

Lawande Sachin  
Form 4  
July 03, 2018

**FORM 4**

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

OMB APPROVAL

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Lawande Sachin

2. Issuer Name and Ticker or Trading Symbol  
VISTEON CORP [VC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
VISTEON CORPORATION, ONE VILLAGE CENTER DRIVE

3. Date of Earliest Transaction (Month/Day/Year)  
06/29/2018

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

CEO & President

(Street)  
VAN BUREN TOWNSHIP, MI 48111

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Ownership (Instr. 4)	
				(A) or (D)	Price			
Common Stock	06/29/2018 <sup>(1)</sup>		M	51,774	A	11	81,801	D
Common Stock	06/29/2018 <sup>(1)</sup>		M	3,382	A	11	85,183	D
Common Stock	06/29/2018 <sup>(2)</sup>		F	22,574	D	\$ 129.92	62,609	D
Common Stock	07/02/2018		M <sup>(3)</sup>	2,500	A	\$ 72.98	65,109	D
Common Stock	07/02/2018		M <sup>(3)</sup>	2,500	A	\$ 62.76	67,609	D

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Common Stock 07/02/2018 S<sup>(3)</sup> 5,000 D \$ 126.81 62,609 D

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

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SEC 1474 (9-02)

**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 Share
Restricted Stock Units	<u>(1)</u>	06/29/2018		M	3,382	06/29/2018 06/29/2018	Common Stock 3,382
Restricted Stock Units	<u>(1)</u>	06/29/2018		M	51,774	06/29/2018 06/29/2018	Common Stock 51,774
Employee stock option (right to buy)	\$ 72.98	07/02/2018		M <sup>(3)</sup>	2,500	<u>(4)</u> 03/03/2023	Common Stock 2,500
Employee stock option (right to buy)	\$ 62.76	07/02/2018		M <sup>(3)</sup>	2,500	<u>(4)</u> 06/28/2022	Common Stock 2,500

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lawande Sachin VISTEON CORPORATION ONE VILLAGE CENTER DRIVE	X		CEO & President	

VAN BUREN TOWNSHIP, MI 48111

## Signatures

Heidi A. Sepanik, Secretary, Visteon Corporation on behalf of Sachin S.  
Lawande

07/03/2018

\_\_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).  
Each Restricted Stock Unit, which is the economic equivalent of one share of Visteon common stock, automatically vested on June 29, 2018 and was converted and paid to me in common stock without any election or action on my part. The value of each share was based on the fair market value of Visteon common stock as of June 29, 2018.
  - (1) These shares were withheld by Visteon to satisfy income tax withholding obligations arising in connection with the vesting of certain Restricted Stock Units. The value of each share was based on the fair market value of Visteon common stock as of June 29, 2018.
  - (2) The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on September 15, 2017.
  - (3) The option is exercisable to the extent of one third of the shares optioned after one year from the date of grant, two-thirds in two years and in full after three years.

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.