STEBBINS DONALD J

Form 4 May 09, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB 3235-0287

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * STEBBINS DONALD J

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

WABCO Holdings Inc. [WBC] 3. Date of Earliest Transaction

(Month/Day/Year)

05/08/2008

(Check all applicable)

C/O VISTEON

(First)

CORPORATION, ONE VILLAGE CENTER DRIVE, 4TH FLOOR

(Street)

below)

10% Owner Officer (give title Other (specify

(Middle)

(Zip)

4. If Amendment, Date Original

Filed(Month/Day/Year)

Applicable Line)

_X__ Director

(State)

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

6. Individual or Joint/Group Filing(Check

VAN BUREN TOWNSHIP, MI 48111

(City)

Stock

(City)	(State)	Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price			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)		
Common Stock	05/08/2008		A <u>(1)</u>	15.699	` ′	\$ 47.78	634.746	I	Deferred Compensation Plan	
Common							1,088,498	I	By Trust (2)	

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

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number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8) Derivative Securities Acquired				Securi	ities	(Instr. 5)	Bene
	Derivative							(Instr. 3 and 4)		Owne	
	Security									Follo	
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date Expiration Exercisable Date	Expiration		or Number		
							of				
				Code V	(A) (D)				Shares		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

STEBBINS DONALD J C/O VISTEON CORPORATION ONE VILLAGE CENTER DRIVE, 4TH FLOOR VAN BUREN TOWNSHIP, MI 48111

X

Signatures

/s/ Thomas P. Conaghan, Attorney-in-Fact

05/09/2008

Date

**Signature of Reporting Person

Explanation of Responses:

- * 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).
- (1) Represents meeting fees paid to non-management directors, receipt of which Director elected to defer pursuant to the WABCO Holdings Inc. Deferred Compensation Plan, and which shares are allocated to Mr. Stebbins' Stock Account under the Plan.
- (2) Shares held in a Rabbi trust for non-management directors. Director exercises voting rights but no right to dispose until directorship ends. Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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