Edgar Filing: Gile Elizabeth R. - Form 4

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Form 4			
July 28, 2010			
	S SECURITIES AND EXCHANGE (Washington, D.C. 20549	COMMISSION	OMB APPROVAL OMB 3235-0287 Number:
Subject to Section 16. Form 4 or Form 5 obligations may continue Fortion 17(a) of the	OF CHANGES IN BENEFICIAL OW SECURITIES Section 16(a) of the Securities Exchang Public Utility Holding Company Act of) of the Investment Company Act of 194	e Act of 1934, f 1935 or Section	January 31, 2005 Estimated average burden hours per response 0.5
(Print or Type Responses)			
1. Name and Address of Reporting Person <u>*</u> Gile Elizabeth R.	2. Issuer Name and Ticker or Trading Symbol KEYCORP /NEW/ [KEY]	Issuer	Reporting Person(s) to
(Last) (First) (Middle) C/O KEYCORP, 127 PUBLIC SQUARE	3. Date of Earliest Transaction (Month/Day/Year) 07/27/2010	(Check X_ Director Officer (give ti below)	t all applicable) itle 10% Owner itle Other (specify below)
(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joi Applicable Line) _X_ Form filed by Ou	nt/Group Filing(Check
CLEVELAND, OH 44114		•	ore than One Reporting
(City) (State) (Zip)	Table I - Non-Derivative Securities Acc	uired, Disposed of,	or Beneficially Owned
(Instr. 3) any		5. Amount of 6 Securities F Beneficially (1 Owned In	5. Ownership 7. Nature of Form: Direct Indirect D) or Beneficial ndirect (I) Ownership Instr. 4) (Instr. 4)
Common Shares		1,300 I)

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

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 Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

				and 5)	, ,				
			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Shares (1)	\$ 8.42	07/27/2010	А	8,313		07/27/2013	07/27/2013	Common Shares	8,313

Reporting Owners

1. Title of

Derivative

Security

(Instr. 3)

2

Conversion

or Exercise

Derivative

Price of

Security

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Gile Elizabeth R.						
C/O KEYCORP	X					
127 PUBLIC SQUARE	Λ					
CLEVELAND, OH 44114						
Signatures						
Molly Z. Brown POA for Eliza	beth					
R. Gile		07/2	28/2010			

3. Transaction Date 3A. Deemed

any

(Month/Day/Year)

**Signature of Reporting Person

Date

Explanation of Responses:

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).

(1) Phantom Shares are awarded under Deferred Share Plan and payable one half in cash and one half in Common Shares.

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.

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4.

Code

(Instr. 8)

Execution Date, if

(Month/Day/Year)

5. Number

Securities

Acquired

Disposed of (D) (Instr. 3, 4,

(A) or

Transaction of Derivative Expiration Date

6. Date Exercisable and

(Month/Day/Year)

7. Title and Amount of 8

Ι

Underlying Securities

(Instr. 3 and 4)