

VISTEON CORP

Form 3

March 07, 2017

FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**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 Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (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 Owned1. 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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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.****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
Derivative5. 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 <u>(1)</u> | 03/31/2023 | Common Stock | 1,956 | \$ 78.24 | D | Â |
| Stock Appreciation Right | Â <u>(1)</u> | 03/02/2024 | Common Stock | 2,431 | \$ 94.77 | D | Â |
| Performance Rights | Â <u>(2)</u> | 01/31/2019 | Common Stock | 1,046 | \$ <u>(2)</u> | D | Â |
| Performance Rights | Â <u>(3)</u> | 01/31/2020 | Common Stock | 1,164 | \$ <u>(3)</u> | D | Â |
| Restricted Stock Units | Â <u>(4)</u> | 04/01/2019 | Common Stock | 675 | \$ <u>(4)</u> | D | Â |
| Restricted Stock Units | Â <u>(5)</u> | 03/03/2020 | Common Stock | 699 | \$ <u>(5)</u> | 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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