

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| | | |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1. Name and Address of Reporting Person* <u>PYNNONEN BRETT D</u> (Last) (First) (Middle) <u>VISTEON CORPORATION</u> <u>ONE VILLAGE CENTER DRIVE</u> (Street) <u>VAN BUREN</u> <u>MI</u> <u>48111</u> <u>TOWNSHIP</u> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>VISTEON CORP</u> [<u>VC</u>] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <div>Director 10% Owner</div> <div><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)</div> <u>Senior V.P. & General Counsel</u> |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>06/12/2023</u> | |
| | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) <div><input checked="" type="checkbox"/> Form filed by One Reporting Person</div> <div>Form filed by More than One Reporting Person</div> |
| | Rule 10b5-1(c) Transaction Indication <div><input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.</div> | |

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|---|-------------------------------------------------------------------|------------|--------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 06/12/2023 | | S ⁽¹⁾ | | 3,943 | D | \$149.54 ⁽²⁾ | 9,335 | D | |
| Common Stock | 06/12/2023 | | S ⁽¹⁾ | | 1,100 | D | \$150.2 ⁽³⁾ | 8,235 | D | |
| Common Stock | 06/13/2023 | | S ⁽¹⁾ | | 174 | D | \$151.83 ⁽⁴⁾ | 8,061 | D | |
| Common Stock | 06/13/2023 | | S ⁽¹⁾ | | 23 | D | \$153.49 | 8,038 | D | |
| Common Stock | 06/13/2023 | | S ⁽¹⁾ | | 9 | D | \$152.53 ⁽⁵⁾ | 8,029 | D | |
| Common Stock | 06/12/2023 | | M ⁽¹⁾ | | 3,004 | A | \$124.34 | 11,033 | D | |
| Common Stock | 06/12/2023 | | S ⁽¹⁾ | | 2,720 | D | \$149.52 ⁽⁶⁾ | 8,313 | D | |
| Common Stock | 06/12/2023 | | S ⁽¹⁾ | | 284 | D | \$150.3 ⁽⁷⁾ | 8,029 | D | |
| Common Stock | 06/13/2023 | | M ⁽¹⁾ | | 100 | A | \$124.34 | 8,129 | D | |
| Common Stock | 06/13/2023 | | S ⁽¹⁾ | | 62 | D | \$151.62 ⁽⁸⁾ | 8,067 | D | |
| Common Stock | 06/13/2023 | | S ⁽¹⁾ | | 32 | D | \$152.33 ⁽⁹⁾ | 8,035 | D | |
| Common Stock | 06/13/2023 | | S ⁽¹⁾ | | 5 | D | \$153.27 ⁽¹⁰⁾ | 8,030 | D | |
| Common Stock | 06/12/2023 | | M ⁽¹⁾ | | 1,372 | A | \$80.97 | 9,402 | D | |
| Common Stock | 06/12/2023 | | S ⁽¹⁾ | | 1,372 | D | \$149.74 ⁽¹¹⁾ | 8,030 | D | |
| Common Stock | 06/13/2023 | | M ⁽¹⁾ | | 187 | A | \$80.97 | 8,217 | D | |
| Common Stock | 06/13/2023 | | S ⁽¹⁾ | | 127 | D | \$151.69 ⁽¹²⁾ | 8,090 | D | |
| Common Stock | 06/13/2023 | | S ⁽¹⁾ | | 48 | D | \$152.37 ⁽¹³⁾ | 8,042 | D | |
| Common Stock | 06/13/2023 | | S ⁽¹⁾ | | 11 | D | \$153.49 | 8,031 | D | |
| Common Stock | 06/13/2023 | | S ⁽¹⁾ | | 5 | D | \$149.99 | 8,026 | D | |
| Common Stock | 06/12/2023 | | M ⁽¹⁾ | | 3,555 | A | \$66.98 | 11,581 | D | |
| Common Stock | 06/12/2023 | | S ⁽¹⁾ | | 1,218 | D | \$149.46 ⁽²⁾ | 10,363 | D | |
| Common Stock | 06/12/2023 | | S ⁽¹⁾ | | 600 | D | \$150.14 ⁽¹⁴⁾ | 9,763 | D | |
| Common Stock | 06/12/2023 | | S ⁽¹⁾ | | 1,548 | D | \$149.58 ⁽¹⁵⁾ | 8,215 | D | |
| Common Stock | 06/12/2023 | | S ⁽¹⁾ | | 189 | D | \$150.18 ⁽¹⁶⁾ | 8,026 | D | |
| Common Stock | 06/13/2023 | | M ⁽¹⁾ | | 185 | A | \$66.98 | 8,211 | D | |
| Common Stock | 06/13/2023 | | S ⁽¹⁾ | | 71 | D | \$151.58 ⁽¹⁷⁾ | 8,140 | D | |
| Common Stock | 06/13/2023 | | S ⁽¹⁾ | | 61 | D | \$152.45 ⁽¹⁸⁾ | 8,079 | D | |
| Common Stock | 06/13/2023 | | S ⁽¹⁾ | | 40 | D | \$151.75 ⁽¹⁹⁾ | 8,039 | D | |
| Common Stock | 06/13/2023 | | S ⁽¹⁾ | | 9 | D | \$152.54 ⁽²⁰⁾ | 8,030 | D | |

| 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 Indirect Beneficial Ownership (Instr. 4) |
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 06/13/2023 | | S ⁽¹⁾ | | 2 | D | \$153.31 ⁽²¹⁾ | 8,028 | D | |

| 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 Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | | | | | | | | | | | | |
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Employee stock option (right to buy) | \$124.34 | 06/12/2023 | | M ⁽¹⁾ | | | 3,004 | (22) | 02/28/2025 | Common Stock | 3,004 | \$0.00 | 100 | D | |
| Employee stock option (right to buy) | \$124.34 | 06/13/2023 | | M ⁽¹⁾ | | | 100 | (22) | 02/28/2025 | Common Stock | 100 | \$0.00 | 0 | D | |
| Employee stock option (right to buy) | \$80.97 | 06/12/2023 | | M ⁽¹⁾ | | | 1,372 | (22) | 03/06/2026 | Common Stock | 1,372 | \$0.00 | 187 | D | |
| Employee stock option (right to buy) | \$80.97 | 06/13/2023 | | M ⁽¹⁾ | | | 187 | (22) | 03/06/2026 | Common Stock | 187 | \$0.00 | 0 | D | |
| Employee stock option (right to buy) | \$66.98 | 06/12/2023 | | M ⁽¹⁾ | | | 3,555 | (22) | 03/03/2027 | Common Stock | 3,555 | \$0.00 | 185 | D | |
| Employee stock option (right to buy) | \$66.98 | 06/13/2023 | | M ⁽¹⁾ | | | 185 | (22) | 03/03/2027 | Common Stock | 185 | \$0.00 | 0 | D | |

Explanation of Responses:

1. The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 10, 2023.

2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$149.00 - \$149.94, inclusive. The reporting person undertakes to provide to Visteon Corporation, its shareholders or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in the footnotes to this Form 4.

3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$150.00 - \$150.69, inclusive.

4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$151.39 - \$152.38, inclusive.

5. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$152.41 - \$152.67, inclusive.

6. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$149.00 - \$149.95, inclusive.

7. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$150.00 - \$150.69, inclusive.

8. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$151.05 - \$152.04, inclusive.

9. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$152.08 - \$153.07, inclusive.

10. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$153.10 - \$153.40, inclusive.

11. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$149.35 - \$150.34, inclusive.

12. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$151.22 - \$152.14, inclusive.

13. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$152.22 - \$152.56, inclusive.

14. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$150.00 - \$150.48, inclusive.

15. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$149.00 - \$149.88, inclusive.

16. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$150.00 - \$150.34, inclusive.

17. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$151.05 - \$152.04, inclusive.

18. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$152.07 - \$153.04, inclusive.

19. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$151.20 - \$152.19, inclusive.

20. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$152.26 - \$152.97, inclusive.

21. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$153.30 - \$153.33, inclusive.

22. 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.

Remarks:

Heidi A. Sepanik, Secretary,
Visteon Corporation on behalf
of Brett D. Pynnonen

06/14/2023

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

