

VISTEON CORP

Form 3

March 07, 2017

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â Schupfner Markus J

(Last)

(First)

(Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)

03/03/2017

3. Issuer Name and Ticker or Trading Symbol

VISTEON CORP [VC]

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other (specify below)

Senior Vice President

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting Person☐ Form filed by More than One Reporting Person

VISTEON

CORPORATION,Â ONE

VILLAGE CENTER DRIVE

(Street)

VAN BUREN

TOWNSHIP,Â MIÂ 48111

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Common Stock

0

D

Â

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Appreciation Right	Â (1)	03/31/2023	Common Stock	1,956	\$ 78.24	D	Â
Stock Appreciation Right	Â (1)	03/02/2024	Common Stock	2,431	\$ 94.77	D	Â
Performance Rights	Â (2)	01/31/2019	Common Stock	1,046	\$ (2)	D	Â
Performance Rights	Â (3)	01/31/2020	Common Stock	1,164	\$ (3)	D	Â
Restricted Stock Units	Â (4)	04/01/2019	Common Stock	675	\$ (4)	D	Â
Restricted Stock Units	Â (5)	03/03/2020	Common Stock	699	\$ (5)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Schupfner Markus J VISTEON CORPORATION ONE VILLAGE CENTER DRIVE VAN BUREN TOWNSHIP,Â MIÂ 48111	Â	Â	Â Senior Vice President	Â

Signatures

Heidi A. Sepanik, Secretary, Visteon Corporation on behalf of Markus J. Schupfner

03/07/2017

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) The stock appreciation right 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.
- (2) Each performance right represents a contingent right to receive one share of Visteon common stock. The performance rights vest based on relative total shareholder return over a three year performance period and are payable in cash subject to tax withholding.
Each performance right represents a contingent right to receive one share of Visteon common stock. The performance rights vest based on relative total shareholder return over a three year performance period and are payable in cash or stock at the election of Visteon, subject to tax withholding.
- (3) Restricted Stock Units vest to the extent of 33% of the units granted each year following the first anniversary of the date of grant until the third 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) Restricted Stock Units vest to the extent of 33% of the units granted each year following the first anniversary of the date of grant until the third anniversary of the date of grant. Each Restricted Stock Unit will be converted and distributed to me, without payment, in cash or

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stock at the election of Visteon, upon vesting and based upon the then current market value of a share of Visteon common stock, subject to tax withholding.

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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