SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL									
OMB Number:	3235-0287								
Estimated average	burden								

Estimated average burden	
hours per response:	0.5

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol POLYONE CORP [POL]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
WILSON W DAVID				X	Director Officer (give title	10% Owner Other (specify			
(Last) POLYONE CEN 33587 WALKER	E CENTER		3. Date of Earliest Transaction (Month/Day/Year) 03/08/2007		below) Sr Vice Presider	below) nt & CFO			
(Street) AVON LAKE (City)	OH (State)	44012 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	ridual or Joint/Group Filin Form filed by One Reg Form filed by More tha Person	orting Person			

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Table 1- Non-Derivative Securities Acquired, Disposed of, or Deriencially 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.4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and Code (Instr.			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership						
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
Common Stock	03/08/2007		М		8,134	A	\$ <mark>6</mark>	86,421	D			
Common Stock	03/08/2007		S		8,134	D	\$6.5069	78,287	D			
Common Stock	03/08/2007		М		16,666	A	\$ <mark>6</mark>	94,953	D			
Common Stock	03/08/2007		S		16,666	D	\$6.5069	78,287	D			
Common Stock								48,283	I	Savings Plan Trust ⁽¹⁾		
Common Stock								20	I	by Daughter		

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

(e.g., puts, cans, 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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		of		6. Date Exercisable and Expiration Date (Month/Day/Year)		d 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Incentive Stock Option (right to buy)	\$6	03/08/2007		М			16,666	04/01/2006	04/01/2007	Common Stock	16,666	\$0	0	D	
Non- Qualified Stock Option (right to buy)	\$6	03/08/2007		М			8,134	04/01/2006	04/01/2007	Common Stock	8,134	\$0	0	D	

Explanation of Responses:

1. The information in this report is based on a PolyOne Retirement Savings Plan statement dated as of December 31, 2006. 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 .

<u>By: Duane Myatt Power of</u> <u>Attorney For: W. David Wilson</u>

03/09/2007

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.