Edgar Filing: POLYONE CORP - Form 4

Form 4	P								
February 17, 2017	7								
FORM 4	UNITED	STATES					E COMMISSION		PPROVAL 3235-0287
Check this box		Washington, D.C. 20549							
if no longer subject to Section 16. Form 4 or Form 5	STATEN		Expires: Estimated burden hou response	urs per					
obligations may continue. <i>See</i> Instruction 1(b).	·	a) of the I	Public U	tility Hol	ding Cor		nge Act of 1934, of 1935 or Section 940	on	
(Print or Type Respor	ises)								
1. Name and Address Crist Mark D	Symbol	er Name an ONE COI		-	5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (1	Middle)	3. Date o	of Earliest T	ransaction		(Cne	ck all applicabl	e)
POLYONE CEN WALKER ROAI	(Month/Day/Year) 02/15/2017				Director 10% Owner X_ Officer (give title Other (specify below) below) SVP, President of Distribution				
(S AVON LAKE, C		endment, D nth/Day/Yea	-	ıl	 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person 				
(City) (S	State)	(Zip)	Tab	le I - Non-	Derivative	Securities A	Acquired, Disposed of	of or Beneficia	llv Owned
1.Title of 2. Tra	nsaction Date th/Day/Year)	2A. Deema Execution any (Month/Da	ed Date, if	3. Transactic Code (Instr. 8)	4. Securit mAcquired Disposed (Instr. 3, 4	ies (A) or of (D) 4 and 5) (A) or	5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect
Reminder: Report on	a separate line	for each cl	ass of sec		Amount	(D) Price	· · · ·		
Refiniter: Report of	a separate fille				Perso inform requir	ns who res nation con red to resp ays a curre	spond to the colle tained in this form ond unless the for ntly valid OMB co	n are not rm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amoun
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securiti
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (or Dispose (D) (Instr. 3, 4, and 5)	ed of				
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Numl of Sh
Restricted Stock Units	<u>(1)</u>	02/15/2017		А		3,850		02/15/2020	02/15/2020	Common Stock	3,8
Stock Appreciation Rights	\$ 34.1	02/15/2017		А		11,600		(2)	02/15/2027	Common Stock	11,6

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Crist Mark D POLYONE CENTER 33587 WALKER ROAD AVON LAKE, OH 44012			SVP, President of Distribution					
Signatures								
/s/ Lisa K. Kunkle, Power of A Crist	02/17/2017							
<u>**</u> Signature of Reportin	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).
- (1) Each restricted stock unit represents a contingent right to receive one share of PolyOne common stock.

SARs become exercisable and vest only upon the achievement of both price and time requirements. To vest, each one-third of the grant must attain 10%, 15% and 20% stock appreciation, respectively (which must be maintained for a minimum of thirty consecutive trading

(2) Indist attain 10%, 15% and 20% stock appreciation, respectively (which must be maintained for a minimum of unity consecutive rading days) from the grant date closing price of \$34.10 per share and no more than one-third of the grant can vest per year during the first three years.

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.