VISTEON CORP Form 4 February 02, 2017

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

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may continue.

Check this box

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 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Yassini-Fard Rouzbeh

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

VISTEON CORP [VC]

(First) (Middle) (Last)

3. Date of Earliest Transaction (Month/Day/Year)

X_ Director Officer (give title

10% Owner Other (specify

VISTEON CORPORATION, ONE VILLAGE CENTER DRIVE

> (Street) 4. If Amendment, Date Original

01/31/2017

6. Individual or Joint/Group Filing(Check

Applicable Line) _X_ Form filed by One Reporting Person

Filed(Month/Day/Year)

Form filed by More than One Reporting

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

below)

VAN BUREN TOWNSHIP, MI 48111

(City)

Security

(Instr. 3)

1.Title of

(State)

(Month/Day/Year)

(Zip)

anv

(Month/Day/Year)

2. Transaction Date 2A. Deemed 4. Securities TransactionAcquired (A) or Execution Date, if Disposed of (D) Code

(Instr. 8)

5. Amount of Securities Beneficially Owned (I) Following (Instr. 4)

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (Instr. 4)

(A) or

Reported Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

(Instr. 3, 4 and 5)

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.

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

1. Title of 3. Transaction Date 3A. Deemed 7. Title and Amount of 8. Price of 4. 5. Number 6. Date Exercisable and Derivative (Month/Day/Year) Execution Date, if Transactionof **Expiration Date Underlying Securities** Derivativ Conversion Code (Month/Day/Year) (Instr. 3 and 4) Security Security or Exercise any Derivative

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Month/Day/Year)	(Instr. 8)		Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)						(Instr. 5)
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
DCP Visteon Stock Units	<u>(1)</u>	01/31/2017		A		296		<u>(1)</u>	<u>(1)</u>	Common Stock	296	\$ 88.51

Deletionship

Reporting Owners

VAN BUREN TOWNSHIP, MI 48111

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Yassini-Fard Rouzbeh								
VISTEON CORPORATION	X							
ONE VILLAGE CENTER DRIVE	21							

Signatures

Heidi A. Sepanik, Secretary, Visteon Corporation, on behalf of Rouzbeh Yassini-Fard

02/02/2017

**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) In general, these Visteon Stock Units will be converted and distributed to me, without payment, in shares of Common Stock or cash, following termination of board service, based upon the then current market value of a share of Common Stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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