

POLYONE CORP  
Form 8-K  
August 05, 2016

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)**

**of the Securities Exchange Act of 1934**

**Date of report (Date of earliest event reported): August 3, 2016**

**PolyOne Corporation**

**(Exact Name of Registrant as Specified in Its Charter)**

**Ohio**  
**(State or Other Jurisdiction**

**of Incorporation)**

**1-16091**  
**(Commission**

**File Number)**  
**PolyOne Center**

**34-1730488**  
**(IRS Employer**

**Identification No.)**

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**33587 Walker Road**

**Avon Lake, Ohio 44012**

**(Address of Principal Executive Offices) (Zip Code)**

**Registrant s telephone number, including area code: (440) 930-1000**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 1.01 Entry into a Material Definitive Agreement.**

On August 3, 2016, PolyOne Corporation, an Ohio corporation (the Company), and certain of its subsidiaries, entered into Amendment Agreement No. 2 (the Amendment to the Credit Agreement) with Citibank, N.A., as administrative agent and collateral agent (the Agent) and as incremental term lender. Pursuant to the Amendment to the Credit Agreement, PolyOne, among other things, incurred additional term B-1 loans (the Incremental Term B-1 Loans) in an aggregate initial principal amount equal to \$100 million. The terms and conditions that apply to the Incremental Term B-1 Loans, including pricing and maturity date, are the same as the terms and conditions that apply to the existing term B-1 loans.

The Agent and the lenders (and each of their respective subsidiaries or affiliates) under the Amendment to the Credit Agreement have in the past provided, and may in the future provide, investment banking, cash management, underwriting, lending, commercial banking, trust, leasing services, foreign exchange and other advisory services to, or engage in transactions with the Company and its respective subsidiaries or affiliates. These parties have received, and may in the future receive, customary compensation from the Company and its subsidiaries or affiliates, for such services.

The above description of the material terms and conditions of the Amendment to the Credit Agreement does not purport to be complete and is qualified in its entirety by reference to the full text of the Amendment to the Agreement, which is filed as Exhibit 10.1 hereto.

**Item 2.03 Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.**

The information set forth under Item 1.01 above is hereby incorporated into this Item 2.03 by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits:

- 10.1 Amendment Agreement No. 2, dated August 3, 2016, by and among PolyOne Corporation, the subsidiaries of PolyOne Corporation party thereto, Citibank, N.A., as administrative agent, and the lenders party thereto.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**PolyOne Corporation**

By: /s/ Lisa K. Kunkle  
Lisa K. Kunkle  
Senior Vice President, General Counsel  
and

Secretary

Date: August 5, 2016

**EXHIBIT INDEX**

**Exhibit Description**

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