

VISTEON CORP  
Form 8-K  
February 29, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D. C. 20549

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the

Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) February 29, 2012

**VISTEON CORPORATION**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction

of incorporation)

**1-15827**  
(Commission

File Number)

**38-3519512**  
(IRS Employer

Identification No.)

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**One Village Center Drive, Van Buren Township, Michigan**

(Address of principal executive offices)

**Registrant's telephone number, including area code (800)-VISTEON**

**48111**

(Zip Code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communication pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**SECTION 8 OTHER EVENTS**

**Item 8.01. Other Events.**

In connection with the filing of Visteon Corporation's Prospectus Supplement dated February 29, 2012, the opinion of Kirkland & Ellis LLP listed in Item 9.01 hereof is filed herewith and incorporated by reference into Visteon Corporation's effective shelf registration statement on Form S-3 (File No. 333-178639) filed on December 20, 2011 and related Prospectus dated December 20, 2011, as supplemented by the Prospectus Supplement dated February 29, 2012.

**SECTION 9 FINANCIAL STATEMENTS AND EXHIBITS**

**Item 9.01. Financial Statements and Exhibits.**

| Exhibit No. | Description                      |
|-------------|----------------------------------|
| 5.1         | Opinion of Kirkland & Ellis LLP. |

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

VISTEON CORPORATION

Date: February 29, 2012

By: /s/ Michael K. Sharnas  
Michael K. Sharnas  
Vice President and General Counsel

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| 5.1         | Opinion of Kirkland & Ellis LLP. |      |