#### **VISTEON CORPORATION**

# STATEMENT OF POLICY REGARDING DISCLOSURE OF COMPANY INFORMATION

Visteon Corporation must protect its confidential and proprietary information from unauthorized disclosure. At the same time, the company has an obligation to ensure that its public communications are consistent, accurate and in compliance with the requirements of the Securities and Exchange Commission, the New York Stock Exchange and securities laws. This policy is therefore intended to guide company directors, officers and employees in their handling of company information and, in particular, balancing the demands of confidentiality with the requirements of disclosure.

## **General Obligations**

Directors, officers and employees must not use for their personal gain or disclose (without proper authorization) to a third party any confidential or proprietary information concerning the company or its customers or suppliers obtained as a result of their employment with or representation of the company. Similarly, directors, officers and employees should take appropriate precautions to avoid unintended disclosure of such information. For example, you should not discuss company affairs in public or quasipublic areas where conversations may be overheard, and you should use appropriate care when transmitting company information over unsecure networks, such as the Internet.

Directors, officers and employees may disclose to third parties confidential or proprietary information concerning the company or its customers or suppliers obtained as a result of their employment with or representation of the company, if such disclosure is within the scope of their employment with or representation of the company and the disclosure is authorized. For example, you may discuss confidential company information with an outside attorney representing the company in a lawsuit or, subject to a confidentiality agreement reviewed by the Legal Department, share proprietary company information with a technology partner.

Company personnel should note that their obligations under this policy coexist with--and do not supersede or modify--other confidentiality obligations they may have to the company (under, for example, an Employment Confidentiality And Intellectual Property Agreement) and to third parties with whom the company does business (under, for example, a confidentiality agreement).

## Communications with Stockholders and Securities Industry Professionals

The company is committed to fair disclosure of material information to its stockholders and securities industry professionals (such as securities analysts, investment bankers and mutual fund representatives) and avoiding selective disclosures of material, non-public information which may advantage certain market participants over others.

Authorized disclosures to the public of material, non-public information will therefore be made through the Corporate Relations Department or Investor Relations Department, and will initially occur in a widely-distributed press release or, following consultation with the Legal Department, by another method reasonably expected to effect a broad and non-exclusionary public distribution of the information.

In addition, the company will make accommodations for widely-accessible, realtime broadcasts of the company's participation in industry conferences, analyst meetings and conference calls, and other "live" public communications at which company representatives may be expected to address material, non-public information. The company will widely publicize how to access such broadcast at least two days in advance using the procedures described in this policy.

Similarly, direct communications with stockholders and securities industry professionals must avoid disclosure of material, non-public information or be widely broadcast in real time as described in this policy. As a result, direct communications with stockholders and securities industry professionals regarding the company may be conducted only by the following company officers and employees:

- Chairman
- President
- Chief Financial Officer
- Senior Vice President, Corporate Relations
- General Counsel

- Corporate Controller
- Treasurer
- Director, Investor Relations
- Investor Relations personnel specifically authorized by the Director, Investor Relations

Directors or other officers or employees may participate in direct communications with stockholders and securities industry professionals regarding the company--for example, as part of a company presentation to analysts--at the direction of an authorized officer or employee. In general, however, directors and other officers and employees should refrain from any direct communications with stockholders or securities industry professionals regarding the company, and instead direct those communications to the company's Director, Investor Relations.

For purposes of this policy, material information will be considered "non-public" until it has been disclosed in a broad and non-exclusionary public distribution. Also, information is generally considered "material" if a reasonable investor would consider it important in making an investment decision regarding the company's securities. You

should assume that information regarding the following topics is "material" for purposes of this policy:

- earnings, revenues and other financial information;
- significant mergers, acquisitions and joint ventures;
- significant new products and technologies,

- significant developments regarding customers and suppliers; and
- dividends, stock splits and other important events regarding the company's securities.

If you are uncertain as to whether a particular item of company information should be considered "material," contact the Legal Department.

# <u>Unauthorized or Inadvertent Disclosures</u>

Directors, officers and employees should immediately contact the Legal Department if they become aware of any potentially unauthorized or inadvertent disclosure of confidential company information. If the disclosed information is material and disclosure has been limited to certain stockholders or securities industry professionals, then the company will immediately take appropriate remedial actions to effect a broad and non-exclusionary public distribution of the information as described in this policy.

### Communications with the Visteon Board of Directors

The company and its Board of Directors believes that stockholders should have the right to communicate directly with the Board. As provided elsewhere in this policy, directors should refrain from any direct communications with stockholders or securities industry professionals regarding the company, and instead direct those communications to the company's Director, Investor Relations. For this reason, the company has established the following means of communication with directors:

#### **Electronic Communications:**

Stockholders may communicate with the chair of any of the committees of the Board by sending an email to (1) for the chair of the Audit Committee, <a href="mailto:audit5@visteon.com">audit5@visteon.com</a>; (2) for the chair of the Organization and Compensation Committee, <a href="mailto:comp2@visteon.com">comp2@visteon.com</a>; (3) for the chair of the Corporate Governance and Nominating Committee, <a href="mailto:corpgov@visteon.com">corpgov@visteon.com</a>; or (4) for the chair of the Finance and Corporate Strategy Committee, <a href="mailto:finance@visteon.com">finance@visteon.com</a>.

Stockholders may communicate with the outside directors as a group by sending an email to osdirect@visteon.com.

### Communications by Mail:

Stockholders may communicate with one or more members of the Board or to the Board collectively via hard copy mail delivered to the company's principal executive office located at Visteon Corporation, One Village Center Drive, Van Buren Township, MI 48111 USA.

All such communications, whether by email or hard copy, must include a statement that the author of the communication is a beneficial or record owner of shares of common stock of the company. All qualifying communications received by the company shall be directed to the Corporate Secretary. The Corporate Secretary will maintain a log and copies of all qualifying communications. The Corporate Secretary shall review all qualifying communications and shall remove communications that represent "spam" or relate to the purchase or sale of products or services, communications from suppliers or vendors relating to the obligations of the company or one of its subsidiaries to such supplier or vendor, communications from pending or threatened opposing parties in legal or administrative proceedings regarding matters not related to securities law matters or fiduciary duty matters and any other communications that the Corporate Secretary deems, in his or her reasonable discretion, unrelated to the business of the company.

The Corporate Secretary shall compile all qualifying communications not removed as provided above and shall distribute such qualifying communications to the intended recipient(s), as appropriate. A copy of any qualifying communication that relates to the company's accounting and auditing practices shall also be sent directly to the Chairman of the company's Audit Committee, whether or not it was directed to such person.