SEC Form 4

Instruction 1(b)

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FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

			of Section So(n) of the Investment Company Act of 1340					
1. Nume and Address of Reporting Ferson			2. Issuer Name and Ticker or Trading Symbol VISTEON CORP [VC]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
Lawande Sachin				X	Director	10% Owner		
(Last)	_ast) (First) (Mid				Officer (give title below)	Other (specify below)		
VISTEON CORPORATION			3. Date of Earliest Transaction (Month/Day/Year) 02/15/2022		CEO & Presid	lent		
ONE VILLAGE	CENTER DRIVI	Ξ						
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	idual or Joint/Group Filing (Check Applicable		
VAN BUREN	MI	48111		X	Form filed by One Report	ting Person		
TOWNSHIP					Form filed by More than (Person	One Reporting		
(City)	(State)	(Zip)						

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	02/15/2022(1)		М		48,714	A	(1)	192,513	D	
Common Stock	02/15/2022 ⁽²⁾		F		19,801	D	\$102.78	172,712	D	

	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)														
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. Transa Code (8)		of Deri Seci Acq (A) o Disp of (E	umber vative urities uired or oosed o) (Instr. and 5)	Expiration Date c ve (Month/Day/Year) U es d (d (d str.		d 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Performance Rights	(3)	02/15/2022		A ⁽⁴⁾			22,629	(3)	01/31/2022	Common Stock	22,629	(3)	48,714	D	
Performance Rights	(3)	02/15/2022		М			48,714	(3)	01/31/2022	Common Stock	48,714	(3)	0	D	

Explanation of Responses:

1. Each performance right, which is the economic equivalent of one share of Visteon common stock, was converted and paid to me in common stock without any election or action on my part pursuant to the Performance Share Unit award made to me in 2019.

2. The shares were withheld by Visteon to satisfy income tax withholding obligations arising in connection with the vesting of certain Performance Rights.

3. Each Performance Right represents a contingent right to receive one share of Visteon common stock. The Performance Rights vested based on relative total shareholder return over a three year performance period ending on December 31, 2021 and were paid in stock at the election of the Company.

4. Additional Performance Rights were received because the performance criteria during the three year performance period was exceeded.

Remarks:

Heidi A. Sepanik, Secretary, Visteon Corporation, on behalf 02/17/2022 of Sachin S. Lawande

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 \ast 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.