POLYONE CORP Form 4 June 05, 2013

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** OMB

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subject to Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

Check this box

if no longer

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Nikrant Craig M		ting Person *	2. Issuer Name and Ticker or Trading Symbol POLYONE CORP [POL]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check an applicable)		
POLYONE CO		3587	(Month/Day/Year) 06/03/2013	Director 10% Owner _X Officer (give title Other (specify below)  SVP, President of Global SEM		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
AVON LAKE	E, OH 4401	2	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tab	le I - Non-	Derivative	Secui	rities Acquir	red, Disposed of,	or Beneficiall	y 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. Securition Disposi (Instr. 3, 4	ed of (		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	06/03/2013		M	24,200	A	\$ 7.99	70,290	D	
Common Stock	06/03/2013		D	12,972	D	\$ 25.43	57,318	D	
Common Stock	06/05/2013		S	20,000	D	\$ 24.5487 (1)	37,318	D	
Common Stock							26,426.572	I	Savings Plan Trust (2)

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

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SEC 1474 (9-02)

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)	ary Execution Date, if TransactionDerivative any Code Securities (Month/Day/Year) (Instr. 8) Acquired (a or Disposed		Securities	Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
	Security			Code V	(Instr. 3, 4, and 5)	Date 1 Exercisable 1	Expiration Date	Title	Amour or Numbe of Shar
Stock Appreciation Right	\$ 7.99	06/03/2013		M	24,200	(3)	02/16/2017	Common Stock	24,20

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Nikrant Craig M POLYONE CENTER 33587 WALKER ROAD AVON LAKE, OH 44012

SVP, President of Global SEM

## **Signatures**

By: Lisa K. Kunkle, Power of Attorney For: Craig M.
Nikrant

06/05/2013

\*\*Signature of Reporting Person Date

## **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).
- The sale price is a weighted average for the sale transactions. The sales prices range from a low of \$24.435 per share to a high of \$25.00 (1) per share. Full information regarding the number of shares sold at each separate price is available upon request by the Commission staff, PolyOne Corporation or a security holder of PolyOne Corporation.
- The information in this report is based on a PolyOne Retirement Savings Plan statement as of June 3, 2013. PolyOne common shares are held in a unitized fund that consists of stock and cash. The number of shares and the amount of cash may fluctuate daily depending on plan level activity in the fund. Even though no transaction has occurred, this fluctuation may result in an increase or decrease in the number of shares held since the last report filed by the reporting person.

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(3) The stock appreciation rights vest in three equal annual installments beginning February 17, 2011.

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.