SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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

<u>Vallance Robert R</u>	2. Date of Event Requiring Stater Month/Day/Yea 06/09/2016	nent	3. Issuer Name and Ticker or Trading Symbol <u>VISTEON CORP</u> [VC]					
(Last) (First) (Middle) VISTEON CORPORATION			4. Relationship of Reporting Perso (Check all applicable) Director	10% Owner Other (specify below)		 5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person 		
ONE VILLAGE CENTER DRIVE (Street) VAN BUREN TOWNSHIP MI 48111			X Officer (give title below) Vice Presider					
(City) (State) (Zip)						. topotting .		
Table I - Non-Derivative Securities Beneficially Owned								
1. Title of Security (Instr. 4)			. Amount of Securities eneficially Owned (Instr. 4)			4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Common Stock			2,980	D				
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)								
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of	Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Direct (D) or Indirect (I) (Instr. 5)		
Employee Stock Option (right to buy)	(1)	03/04/2022	Common Stock	2,147	59.59	D		
Employee Stock Option (right to buy)	(1)	03/03/2023	Common Stock	3,318	72.98	D		
Performance Rights	(2)	01/31/2018	Common Stock	1,509	(2)	D		
Performance Rights	(2)	01/31/2019	Common Stock	1,854	(2)	D		
Restricted Stock Units	(3)	03/05/2018	Common Stock	521	(3)	D		
Restricted Stock Units	(3)	03/04/2019	Common Stock	1,250	(3)	D		

Explanation of Responses:

1. 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.

2. Each performance right represents a contingent right to receive one share of Visteon common stock. The performance rights vest based on relative total shareholder return over a three year performance period and are payable in stock or cash at the election of the Company, subject to tax withholding.

3. Restricted Stock Units vest to the extent of 33% of the units granted each year following the first anniversary of the date of grant until the third anniversary of the date of grant. Each Restricted Stock Unit will be converted and distributed to me, without payment, in stock or cash at the eletion of the Company, upon vesting and based upon the then current market value of a share of Visteon common stock, subject to tax withholding.

Remarks:

 Heidi A. Sepanik, Secretary,

 Visteon Corporation on behalf
 06/13/2016

 of Robert R. Vallance
 06/13/2016

** 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 5 (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.