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The Bank of New York

BuyDIRECTSM

***A Direct Purchase
and Sale Plan
for the Common Stock
of Visteon Corporation.***

**THE PLAN AND PARTICIPATION IN THE
PLAN IS GOVERNED BY THE PLAN
BOOKLET IN ITS ENTIRETY. PLEASE
CAREFULLY REVIEW ALL SECTIONS
PRIOR TO SENDING AN ENROLLMENT
FORM OR ANY FUNDS TO
THE BANK OF NEW YORK.**

***BuyDIRECT* is sponsored and administered
solely by The Bank of New York, not by
Visteon Corporation.**

*BuyDIRECT*SM is a service mark of The Bank of New York

***BuyDIRECT*SM**
Overview
A Direct Purchase & Sale Plan
For the Common Shares of
Visteon Corporation

The Bank of New York (the “Bank”) is pleased to offer a Direct Purchase and Sale Plan (the “Plan”) for the shares of common stock of Visteon Corporation (“Visteon”). The Plan, *BuyDIRECT*, provides both registered holders and interested first-time investors with an affordable alternative for buying and selling Visteon common stock.

BuyDIRECT Plan Features:

- **Convenient Purchase Option**
New investors can make an initial stock purchase directly through The Bank of New York as Transfer Agent for Visteon, and Administrator for the *BuyDIRECT* Plan. Once enrolled, participants can make additional optional cash investments in Visteon common stock through the plan.
- **Automatic Dividend Reinvestment**
Participants may choose to purchase additional shares of Visteon common stock by investing all or a portion of their cash dividends. Alternatively, you may choose to receive cash dividends directly.
- **Certificate or Book-Entry Ownership**
In lieu of physical certificates, shares will be held in book-entry form. You will receive statements and confirmations reflecting your transaction history. You may, however, request the issuance of physical certificates at any time via a toll-free number, website or by mail.
- **Deposit of Certificates**
Share certificates of Visteon that you currently hold in physical form may be deposited directly into your Plan account. The Bank will credit these shares to your Plan account in book-entry form. You can withdraw or transfer all or a portion of your shares at any time.
- **Direct Sale**
All or a portion of your shares of Visteon that are held through the Plan may be sold directly through the Plan without having to issue a certificate.

BuyDIRECT offers a convenient and flexible way of purchasing and selling shares of Visteon Corporation. There are fees associated with utilizing certain Plan features. The fees are set forth on page 15. “Costs to Participants.”

BuyDIRECTSM
IS SPONSORED AND ADMINISTERED
SOLELY BY
THE BANK OF NEW YORK,
NOT BY
VISTEON CORPORATION

Shares are not insured by the FDIC or any other government agency, are not deposits or other obligations of, and are not guaranteed by, The Bank of New York, and are subject to investment risks, including possible loss of principal amount invested.

The Bank of New York and Visteon provide no advice and make no recommendations with respect to purchasing or selling shares of Visteon. Any decision to purchase or sell must be made by each individual Plan participant based on his or her own research and judgment. Nothing herein shall be deemed to constitute an offer to sell or a solicitation to buy shares of Visteon.

Important Note: Shares held in *BuyDIRECT* are not subject to protection under the Securities Investor Protection Act of 1970.

Please retain this brochure for future reference.

***BuyDIRECT*sm**
SUMMARY OF PLAN SERVICES
For Shareholders of
Visteon Corporation Common Stock

Eligibility & Enrollment

Almost everyone is eligible to enroll in *BuyDIRECT*. Interested investors may participate in the Plan if they already own Visteon common shares or non-holders may make their initial purchase of shares directly through the Plan (see Page 11, “Terms and Conditions,” for further information). If you have any questions or would like to receive an Enrollment Form and *BuyDIRECT* Plan brochure, simply contact The Bank of New York at the following toll-free number 1-877-881-5962 or visit the Bank’s website at www.stockbny.com.

Easy, Full Investment Program

Once enrolled in the Plan you can invest cash dividends when paid and make optional cash investments simply and conveniently. Optional cash investments can be made at any time. With *BuyDIRECT*, you have the advantage of having your cash fully invested because all shares, both full and fractional, are credited to your account and earn additional dividends when paid.

Deposit of Certificates

If you already own Visteon common shares in certificated form, you may deposit the certificates into your Plan account. The Bank will credit these shares to your Plan account in book-entry form. This feature protects your shares against possible loss, theft or accidental destruction and may save you the expense of having to replace your certificates.

Convenient Ways To Sell or Transfer Your Shares

Shares owned by you, whether in book-entry or certificated form, can be easily sold or transferred through the Plan. Transfers may be effected in book-entry or certificated form. You may instruct the Bank to issue a certificate in your name for shares held in the Plan at any time.

Plan Costs

The costs and fees associated with the Plan, including enrollment costs, administrative service fees and/or brokerage commissions, are set forth on page 15, “Costs to Participants.”

BuyDIRECT is administered solely by The Bank of New York, not by Visteon. Please review the “Terms and Conditions” and “Costs to Participants” for specific Plan features and the fee schedule.

***BuyDIRECT*SM**
Frequently Asked
Questions and Answers
for Shareholders of
Visteon Corporation Common Stock

HOW DO I ENROLL IN THE PLAN?

Registered holders and other interested first-time investors can enroll in *BuyDIRECT* simply by completing, signing, and returning an Enrollment Form. Enrollment Forms and the Plan brochure can be obtained by contacting The Bank of New York (“Plan Administrator”) at the following toll-free number, 1-877-881-5962, or by visiting the Bank’s website at www.stockbny.com. Both existing holders and new investors must complete, sign, and return an Enrollment Form to the Bank. There is a one-time Initial Enrollment Fee of \$10.00 for all non-registered holders to open a Plan account.

If shares are registered jointly or if the Plan account is to be registered in multiple names, all stockholders whose name the shares or Plan account is to be registered in must sign the Enrollment Form.

Once completed, the Enrollment Form and transaction instructions should be mailed to the Bank (See page 10, “How Do I Contact The Bank of New York?” for mailing instructions). Enrollment in the Plan is voluntary and may not be available to investors in certain countries. Participation in the Plan continues until terminated by you or by the Bank.

HOW CAN I PURCHASE ADDITIONAL SHARES?

You can easily purchase additional shares at any time by making optional cash investments. Your optional cash investments, less applicable transaction fees and brokerage commissions, are used to purchase shares of Visteon common stock for your account. No interest will be paid to investors on optional cash investments held by the Bank pending investment.

You can make an optional cash investment when joining the Plan by enclosing a check with the Enrollment Form. Thereafter, all optional cash investments should be accompanied by the tear-off portion of your account statement or transaction advice.

For first-time share purchases by non-registered holders, the minimum initial investment amount is \$1,000.00. Participants will also incur a transaction fee of \$5.00 plus a brokerage commission of \$0.03 per share purchased. When opening a Plan account, an investor must either transfer shares or purchase shares for deposit into a participant account. Once you become a Plan participant, you may make additional optional cash investments in amounts of at least \$50.00. In addition, participants may elect to make automated monthly optional cash investments by Electronic Funds Transfer (“EFT”). If the “EFT” option is chosen, a minimum of \$50.00 will be deducted from the participant’s checking or savings account on the 25th day of each month, or if such date

is not a business day, the deduction will be made on the preceding business day (see page 5, “Can I Make Automatic Monthly Investments?”). For each optional cash investment, participants will incur a transaction fee of \$5.00 plus a brokerage commission of \$0.03 per share. The maximum investment amount per transaction is \$10,000.00 and the maximum annual aggregate investment is \$100,000.00 per calendar year.

Optional cash investments must be made either by EFT or check drawn on a U.S. Bank, in U.S. currency, payable to “The Bank of New York - Visteon Plan”. To make a payment by check, mail the tear-off portion of your account statement along with your check to The Bank of New York using the address indicated on page 10. **Third party checks, money orders, travelers checks and checks not drawn on a U.S. bank or not in U.S. currency will not be accepted and will be returned to the sender.**

CAN I MAKE AUTOMATED MONTHLY INVESTMENTS?

Once enrolled in the Plan, participants may contact the Bank to arrange for automated monthly investments via Electronic Funds Transfer (“EFT”). EFT payments are deducted monthly from the participants’ designated account at any qualified financial institution that participates in the Automated Clearing House. Deductions are made on the 25th day of each month, or if such date is not a business day, the deduction will be made on the preceding business day. For each automated monthly investment, participants will incur a transaction fee of \$1.00 plus a brokerage commission of \$0.03 per share. Such payments are subject to the minimum optional cash investment of \$50.00 per transaction, a maximum investment of \$10,000.00 per transaction and a maximum annual investment of \$100,000.00 per calendar year. Depending on the number of shares being purchased and current trading volume in the shares, purchases may be executed in multiple transactions and may be traded on more than one day.

In the event that a participant’s optional cash investment check is returned unpaid for any reason, or a participant’s designated bank account for EFT does not have sufficient funds for his/her authorized monthly deduction, the Bank will immediately remove from the participant’s account shares which were purchased in anticipation of the collection of such funds. These shares will be sold to recover any uncollected funds. If the net proceeds of the sale of such shares are insufficient to recover in full the uncollected amounts, the Bank reserves the right to sell such additional shares from any of the participant’s accounts maintained by the Bank as may be necessary to recover in full the uncollected balance.

It is the responsibility of the Plan participant to immediately notify the Bank of any changes in EFT information as it relates to the Plan participant’s authorized monthly deductions. Participants may call 1-877-881-5962 and request a new EFT Enrollment Form. **Participants will be charged a fee of \$20.00 for returned checks and/or failed EFT payments.** The Bank reserves the right to sell additional shares from any of the participant’s accounts maintained by the Bank as may be necessary to recover the service fee at the time the check and/or EFT is returned to the Bank.

Participants should be aware that the share price may fluctuate between the time your purchase request is received by The Bank of New York and the time purchase is made on the open market. The Bank may, at its own discretion, accept written requests to revoke instructions.

Can I Invest My Dividends?

You may invest all or a portion of the cash dividends paid to you on your Visteon common shares. Following your instructions on the Enrollment Form, the Bank will apply all or part of the cash dividend to the purchase of additional common shares. There is a service fee of 5% of the investment amount with a maximum of \$5.00 per dividend payment plus a brokerage commission of \$0.03 per share. Dividends and other cash distributions are paid in U.S. dollars and the payable date is the date on which shareholders are paid. Dividend purchases are invested as promptly as practicable on or following the payable date. Depending on the number of shares being purchased and current trading volume in the shares, purchases may be executed in multiple transactions and may be traded on more than one day. You can change your reinvestment option at any time by sending a new Enrollment Form to the Bank. Changes must be received by the Bank on or before the record date for that dividend.

What Options For Dividend Investment Are Available?

A. “Full Dividend Investment.” If you elect this option, all your net cash dividends on all shares now or subsequently registered in your name (including shares previously purchased for your account pursuant to the Plan) will be used to purchase additional shares.

B. “Partial Dividend Investment.” If you elect this option, net cash dividends on the number of shares which you designate in the appropriate space on the Enrollment Form, and all of the net cash dividends on shares purchased thereafter for your account pursuant to the Plan will be used toward the purchase of additional shares.

Can I Elect To Have My Cash Dividends Wired To My Bank Or Other Financial Institution?

If you elect to have all or a portion of your dividend paid in cash, this amount will be paid by check or can be wired directly to your bank account via EFT. In order to take advantage of this option your bank or financial institution must be a member of the Automated Clearing House (“ACH”). If you are interested in this option please call 1-877-881-5962 and request an ACH Fulfillment Kit.

How Are Shares Purchased?

The Bank aggregates all requests to purchase shares and then purchases the total shares on the open market on the exchange on which the shares are traded. The price per share cannot be determined prior to the purchase. The price per share purchased will reflect the brokerage commissions and shall always be the average weighted price for all shares purchased for the Plan on the trade date or dates. Net dividend funds and optional cash investments from all participants may be commingled to purchase shares. Purchases are usually made through a broker affiliated with The Bank of New York (“Affiliated Broker”).

The Bank will credit your account for all full and fractional shares (to four decimal places) purchased on your behalf. Purchases with respect to optional cash investments are made at least once a week. Purchases with respect to cash dividends are invested as promptly as practicable on or following the dividend payable date. In either case, depending on the number of shares being purchased and current trading volume in the

shares, purchases may be executed in multiple transactions and may be traded on more than one day. The purchase price will not be known until the purchase is complete. A transaction advice will normally be mailed to you by first class mail within two (2) business days following the final trade settlement date showing the purchase price, transaction fees and brokerage commissions and the number of shares credited to your account.

If Visteon pays a dividend, a summary account statement showing all year-to-date transactions will be mailed to you as soon as practicable following each dividend payment date. If no dividends are paid by Visteon, a summary account statement showing all year-to-date transaction activity will be mailed to you on an annual basis, usually in January, reflecting the preceding year's activity. You may also request a statement at any time by calling 1-877-881-5962 or you can view your account online directly from our website at www.stockbny.com. You should retain these statements for your records. For your convenience, statements and transaction advices have a tear-off portion which can be used to send instructions to the Bank for the issuance of certificates, the sale or purchase of shares, the termination of participation in the Plan or the deposit of certificates (see page 11, "Terms and Conditions" and page 15, "Costs to Participants," for further information).

Does The Plan Allow Depositing Of Certificates?

If you own Visteon common shares in certificated form, you may elect to deposit the share certificates into your Plan account with the Bank. The Bank will credit these shares to your Plan account in book-entry form. To deposit certificates, send them via registered mail, return receipt requested, to the Bank along with either, at the time of enrollment, your completed, signed Enrollment Form or the tear-off portion of your account statement with your written instructions regarding the deposit. **Please do not sign the stock certificate(s).** We recommend that you insure the package for 2% of the value of the shares (see page 10, "How Do I Contact The Bank of New York," for mailing instructions and page 15, "Costs to Participants," for fees and costs associated with the deposit of certificates).

How Can I Sell My Shares?

You may instruct the Bank to sell any or all shares held in your Plan account by one of the following methods:

• Sale Orders via IVR System

You may instruct the Bank to sell by placing a sale order via the Interactive Voice Response ("IVR") system. To place a sale order call 1-877-881-5962, the Bank's toll-free number, with your instructions. Simply enter your social security number or taxpayer ID at the prompt and select the menu option for sales and follow the instructions provided. For security purposes, you will be asked to enter your account number.

• Sale Orders via Internet

You may instruct the Bank to sell by placing a sale order via the Internet. To place a sale order you will first need to request a PIN by visiting our website at www.stockbny.com (see page 10, "How Do I Contact The Bank of New York").

• ***Sale Orders via Mail***

You may instruct the Bank to sell by completing and signing the tear-off portion of your account statement and mailing the instructions to the Bank. If there is more than one name or owner on the Plan account, all participants must sign the tear-off portion of the account statement.

How Are Shares Sold?

As with purchases, the Bank aggregates all requests to sell shares and then sells the total shares on the open market. Sales are usually made through an Affiliated Broker. Normally, the shares are sold on the exchange on which the common shares of Visteon trade. The price per shares sold will reflect the brokerage commission and shall always be the average weighted price for all shares sold for the Plan on the trade date or dates. Participants will also incur a transaction fee of \$15.00 plus a brokerage commission of \$0.12 per share sold.

Sales are made at least once a week. Depending on the number of shares being sold and current trading volume in the shares, sales may be executed in multiple transactions and may be traded on more than one day. The selling price will not be known until the sale is complete. A check for the proceeds of the sale of shares less applicable taxes, transaction fees and brokerage commissions will normally be mailed to you by first class mail within two (2) business days after the final trade settlement date. *Participants should be aware that the share price may fluctuate between the time your sale request is received by the Bank and the time sale is made on the open market. The Bank may, at its own discretion, accept written requests to revoke instructions.*

Can I Request A Certificate?

You may request that the Bank issue a certificate for some or all of the shares (whole shares only) held in your Plan account. To have a certificate issued, simply complete, sign and return the tear-off portion of the account statement or call the Bank. There is no fee for this service.

How Can I Transfer Shares?

Transfers can be made in book-entry or certificated form at any time. In order to transfer shares, you will need to complete a Transfer Instruction Package. Simply visit the Bank's Stock Transfer website at www.stockbny.com to download the form or call 1-877-881-5962 to request one. Remember you must obtain a Medallion Guarantee for any transfer of shares.

A Medallion Guarantee insures that the individual signing the request for transfer is the owner or authorized representative. It can be obtained from financial institutions (including many banks and brokerage firms) participating in one or more of the Medallion Guarantee programs. Book-to-book transfers, which involve transferring shares from an existing Plan account to a new Plan account, should follow the steps listed below.

- Call The Bank's toll-free telephone number 1-877-881-5962 to request a Plan brochure and Enrollment Form. Complete the form, providing the full registration name, address and social security number of each new participant.
- The completed Enrollment Form should be sent along with a written request indicating the number of shares (full and fractional) which should be transferred to the new participant's account. All

existing participants in the current Plan account should sign the instructions and their signatures should be Medallion Guaranteed as discussed above.

- Unless otherwise instructed on the Enrollment Form, the dividends for the shares in the new participant's account will be automatically reinvested. A *BuyDIRECT* brochure and a confirmation advice of the transfer will be sent to new participants. There is no fee for this transfer.

How Can I Terminate My Participation In The Plan?

You may withdraw from the Plan at any time. To withdraw from the Plan, simply complete the tear-off portion of the account statement or transaction advice and mail it to the Bank. Upon receipt of your instructions, a certificate for the full shares held in the Plan account will be issued and any fractional shares held in the Plan account will be sold. You will receive a check for the net proceeds (less transaction fees and brokerage commissions) from the sale of any fractional Shares.

What Happens If Visteon Announces A Rights Offering?

In the event that Visteon makes available to its shareholders any rights to subscribe for additional common shares, the right to subscribe will be based on the total number of shares owned, both inside and outside the Plan. Any new shares distributed by Visteon resulting from the exercise of the rights will be issued directly to the participant.

What Happens If Visteon Issues A Dividend Payable In Shares Or Declares A Share Split?

Any stock dividends or stock-split shares distributed by Visteon will be credited directly into the participant's Plan account. This includes distributions calculated from shares held in the Plan in book-entry form as well as any shares registered in participants' names. Processing of purchases, sales and transfers may be temporarily suspended during such distributions.

Who Will Vote The Shares Held In The Plan At Shareholders' Meetings?

To the extent made available by Visteon, participants in the Plan will receive voting materials and have the sole right to vote the common shares of Visteon represented by whole shares (fractions will not be included) purchased for such participant which are held by the Bank under the Plan on the record date for a vote. Participants will receive only one proxy card in respect of any shareholders' meeting which will apply to all shares registered in such holder's name at the Bank, including whole shares credited to a participant's account under the Plan.

HOW DO I CONTACT THE BANK OF NEW YORK?

BuyDIRECT is administered by The Bank of New York, as agent for the Visteon common shares. For information regarding the Plan, please contact the Bank at:

Toll-free number: 1-877-881-5962

The Bank of New York
Church Street Station
P.O. Box 11258
New York, New York 10286-1258

For optional cash investments, sales, transfers, deposits or withdrawals, mail the tear-off portion of your transaction advice or account statement to:

The Bank of New York
Investment Services Department
P.O. Box 1958
Newark, New Jersey 07101-1958

Or, you may visit our website www.stockbny.com.

To access the Bank's website, please follow these steps:

Log onto www.stockbny.com

First-time users will have to enter their social security number or taxpayer ID when prompted in order to establish a temporary Personal Identification Number (PIN).

NOTE: Your temporary PIN will be sent to the address currently listed on your account within 10 business days of its request. You cannot access your account prior to receiving the PIN. Upon receiving and entering your temporary PIN, you will be prompted to change it for security reasons. Please keep your new PIN in a safe place for future account access.

BuyDIRECT

TERMS AND CONDITIONS of The Plan for Shareholders of Visteon Corporation Common Stock

1. Introduction

The purpose of *BuyDIRECT*, the “Plan,” is to provide registered shareholders of Visteon common stock and other interested investors with a simple, economical, and convenient method of investing in Visteon common shares. The Plan is administered by The Bank of New York (the “Bank” or the “Plan Administrator”).

Enrollment in the Plan is voluntary and may not be available to investors in certain countries. Persons residing outside the United States should determine whether they are subject to any governmental regulation prohibiting their participation.

2. Share Purchases / Optional Cash Investments / Investing Dividends

All purchases of shares will be made in the open market on the exchange on which the shares are traded. Purchases are usually made through a broker affiliated with the Bank (“Affiliated Broker”). The Affiliated Broker will receive brokerage commissions. Depending on the number of shares being purchased and current trading volume in the shares, purchases may be executed in multiple transactions and may be traded on more than one day. The price per share purchased shall always be the average weighted price of all shares purchased for the Plan on that trade date or dates. The purchase price will not be known until the purchase is complete.

A transaction advice will normally be mailed to you by first class mail within two (2) business days following the final trade settlement date showing the purchase price, transaction fees and brokerage commissions and the number of shares credited to your account. Optional cash investments must be made either by Electronic Funds Transfer (“EFT”) or check drawn on a U.S. Bank, in U.S. currency, payable to “The Bank of New York - Visteon Plan”. **No third party checks, money orders or travelers checks will be accepted.**

EFT deductions are made on the 25th day of each month, or if such date is not a business day, the deduction will be made on the preceding business day. For each optional cash investment, participants will incur a transaction fee of \$5.00 plus a brokerage commission of \$0.03 per share. Such payments are subject to the minimum optional cash investment of \$50.00 per transaction, a maximum investment of \$10,000.00 per transaction and a maximum annual investment of \$100,000.00 per calendar year. For optional cash investments, purchases are made at least once a week.

Optional cash investments may be rejected by the Bank if a participant imposes any restrictions with respect to the number of shares to be purchased, the price at which the shares are to be purchased or the timing of when the purchase is to be made. When Visteon pays a dividend, the Bank, in accordance with your chosen dividend investment option, will use all or part of the net cash dividend to purchase additional common shares. Dividends and other cash distributions are paid in U.S. dollars and the dividend payable date is the date on which shareholders are paid. Dividend purchases are invested as promptly as practicable on or following the dividend payable date and may be commingled with optional net cash investments on that trade date. There is a transaction fee of 5% of the investment amount with a maximum of \$5.00 per

dividend payment plus a brokerage commission of \$0.03 per share. Shares purchased will be credited to each participant's account in book-entry form (computed to four decimal places). Dividend investment options can be changed at any time by sending a new Enrollment Form to the Bank. Changes must be received by the Bank on or before the record date for that dividend (see page 10, "How Do I Contact The Bank of New York").

3. Share Sales

All sales of shares will be made in the open market on the exchange on which the shares are traded. Sales are usually made through an Affiliated Broker. The Affiliated Broker will receive brokerage commissions. The price per shares sold will reflect the brokerage commission and shall always be the average weighted price for all shares sold for the Plan on the trade date or dates. Participants will also incur a transaction fee of \$15.00 plus a brokerage commission of \$0.12 per share sold. Sales are made at least once a week. Depending on the number of shares being sold and current trading volume in the shares, sales may be executed in multiple transactions and may be traded on more than one day. The selling price will not be known until the sale is complete. A check for the proceeds of the sale of shares less applicable taxes, transaction fees and brokerage commissions will normally be mailed to you by first class mail within two (2) business days after the final trade settlement date.

4. Requests for Certificates or Transfer of Shares

Participants may request that the Bank issue a certificate for some or all of the shares (whole shares only) held in the participant's Plan account at any time. To have a certificate issued, simply complete, sign and return the tear-off portion of the account statement or call the Bank. In addition, participants may always request transfer of Plan account shares by contacting the Bank. Transfers can be made in book-entry or certificated form at any time. In order to transfer shares, you will need to complete a Transfer Instruction Package.

Simply visit the Bank's Stock Transfer website at www.stockbny.com to download the form or call 1-877-881-5962 to request one. A Medallion Guarantee will be required for any transfer of shares and can be obtained from any financial institution (including many banks and brokerage firms) participating in one or more of the Medallion Guarantee programs. Participants can also request book-to-book transfers, which involve transferring shares from an existing Plan account to a new Plan account. There is no fee for this transfer (see page 8, "How do I Transfer My Shares?").

5. Deposit of Certificates

If you own Visteon common shares in certificated form, you may elect to deposit the certificate(s) into your Plan account with the Bank. The Bank will credit these shares to your Plan account in book-entry form. There is no fee for this transaction.

To deposit certificates send them via registered mail, return receipt requested, to the Bank along with either, at the time of enrollment your completed, signed Enrollment Form or, with the tear-off portion of your account statement with your written instructions regarding the deposit. **Please do not sign the stock certificate.** We recommend that you insure the package for 2% of the value of the shares (see page 10, "How Do I Contact the Bank of New York", for mailing instructions).

6. Account Statements

If Visteon pays a dividend, a summary account statement showing all year-to-date transactions will be mailed to you, as soon as practicable following each dividend payment date. If no dividends are paid by Visteon, a summary account statement showing all year-to-date transaction activity will be mailed to you on an annual basis, usually in January, reflecting the preceding year's activity. You may also request a statement at any time by calling 1-877-881-5962 or you can view your account online directly from our website at www.stockbny.com. You should retain these statements for your records.

ADDITIONAL TERMS AND CONDITIONS

Officers and Directors of Visteon or Affiliates of Visteon are not eligible to participate in the Plan. The Plan is not intended for use by institutional investors or financial intermediaries. Initiation of a transaction(s), including optional cash investments, dividend investment, depositing certificates into the Plan and/or selling or purchasing shares, shall establish an agency relationship by the participant with the Bank.

Distribution of Rights / Rights Proceeds

In the event that Visteon makes available to its shareholders any rights to subscribe for additional Common Shares, the rights to subscribe will be based on the total number of shares owned, both inside and outside the Plan. Any new shares distributed by Visteon resulting from the exercise of the rights will be issued directly to the Participant.

Distribution of Stock Dividends / Stock Splits

Any stock dividends or stock-split shares distributed by Visteon will be credited directly into the participant's Plan account. This includes distributions calculated from shares held in the Plan in book-entry form as well as any shares registered in participants' names. Any rights or shares to be distributed as a result of any rights agreement or similar arrangement will be distributed in a like manner. Transaction processing may be temporarily suspended during the latter type of extraordinary distributions. Processing of purchases, sales and transfers may be temporarily suspended during such distributions.

Tax refunds resulting from reciprocal tax treaties are not eligible for investment. The Bank of New York will remit cash proceeds for the tax refunds directly to the shareholders.

Voting/Annual Meetings

To the extent made available by Visteon, participants in the Plan will receive voting materials and have the sole right to vote the common shares of Visteon represented by whole shares (fractions will not be included) which are held by the Bank for such participant under the Plan on the record date for a vote. Each participant will receive only one proxy card in respect of any shareholders' meeting which will apply to all shares registered in such holder's name at the Bank, including whole shares credited to a participant's account under the Plan.

Tax Reporting

Generally, the Bank is required to report to both you and the U.S. Internal Revenue Service information regarding dividend amounts paid by Visteon as well as any proceeds you received from the sale of the shares, rights or other securities. The tax consequences of participating in the Plan can vary depending on each participant's tax situation. Accordingly, you are responsible for determining the tax effect of Plan participation and should consult with your tax advisor with respect to current and proposed federal, state, local, foreign and other tax laws.

Liability

Neither Visteon nor the Bank will be liable for any losses or liability howsoever incurred by participants arising from, related to or in connection with the administration of the Plan or the Bank's actions or non-actions with respect to the Plan (including by way of example and not by way of limitation any losses or claim of liability arising from (i) the failure to terminate a participant's account, sell shares in the Plan or invest optional cash investments or dividends without prior receipt of proper documentation and instructions; (ii) the prices at which shares are purchased or sold for the participant's account, the timing of such purchases and sales, and the fluctuation of prices of the shares (a) between the receipt of cash or dividends for investment and such investment, (b) between the receipt of instructions to sell and such sale and (c) after the purchase and sale of shares, and (iii) the transfer of shares from participant's account to a broker pursuant to the Profile Program of The Depository Trust Company) except for such losses and liabilities caused by the negligence or willful misconduct of the Bank; and participant shall indemnify and hold harmless the Bank from all losses and liabilities incurred by the Bank (including losses and liabilities arising from disputes with participant) other than those caused by the Bank's negligence and willful misconduct. In no event shall the Bank be liable for special, consequential or punitive damages or losses due to forces beyond its control (including by way of example and not by way of limitation strikes, work stoppages, acts of war or terrorism, insurrection, revolution, nuclear or natural catastrophes or acts of God, and interruptions, loss or malfunctions of utilities, communications or computer (software and hardware) services.

These Terms and Conditions and the administration of the Plan and the Bank's duties and responsibilities under the Plan shall be governed by the substantive laws (and not the choice of law rules) of the State of New York; all proceedings relating to the Plan shall be brought by participant only in courts located in the City of New York; and participants waive their right to trial by jury.

The Bank reserves the right to modify the Plan including the right to terminate the Plan upon notice to Plan participants. In addition, the Bank reserves the right to interpret and regulate the Plan as it deems necessary or desirable in connection with its operation.

Shares are not insured by the FDIC or any other government agency, are not deposits or other obligations of, and are not guaranteed by, the Bank, and are subject to investment risks, including possible loss of principal amount invested. The Bank and Visteon provide no advice and make no recommendations with respect to purchasing or selling shares of Visteon. Any decision to purchase or sell must be made by each individual Plan participant based on his or her own research and judgement. Nothing herein shall be deemed to constitute an offer to sell or a solicitation to buy shares of Visteon. Important Note: Shares held in *BuyDIRECT* are not subject to protection under the Securities Investor Protection Act of 1970.

COSTS TO PARTICIPANTS

Listed below are the costs incurred by participants of **BuyDIRECT**. The fees are subject to change at any time. This is considered part of the "Terms and Conditions" of the Plan.

Initial Enrollment Fee\$10.00 (one time charge, per account,
for first time investors)

Optional Cash Investment

Transaction Fee by Check\$5.00 per investment
Transaction Fee by EFT\$1.00 per investment
Brokerage Commission\$0.03 per share purchased

Reinvestment of Dividend

Transaction Fee5% up to a maximum of \$5.00
(of the dividend payment)
Brokerage Commission\$0.03 per share purchased

Sale of Shares

Transaction Fee\$15.00 per transaction
Brokerage Commission\$0.12 per share sold

Certificate DepositNo Fee

Certificate WithdrawalNo Fee

Book to Book TransferNo Fee

Minimum Optional Cash Investment

Minimum initial investment by non-registered holder\$ 1,000.00
Minimum investment by existing registered holder\$ 50.00

Maximum Optional Cash Investment

Maximum amount per investment by holder
(first time non-registered and existing registered holder)\$ 10,000.00

Maximum Aggregate Investment Per Calendar Year\$100,000.00

TO PARTICIPANTS IN THE VISTEON CORPORATION *BuyDIRECT*SM PLAN

Effective immediately The Bank of New York's *BuyDIRECT*SM Plan has been amended to reflect the following changes.

What happens if my cash investment check or Electronic Funds Transfer (EFT) is returned as unpaid?

In the event that a Participant's optional cash investment check or EFT is returned unpaid for any reason, the Participant will be charged a \$35.00 return fee. Further, the Bank will immediately remove from the Participant's account, shares which were purchased in anticipation of the collection of such funds. These shares will be sold to recover any uncollected funds plus the return fee. If the net proceeds of the sale of such shares are insufficient to recover in full the uncollected funds plus the return fee, the Bank reserves the right to sell additional shares from any of the Participant's accounts maintained by the Bank as may be necessary to recover in full the uncollected balance plus the return fee. The sale of any additional shares may, in some cases, yield an amount greater than that required to recover in full the uncollected balance plus the return fee. If this occurs, only amounts in excess of \$1.00 will be remitted to the Participant.

Trading Activity: The Plan Administrator may use an Affiliated Broker for trading activity under the Plan. The Affiliated Broker will receive brokerage fees and commissions.

The “Terms and Conditions” of the *BuyDIRECT*SM Plan have been amended to reflect the following changes:

The amount assessed per share purchased and/or sold will now be defined to include brokerage fees and commissions. Participants will continue to incur transaction fees in addition to the amount assessed per share purchased and/or sold.

“Costs to Participants” - Will be expanded to reflect the following fee change:

Return of investment check or EFT - \$35.00

We recommend that you keep this plan change notice for future reference. If you have any questions concerning these changes, or about your account, please contact The Bank of New York at the toll-free number listed on the front of your plan statement.