VISTEON CORP Form 4 February 11, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person * Pallash Robert C

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Last)

(First) (Middle)

VISTEON CORP [VC] 3. Date of Earliest Transaction

(Check all applicable)

VISTEON CORPORATION, ONE VILLAGE CENTER DRIVE

(State)

(Zip)

02/09/2005

Director 10% Owner X_ Officer (give title Other (specify below)

(Month/Day/Year)

Vice President

6. Individual or Joint/Group Filing(Check

(Street) 4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

Table I. Non Darivative Securities Acquired Disposed of an Reneficially Ov

VAN BUREN TOWNSHIP, MI 48111

(City)

(- 3)	()	1 able 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								
1.Title of		2. Transaction Date 2A. Deemed			4. Securities Acquired		5. Amount of	6. Ownership	7. Nature of	
Security (Instr. 3)	(Month/Day/Year)		Transaction Code	on(A) or Disposed of			Securities Beneficially	Form: Direct (D) or	Indirect Beneficial	
(IIISU. 3)		any (Month/Day/Year)	(Instr. 8)	(D) (Instr. 3, 4 and 5)		Owned	Indirect (I)	Ownership		
						Following	(Instr. 4)	(Instr. 4)		
				(A)		Reported Transaction(s)				
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	02/09/2005		D <u>(1)</u>	4,143	D	\$ 0	17,368	D		
Common Stock	02/09/2005		F	622	D	\$ 7.08	16,746	D		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amoun	t of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	3 and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A manuat		
									Amount		
						Date	Expiration		Or		
						Exercisable	Date	Title Number	Number		
				C + V	(A) (D)						
				Code V	(A) (D)				Shares		

Reporting Owners

Relationships Reporting Owner Name / Address

> 10% Owner Officer Other Director

Pallash Robert C

VISTEON CORPORATION ONE VILLAGE CENTER DRIVE VAN BUREN TOWNSHIP, MI 48111

Vice President

Signatures

Heidi A. Diebol, Assistant Secretary, Visteon Corporation on behalf of Robert C. Pallash

02/11/2005

**Signature of Reporting Person

Date

Explanation of Responses:

- 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).
- (1) These shares were forfeited pursuant to the terms of the Company's 2004 Incentive Plan and applicable financial performance criteria. Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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