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>Meszaros Steve</u>	2. Date of Event Requiring Statement (Month/Day/Year) 02/09/2006		3. Issuer Name and Ticker or Trading Symbol <u>VISTEON CORP</u> [VC]				
(Last) (First) (Middle) ONE VILLAGE CENTER DRIVE			4. Relationship of Reporting Perso (Check all applicable) Director X Officer (give title	10% Owne Other (spe	er (Mor	nth/Day/Year)	ate of Original Filed t/Group Filing (Check
(Street) VAN BUREN TOWNSHIP MI 48111			A below) Vice Preside	below) ent	Appl	icable Line) Form filed b	y One Reporting Person y More than One
(City) (State) (Zip)							
٢	able I - Nor	n-Derivat	ive Securities Beneficial	ly Owned			
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. 4)			4. Nature of Indirect Beneficial Ownership (Instr. 5)	
Common Stock			6,680	D			
(e.			e Securities Beneficially Ints, options, convertible		s)		
	2. Date Exercisable an Expiration Date (Month/Day/Year)		d 3. Title and Amount of Securities Underlying Derivative Security (Instr			e Form:	
1. Title of Derivative Security (Instr. 4)	Expiration D	ate			4. Conversion or Exercise	Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
1. Title of Derivative Security (Instr. 4)	Expiration D	ate	Underlying Derivative Securi		Conversion	Ownership	Beneficial Ownership
1. Title of Derivative Security (Instr. 4) Employee Stock Option (Right to Buy)	Expiration Da (Month/Day/)	ate Year) Expiration	Underlying Derivative Securi	ty (Instr. 4) Amount or Number of	Conversion or Exercise Price of Derivative	Ownership Form: Direct (D) or Indirect	Beneficial Ownership
	Expiration Date (Month/Day/	ate Year) Expiration Date	Underlying Derivative Securi n Title O Common Stock	ty (Instr. 4) Amount or Number of Shares	Conversion or Exercise Price of Derivative Security	Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	Beneficial Ownership
Employee Stock Option (Right to Buy)	Expiration Date Exercisable	ate Year) Expiration Date 06/27/2010	Underlying Derivative Securi n Title O Common Stock L	ty (Instr. 4) Amount or Number of Shares 4,250	Conversion or Exercise Price of Derivative Security 13.09	Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	Beneficial Ownership
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Explanation of Responses:

1. The option is exercisable to the extent of 33% of the shares optioned after one year from the date of grant, 66% in two years and in full after three years.

2. Each Restricted Stock Unit will be converted and distributed to me, without payment, in cash upon vesting and based upon the then current market value of a share of Visteon common stock, subject to tax withholding.

3. The stock appreciation right is exercisable to the extent of 33% of the rights granted after one year from the date of grant, 66% in two years and in full after three years.

Remarks:

<u>Heidi A. Sepanik, Secretary,</u> <u>Visteon Corporation on behalf</u> 02/14/2006 of Steve Meszaros

** 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.