HAMP STEVEN K Form 4 April 02, 2009

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

if no longer subject to Section 16. Form 4 or

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 *

2. Issuer Name and Ticker or Trading Symbol

VISTEON CORP [VSTN]

(First)

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

VISTEON CORPORATION, ONE VILLAGE CENTER DRIVE

03/31/2009

below)

6. Individual or Joint/Group Filing(Check

5. Relationship of Reporting Person(s) to

(Check all applicable)

10% Owner

Other (specify

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

Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

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

Issuer

_X__ Director

Officer (give title

VAN BUREN TOWNSHIP, MI 48111

1.Title of 2. Transaction Date 2A. Deemed

4. Securities TransactionAcquired (A) or Execution Date, if Code

Disposed of (D) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned Following Reported

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

(A) or

Code V Amount (D) Price

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.

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

1. Title of Derivative Conversion Security or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year)

Execution Date, if any

5. Number of 4. **Transaction**Derivative Code Securities

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amount of **Underlying Securities** (Instr. 3 and 4)

1

D

S

FORM 4

Check this box

Form 5 obligations may continue.

See Instruction

1(b).

HAMP STEVEN K

(Last)

(Middle)

(Street)

(City)

Security (Instr. 3)

(Month/Day/Year)

(State)

anv

(Zip)

(Month/Day/Year)

(Instr. 8)

Transaction(s) (Instr. 3 and 4)

> SEC 1474 (9-02)

OMB APPROVAL

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January 31,

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| (Instr. 3) | Price of Derivative Security | | (Month/Day/Year) | (Instr. | 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | | | | | (I | |
|----------------------------------|------------------------------------|------------|------------------|---------|--|---------|-----|---------------------|--------------------|-----------------|----------------------------------|---|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| DCP Visteon Stock Units | (1) | 03/31/2009 | | A | | 148,148 | | <u>(1)</u> | <u>(1)</u> | Common Stock | 148,148 | 9 |

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

HAMP STEVEN K
VISTEON CORPORATION
ONE VILLAGE CENTER DRIVE
VAN BUREN TOWNSHIP, MI 48111

Signatures

Heidi A. Sepanik, Secretary, Visteon Corporation, on behalf of Steven K.
Hamp

04/02/2009

Date

**Signature of Reporting Person

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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