KEYCORP/NEW/ Form 4 March 12, 2007

FORM 4

OMB APPROVAL

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

Washington, D.C. 20549

January 31, Expires: 2005

Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Hyle Charles S

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

KEYCORP /NEW/ [KEY]

(Check all applicable)

(Last)

(First)

(Middle)

3. Date of Earliest Transaction

Director

KEYCORP, 127 PUBLIC SQUARE

(Street)

03/09/2007

(Month/Day/Year)

X_ Officer (give title Other (specify

below) below) **EVP**

4. If Amendment, Date Original

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

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

CLEVELAND, OH 44114

(City)	(State) (Z	Zip) T	able I - Non-D	Perivative Securities	Acquired, Disposed	of, or Beneficia	lly Owned
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date,	if Transacti	onAcquired (A) or	Securities	Form: Direct	Indirect
(T (2)			G 1	D: 1 C(D)	D C 11	(D)	D (" · 1

(Instr. 3) anv (Month/Day/Year)

Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)

Beneficially (D) or Owned Following (Instr. 4) Reported

of Beneficial Indirect (I) Ownership (Instr. 4)

10% Owner

(A)

Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price Common

12,931

Shares Common

Shares

D

Savings 2,174 I plan (1)

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.

SEC 1474 (9-02)

Edgar Filing: KEYCORP /NEW/ - Form 4

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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. Transaction Code (Instr. 8)	5. Number of 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Shares (2)	\$ 0 (3)	03/09/2007		A	4,159	03/09/2008	03/09/2010	Common Shares	4,159
Phantom Shares (4)	\$ 0 (3)	03/09/2007		A	1,393	03/09/2007	03/09/2007	Common Shares	1,393

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Hyle Charles S						
KEYCORP			EVP			
127 PUBLIC SQUARE			EVF			
CLEVELAND, OH 44114						

Signatures

Steven N. Bulloch POA for Charles S.
Hyle
03/12/2007

**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) As of December 31, 2006.
- (2) Under Automatic Deferral Plan, a portion of compensation is deferred over three-year period and paid in Treasury Shares or transferred to Deferred Savings Plan.
- (3) Conversion to common shares is on a one to one basis.
- (4) Under Deferred Savings Plan, participant deferred portion of compensation and received corporate contribution. Contribution is payable in Treasury Shares on date set forth in Election Agreement and vests pursuant to provisions in Plan.

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.

Reporting Owners 2