

VISTEON CORP
Form 4
June 11, 2007

FORM 4

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

OMB APPROVAL

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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 *
Pardus Capital Management L.P.

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)

3. Date of Earliest Transaction (Month/Day/Year)
06/08/2007

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

590 MADISON AVENUE, SUITE 25E

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

NEW YORK, NY 10022

(City) (State) (Zip)

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) | | | |
|--|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|------------|---|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock, par value \$1.00 per share | 06/08/2007 | | P | | 2,300 | A | \$ 7.81 | 23,202,300 | I | See footnote below ⁽¹⁾ |
| Common Stock, par value \$1.00 per share | 06/08/2007 | | P | | 2,000 | A | \$ 7.822 | 23,204,300 | I | See footnote below ⁽¹⁾ |
| Common Stock, par value \$1.00 per share | 06/08/2007 | | P | | 500 | A | \$ 7.83 | 23,204,800 | I | See footnote below ⁽¹⁾ |

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| | | | | | | | | |
|---|------------|---|--------|---|---------|------------|---|---|
| Common Stock, par value \$1.00 per share | 06/08/2007 | P | 800 | A | \$ 7.84 | 23,205,600 | I | See footnote below ⁽¹⁾ |
| Common Stock, par value \$1.00 per share | 06/08/2007 | P | 100 | A | \$ 7.85 | 23,205,700 | I | See footnote below ⁽¹⁾ |
| Common Stock, par value \$1.00 per share | 06/08/2007 | P | 700 | A | \$ 7.86 | 23,206,400 | I | See footnote below ⁽¹⁾ |
| Common Stock, par value \$1.00 per share | 06/08/2007 | P | 1,200 | A | \$ 7.87 | 23,207,600 | I | See footnote below ⁽¹⁾ |
| Common Stock, par value \$1.00 per share | 06/08/2007 | P | 1,400 | A | \$ 7.88 | 23,209,000 | I | See footnote below ⁽¹⁾ |
| Common Stock, par value \$1.00 per share | 06/08/2007 | P | 11,700 | A | \$ 7.89 | 23,220,700 | I | See footnote below ⁽¹⁾ |
| Common Stock, par value \$1.00 per share | 06/08/2007 | P | 11,500 | A | \$ 7.9 | 23,232,200 | I | See footnote below ⁽¹⁾ |
| Common Stock, par value \$1.00 per share | 06/08/2007 | P | 9,900 | A | \$ 7.91 | 23,242,100 | I | See footnote below ⁽¹⁾ |
| Common Stock, par value \$1.00 per share | 06/08/2007 | P | 15,000 | A | \$ 7.92 | 23,257,100 | I | See footnote below ⁽¹⁾ |
| Common Stock, par value \$1.00 per share | 06/08/2007 | P | 29,300 | A | \$ 7.93 | 23,286,400 | I | See footnote below ⁽¹⁾ |
| Common Stock, par value \$1.00 per share | 06/08/2007 | P | 13,700 | A | \$ 7.94 | 23,300,100 | I | See footnote below ⁽¹⁾ |
| | 06/08/2007 | P | 36,300 | A | \$ 7.95 | 23,336,400 | I | |

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| | | | | | | | | |
|--|------------|---|--------|---|---------|------------|---|-------------------------------|
| Common Stock, par value \$1.00 per share | | | | | | | | See footnote below <u>(1)</u> |
| Common Stock, par value \$1.00 per share | 06/08/2007 | P | 7,100 | A | \$ 7.96 | 23,343,500 | I | See footnote below <u>(1)</u> |
| Common Stock, par value \$1.00 per share | 06/08/2007 | P | 1,000 | A | \$ 7.97 | 23,344,500 | I | See footnote below <u>(1)</u> |
| Common Stock, par value \$1.00 per share | 06/08/2007 | P | 400 | A | \$ 7.98 | 23,344,900 | I | See footnote below <u>(1)</u> |
| Common Stock, par value \$1.00 per share | 06/08/2007 | P | 7,100 | A | \$ 7.99 | 23,352,000 | I | See footnote below <u>(1)</u> |
| Common Stock, par value \$1.00 per share | 06/08/2007 | P | 11,400 | A | \$ 8 | 23,363,400 | I | See footnote below <u>(1)</u> |
| Common Stock, par value \$1.00 per share | 06/08/2007 | P | 5,300 | A | \$ 8.01 | 23,368,700 | I | See footnote below <u>(1)</u> |
| Common Stock, par value \$1.00 per share | 06/08/2007 | P | 60,900 | A | \$ 8.02 | 23,429,600 | I | See footnote below <u>(1)</u> |
| Common Stock, par value \$1.00 per share | 06/08/2007 | P | 24,900 | A | \$ 8.03 | 23,454,500 | I | See footnote below <u>(1)</u> |
| Common Stock, par value \$1.00 per share | 06/08/2007 | P | 14,200 | A | \$ 8.04 | 23,468,700 | I | See footnote below <u>(1)</u> |
| Common Stock, par value \$1.00 per share | 06/08/2007 | P | 31,300 | A | \$ 8.05 | 23,500,000 | I | See footnote below <u>(1)</u> |

Remarks:

(2) Mr. Samii is signing in his capacity as sole member of Pardus Capital Management LLC, the general partner of Pardus Capital Management L.P.

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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