stephen M. Dowicz, Scott E. Davidson, Timothy I. Levart, Robert J. Brivio, Jr., Eric P. Epstein, Anthony A. Yoseloff, Avram Z. Friedman and Conor Bastable, appointing Thomas L. Kempner, Jr. as their attorney-in-fact, which Power of Attorney was attached as Exhibit 24 to the Form 3 filed with the SEC by the Davidson Kempner Filings Persons with respect to the securities of the Issuer on May 10, 2010 as is incorporated by reference herein.

<sup>\*\*</sup> Duly authorized pursuant to the Power of Attorney, dated February 1, 2007, by and on behalf of Max Holmes, appointing Thomas X. Fritsch as his attorney-in-fact, which Power of Attorney was attached as Exhibit A to Amendment No. 1 to the Schedule 13G filed with the SEC by Plainfield Asset Management LLC and Plainfield Special Situations Master Fund Limited with respect to the equity securities of Riviera Holdings Corporation on February 2, 2007 and is incorporated by reference herein.

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### APPENDIX A

#### INFORMATION WITH RESPECT TO EXECUTIVE OFFICERS AND DIRECTORS

The following sets forth as to each of the executive officers and directors of the undersigned: his or her name; his or her business address; his or her present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such employment is conducted. To the knowledge of the Reporting Persons, during the last five years, none of the persons listed this Appendix A has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors), and no such person was a party to a civil proceeding of a judicial or administrative body of competent jurisdiction as a result of which he was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities law or finding any violation with respect to such laws except as reported in Item 2 of this Schedule 13D.

#### DAVIDSON KEMPNER FILING PERSONS

Davidson Kempner International, Ltd.

Directors:

Gary C. Linford DirectorsPlus Limited

Grand Pavilion Commercial Centre 1st Floor, 802 West Bay Road P.O. Box 31855, KY1 1207 Grand Cayman, Cayman Islands Tel: 345 943 2295 (Main) Fax: 345 943 2294 (Main)

John Lewis DirectorsPlus Limited

Grand Pavilion Commercial Centre 1st Floor, 802 West Bay Road P.O. Box 31855, KY1 1207 Grand Cayman, Cayman Islands Tel: 345 943 2295 (Main) Fax: 345 943 2294 (Main)

<u>Davidson Kempner Distressed</u> <u>Opportunities International Ltd.</u>

Directors:

Gary C. Linford DirectorsPlus Limited

Grand Pavilion Commercial Centre 1st Floor, 802 West Bay Road P.O. Box 31855, KY1 1207 Grand Cayman, Cayman Islands Tel: 345 943 2295 (Main) Fax: 345 943 2294 (Main)

John Lewis DirectorsPlus Limited

Grand Pavilion Commercial Centre 1st Floor, 802 West Bay Road P.O. Box 31855, KY1 1207 Grand Cayman, Cayman Islands Tel: 345 943 2295 (Main) Fax: 345 943 2294 (Main)

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# **BRIGADE FILING PERSONS**

Each individual identified below is a citizen of the Cayman Islands.

Brigade Fund Directors:

Vijayabalan Muruguesu Managing Director at Ogier Fiduciary Services (Cayman) Limited)

89 Nexus Way Camana Bay Grand Cayman

Cayman Islands KY1-9007

Scott Dakers Associate Director at Ogier Fiduciary Services (Cayman) Limited)

89 Nexus Way Camana Bay Grand Cayman

Cayman Islands KY1-9007

#### PLAINFIELD FILING PERSONS

The principal employer of Mr. Holmes is PAM, the principal employer of Messrs. Mattison, Bree and Hanson is DMS Management and the principal employer of Mr. Williams is Pacific Alternative Asset Management Company, LLC. Messrs. Holmes, Bree and Williams are citizens of the United States. Mr. Mattison is a citizen of Canada and Mr. Hanson is a citizen of the Cayman Islands.

# Plainfield Special Situations Master Fund II

<u>Limited</u>

Directors:

Max Holmes 333 Ludlow Street

Stamford, CT 06902

Gordon Mattison Citco Trustees (Cayman) Limited

89 Nexus Way, Camana Bay

PO Box 31106

Grand Cayman KY1-1205

Cayman Islands

David Bree Citco Trustees (Cayman) Limited

89 Nexus Way, Camana Bay

PO Box 31106

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Grand Cayman KY1-1205

Cayman Islands

Plainfield OC Master Fund Limited

Directors:

Max Holmes 333 Ludlow Street,

Stamford, CT 06902

David Bree Citco Trustees (Cayman) Limited

89 Nexus Way, Camana Bay

PO Box 31106

Grand Cayman KY1-1205

Cayman Islands

Kevin Williams c/o Pacific Alternative Asset Management Company, LLC

19450 Jamboree Road Suite 400

Irvine, CA 92612

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# APPENDIX B

TRANSACTIONS IN THE SHARES EFFECTED BY THE REPORTING PERSONS DURING THE PAST SIXTY DAYS (UNLESS OTHERWISE STATED, ALL TRANSACTIONS WERE EFFECTED IN THE OPEN MARKET)

BRIGADE LEVERAGED CAPITAL STRUCTURES FUND LTD.

Date of Trade	Shares Purchased (Sold)	Price per Share
09/01/10	(490,000)	\$0.5104