

POLYONE CORP  
Form FWP  
September 13, 2010

Filed pursuant to Rule 433  
Registration Number 333-162856  
September 13, 2010

**POLYONE CORPORATION**  
**Final Pricing Term Sheet**

This Pricing Term Sheet is qualified in its entirety by reference to the Preliminary Prospectus Supplement, dated September 10, 2010. The information in this Pricing Term Sheet supplements the Preliminary Prospectus Supplement and supersedes the information in the Preliminary Prospectus Supplement to the extent it is inconsistent with the information in the Preliminary Prospectus Supplement.

<b>Issuer:</b>	PolyOne Corporation										
<b>Securities:</b>	7.375% Senior Notes due 2020										
<b>Size:</b>	\$360,000,000										
<b>Maturity:</b>	September 15, 2020										
<b>Coupon (Interest Rate):</b>	7.375%										
<b>Yield to Maturity:</b>	7.375%										
<b>Spread to Benchmark Treasury:</b>	T+462 bps										
<b>Benchmark Treasury:</b>	UST 2.625% due August 15, 2020										
<b>Interest Payment Dates:</b>	March 15 and September 15 of each year payable to the holders of record on the March 1 or September 1, immediately preceding such date. First interest payment date March 15, 2011.										
<b>Net Proceeds to Issuer before Expenses:</b>	\$353,700,000										
<b>Optional Redemption:</b>	Beginning on September 15, 2015, the Issuer may redeem all or any portion of the notes at the redemption prices (expressed as percentages of principal amount) set forth below plus accrued and unpaid interest:										
	<table> <thead> <tr> <th><b>Year</b></th> <th><b>Redemption Price</b></th> </tr> </thead> <tbody> <tr> <td>2015</td> <td>103.688%</td> </tr> <tr> <td>2016</td> <td>102.458%</td> </tr> <tr> <td>2017</td> <td>101.229%</td> </tr> <tr> <td>2018 and thereafter</td> <td>100.000%</td> </tr> </tbody> </table>	<b>Year</b>	<b>Redemption Price</b>	2015	103.688%	2016	102.458%	2017	101.229%	2018 and thereafter	100.000%
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2015	103.688%										
2016	102.458%										
2017	101.229%										
2018 and thereafter	100.000%										
<b>Equity Clawback:</b>	At any time prior to September 15, 2013, at a redemption price equal to 107.375% of the principal amount thereof, plus accrued and unpaid interest to the redemption date.										

**Make-Whole Redemption:** At any time prior to September 15, 2015, at Treasury Rate plus 50 basis points.

**Price to Public:** 100% of principal amount

1

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**Trade Date:** September 13, 2010

**Settlement Date:** September 24, 2010 (T+9)

**Joint Book-Running Managers:** Banc of America Securities LLC  
Morgan Stanley & Co. Incorporated  
Wells Fargo Securities, LLC

**Co-Managers:** BB&T Capital Markets, a division of Scott & Stringfellow, LLC  
KeyBanc Capital Markets Inc.  
PNC Capital Markets LLC  
U.S. Bancorp Investments, Inc.

**CUSIP / ISIN:** 73179P AH9 / US73179PAH91

**The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the book-running managers can arrange to send you the prospectus if you request it by calling or e-mailing Banc of America Securities LLC at 1-800-294-1322 or [dg.prospectus\\_distribution@bofasecurities.com](mailto:dg.prospectus_distribution@bofasecurities.com); Morgan Stanley & Co. Incorporated at [prospectus@morganstanley.com](mailto:prospectus@morganstanley.com); or Wells Fargo Securities, LLC at 1-800-326-5897 or [cmclientsupport@wellsfargo.com](mailto:cmclientsupport@wellsfargo.com).**