POLYONE CORP
Form 3
June 06, 2014

# FORM 3

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

OMB APPROVAL

| | |
|---|---|
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## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Â Crist Mark D

(Last) (First) (Middle)

POLYONE CENTER,Â 33587 WALKER ROAD

(Street)

AVON LAKE,Â OHÂ 44012

(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
06/02/2014

3. Issuer Name **and** Ticker or Trading Symbol
POLYONE CORP [POL]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director
_____ 10% Owner
__X__ Officer (give title below)
_____ Other (specify below)
SVP, President of Distribution

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

## Table I - Non-Derivative Securities Beneficially Owned

| 1.Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|---|---|
| Common Stock | 19,946 | D | Â |

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

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

## Table II - Derivative Securities Beneficially Owned (*e.g.*, puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|---|---|---|---|
| | | Title | | | |

| | Date Exercisable | Expiration Date | | Amount or Number of Shares | | or Indirect (I) (Instr. 5) | |
|---|---|---|---|---|---|---|---|
| Restricted Stock Units | Â (1) | 02/14/2015 | Common Stock | 3,582 (2) | $ (1) | D | Â |
| Restricted Stock Units | Â (3) | 02/15/2016 | Common Stock | 2,022 (2) | $ (3) | D | Â |
| Restricted Stock Units | Â (4) | 02/11/2017 | Common Stock | 1,202 (2) | $ (4) | D | Â |
| Stock Appreciation Rights | Â (5) | 02/14/2022 | Common Stock | 2,600 | $ 14.61 | D | Â |
| Stock Appreciation Rights | Â (6) | 02/15/2023 | Common Stock | 2,867 | $ 23.08 | D | Â |
| Stock Appreciation Rights | Â (7) | 02/11/2024 | Common Stock | 3,000 | $ 35.07 | D | Â |

# Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---|---|---|---|
| | Director | 10% Owner | Officer | Other |
| Crist Mark D<br>POLYONE CENTER<br>33587 WALKER ROAD<br>AVON LAKE,Â OHÂ 44012 | Â | Â | Â SVP, President of Distribution | Â |

# Signatures

| | |
|---|---|
| By: Lisa K. Kunkle, Power of Attorney For: Mark D Crist | 06/06/2014 |
| **Signature of Reporting Person | Date |

# Explanation of Responses:

***** If the form is filed by more than one reporting person, *see* Instruction 5(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)** The restricted stock units vest 3 years from the grant date on 2/14/2015.

**(2)** The restricted stock units include all dividend equivalents acquired since the date of grant. Dividend equivalents are subject to the same restrictions as the underlying grant of restricted stock units.

**(3)** The restricted stock units vest 3 years from the grant date on 2/15/2016.

**(4)** The restricted stock units vest 3 years from the grant date on 2/11/2017.

**(5)** SARs become exercisable and vest one-third on the attainment of 10%, 15% and 20% stock appreciation (which must be maintained for a minimum of thirty consecutive trading days) from the grant date closing price of $14.61 per share, with no more than one-third vesting per year during the first three years.

**(6)** 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 days) from the grant date closing price of $23.08 per share and no more than one-third of the grant can vest per year during the first three years.

**(7)** 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 days) from the grant date closing price of $35.07 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.
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