

Evans Trina M
Form 3
March 22, 2013

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 *

Evans Trina M
(Last) (First) (Middle)

C/O KEYCORP, 127 PUBLIC SQUARE

(Street)

CLEVELAND, OH 44114

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
03/14/2013

3. Issuer Name and Ticker or Trading Symbol
KEYCORP /NEW/ [KEY]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer Other
(give title below) (specify below)
Director, Corporate Center

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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)

Common Shares

2. Amount of Securities Beneficially Owned (Instr. 4)

38,081

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

D

4. Nature of Indirect Beneficial Ownership (Instr. 5)

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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)

Date Exercisable Expiration Date

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

Title

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D)

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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				Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Option to Buy	07/17/2004 ⁽¹⁾	07/17/2013	Common Shares	2,666	\$ 25.64	D	Â
Option to Buy	07/23/2005 ⁽¹⁾	07/23/2014	Common Shares	4,333	\$ 29.27	D	Â
Option to Buy	07/22/2006 ⁽¹⁾	07/22/2015	Common Shares	6,170	\$ 34.4	D	Â
Option to Buy	07/21/2007 ⁽¹⁾	07/21/2016	Common Shares	6,494	\$ 36.37	D	Â
Option to Buy	07/20/2008 ⁽¹⁾	07/20/2017	Common Shares	12,857	\$ 36.2	D	Â
Option to Buy	07/25/2009 ⁽¹⁾	07/25/2018	Common Shares	12,500	\$ 11.16	D	Â
Option to Buy	07/27/2010 ⁽¹⁾	07/27/2019	Common Shares	13,750	\$ 5.55	D	Â
Option to Buy	07/27/2011 ⁽²⁾	07/27/2020	Common Shares	11,850	\$ 8.42	D	Â
Option to Buy	03/04/2012 ⁽³⁾	03/04/2021	Common Shares	9,929	\$ 9.26	D	Â
Option to Buy	03/02/2013 ⁽³⁾	03/02/2022	Common Shares	22,849	\$ 7.98	D	Â
Option to Buy	03/01/2014 ⁽³⁾	03/01/2023	Common Shares	8,450	\$ 9.33	D	Â
Restricted Stock Units	03/01/2014 ⁽³⁾	03/01/2017 ⁽³⁾	Common Shares	19,292	\$ ⁽⁴⁾	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Evans Trina M C/O KEYCORP 127 PUBLIC SQUARE CLEVELAND, OH 44114	Â	Â	Â Director, Corporate Center	Â

Signatures

Frank P. Esposito POA for Trina M.
Evans

03/22/2013

__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) Vested in three equal annual installments. Options are fully vested.
- (2) Vests in three equal annual installments. First vesting occurred on the date shown.
- (3) Vests in four equal annual installments beginning on the date shown.
- (4) Conversion to Common Shares is on a one-for-one basis.

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.