

VISTEON CORP
Form 4
March 14, 2005

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
BURKE THOMAS ANDREW

(Last) (First) (Middle)

**VISTEON CORPORATION, ONE
VILLAGE CENTER DRIVE**

(Street)

**VAN BUREN
TOWNSHIP, MI 48111**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

VISTEON CORP [VC]

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

03/10/2005

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Vice President

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock					20,971	D	
Common Stock					979 ⁽¹⁾	I	By Company Plan

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

**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 control
number.**

SEC 1474
(9-02)

Edgar Filing: VISTEON CORP - Form 4

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	(2)	03/10/2005		A		20,116		03/10/2008	03/10/2008	Common Stock	20,116
Restricted Stock Units	(3)	03/10/2005		A		30,000		(3)	03/10/2007	Common Stock	30,000
Employee Stock Option (right to buy)	\$ 6.245	03/10/2005		A		57,128		(4)	03/09/2010	Common Stock	57,128
SPP Visteon Stock Fund Units	(5)							(5)	(5)	Common Stock	262

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BURKE THOMAS ANDREW VISTEON CORPORATION ONE VILLAGE CENTER DRIVE VAN BUREN TOWNSHIP, MI 48111			Vice President	

Signatures

Heidi A. Diebol, Assistant Secretary, Visteon Corporation on behalf of Thomas A. Burke

03/14/2005

 **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, or units representing these shares, were acquired under the Visteon Investment Plan and reported to me in my most recent plan statement.

(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.

Restricted Stock Units vest to the extent of 50% of the units granted each year following the first anniversary of the date of grant until the second anniversary of the date of grant. 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.

(4) 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.

These Visteon Stock Fund units were credit to my account, without payment by me, under the Company's Savings Parity Plan, and were reported to me in my most recent plan statement. In general, these Visteon Stock Fund units will be converted and distributed to me, without payment, in cash following termination of employment, based on the then current price of a Visteon stock fund unit, and the then current market value of a share of Visteon 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. 9 Schedule I APTARGROUP, INC. PROFIT SHARING AND SAVINGS PLAN

----- ASSETS HELD FOR INVESTMENT PURPOSES AT DECEMBER 31, 2000

----- Number of Party Involved Description Shares -----

Fidelity Money Market Trust Retirement Government Money Market Portfolio Mutual Fund 7,093,061 Fidelity Magellan Fund Portfolio Mutual Fund 195,139 AptarGroup, Inc. Stock* Common Stock 199,518 Fidelity Growth and Income Portfolio #027-0254927262 Mutual Fund 298,729 Fidelity Managed Income Fund Mutual Fund 1,798,812 Fidelity Overseas Fund Mutual Fund 36,669 Fidelity Asset Manager Mutual Fund 44,985 Fidelity Small Cap Selector Mutual Fund 7,468 Participant Loans* Loan -- Range of interest rates 8.75% - 10.5% * Party-in-interest 10

APTARGROUP, INC. PROFIT SHARING AND SAVINGS PLAN ----- ASSETS HELD FOR INVESTMENT PURPOSES AT DECEMBER 31, 2000 ----- Market Party Involved Value

----- Fidelity Money Market Trust Retirement Government Money Market Portfolio \$ 7,093,061 Fidelity Magellan Fund Portfolio 23,280,124 AptarGroup, Inc. Stock* 5,860,831 Fidelity Growth and Income Portfolio #027-0254927262 12,576,503 Fidelity Managed Income Fund 1,798,812 Fidelity Overseas Fund 1,260,308 Fidelity Asset Manager 756,643 Fidelity Small Cap Selector 121,207 Participant Loans* 1,662,612 ----- Range of interest rates 8.75% - 10% Total Assets Held for Investment \$54,410,101

===== *Party-in-interest 11 APTARGROUP, INC. PROFIT SHARING AND SAVINGS PLAN

----- ASSETS HELD FOR INVESTMENT PURPOSES AT DECEMBER 31, 1999

----- Number of Party Involved Description Shares ----- Fidelity

Money Market Trust Retirement Government Money Market Portfolio Mutual Fund 7,325,805 Fidelity Magellan Fund Portfolio Mutual Fund 182,028 AptarGroup, Inc. Stock* Common Stock 207,523 Fidelity Growth and Income Portfolio #027-0254927262 Mutual Fund 273,098 Fidelity Managed Income Fund Mutual Fund 1,958,298 Fidelity Overseas Fund Mutual Fund 21,519 Fidelity Asset Manager Mutual Fund 44,055 Participant Loans* Loan -- Range of interest rates 8.75 % - 10% * Party-in-interest 12 APTARGROUP, INC. PROFIT SHARING AND SAVINGS PLAN

----- ASSETS HELD FOR INVESTMENT PURPOSES AT DECEMBER 31, 1999

----- Market Party Involved Value ----- Fidelity Money Market Trust

Retirement Government Money Market Portfolio \$ 7,325,805 Fidelity Magellan Fund Portfolio 24,870,474 AptarGroup, Inc. Stock* 5,214,009 Fidelity Growth and Income Portfolio #027-0254927262 12,879,284 Fidelity Managed Income Fund 1,958,298 Fidelity Overseas Fund 1,033,146 Fidelity Asset Manager 809,725 Participant Loans* 1,354,002 ----- Range of interest rates 8.75% - 10% Total Assets Held for Investment \$55,444,743

===== *Party-in-interest 13 SIGNATURES ----- Pursuant to the requirements of the Securities Exchange Act of 1934, AptarGroup, Inc., as plan administrator, has duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized. AptarGroup, Inc. By: AptarGroup, Inc., as Plan Administrator By:

Edgar Filing: VISTEON CORP - Form 4

----- Lawrence Lowrimore Vice President-Human Resources June 25, 2001 14 EXHIBIT INDEX
Exhibit No. Description Sequential Page No. ----- 23 Consent of Independent
Accountants 16 15