Edgar Filing: KEYCORP /NEW/ - Form 4

KEYCORP / Form 4 January 03, 2									
FORM	1							PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSIO Washington, D.C. 20549							OMB Number:	3235-0287	
Check thi if no long subject to Section 1 Form 4 of	ANGES IN BENEFICIAL OWNERSHIP O SECURITIES					Estimated average burden hours per			
Form 5 obligations may continue. See Instruction 1(b). 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 F	Responses)								
1. Name and A CUTLER A	Symbol	2. Issuer Name and Ticker or Trading Symbol KEYCORP /NEW/ [KEY]			5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (Middle) 3. Date	3. Date of Earliest Transaction			(Check all applicable)			
C/O KEYCO SQUARE		(Month/Day/Year) 12/31/2006			X_ Director 10% Owner Officer (give title Other (specify below) below)				
	4. If An	4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check				
Filed(Month/Day/Year) CLEVELAND, OH 44114						Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip) Ta	ole I - Non-D	Derivative S	Securities A	cquired, Disposed o	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	te 2A. Deemed	3. f Transacti Code f) (Instr. 8)	4. SecuritionAcquired Disposed	ties (A) or of (D) 4 and 5) (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	•	
Common Shares						2,000	D		

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)

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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. Transactio Code (Instr. 8)	5. Number onof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. F Der Sec (Ins
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Shares (1)	\$ 0 <u>(1)</u>	12/31/2006		А	227	12/31/2006	12/31/2006	Common Shares	227	\$

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
CUTLER ALEXANDER M C/O KEYCORP 127 PUBLIC SQUARE CLEVELAND, OH 44114	Х					
Signatures						
Steven N. Bulloch POA Alexan Cutler	01/03/2007					
<u>**</u> Signature of Reporting Persor	1		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) Under deferral plan, fees were deferred into phantom stock account which stock is convertible into common shares on a one to 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.