

VISTEON CORP  
Form 8-K  
April 20, 2005

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported) April 18, 2005

**VISTEON CORPORATION**

(Exact name of registrant as specified in its charter)

Delaware

1-15827

38-3519512

(State or other jurisdiction of  
incorporation)

(Commission File Number)

(IRS Employer Identification No.)

One Village Center Drive, Van Buren Township, Michigan

48111

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code (800)-VISTEON

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communication pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e4(c))

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**Item 1.02. Termination of a Material Definitive Agreement.**

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**SECTION 1 REGISTRANT'S BUSINESS AND OPERATIONS**

**Item 1.02. Termination of a Material Definitive Agreement.**

On April 18, 2005, Visteon Corporation (the Company) terminated the at-will employment of James C. Orchard, Executive Vice President and President, North America of the Company, effective May 1, 2005. This termination entitles Mr. Orchard to certain severance benefits under the Visteon Executive Severance Plan (the Severance Plan). These benefits include a cash payment equal to \$635,000, the continuation of health and welfare benefits under COBRA for up to one year following his termination, the payment of the unexpended value of his flexible perquisites account, the provision of outplacement services for up to six months, the pro ration of restricted stock and restricted stock unit awards granted more than 180 days prior to date of termination, and the continued exercisability of vested stock options for up to one year following termination. Mr. Orchard and the Company are expected to enter into a release and waiver of claims agreement as required by the Severance Plan.

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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

VISTEON CORPORATION

Date: April 20, 2005

By: /s/ James F. Palmer  
James F. Palmer  
Executive Vice President  
and Chief Financial Officer