KEYCORP /NEW/ Form 4 April 02, 2007

## FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

**OMB APPROVAL** 

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

CAMPBELL EDWARD P			rson _ 2. Issuer Symbol	2. Issuer Name <b>and</b> Ticker or Trading Symbol			Issuer	S. Relationship of Reporting Person(s) to Issuer			
			KEYCO	KEYCORP /NEW/ [KEY]				(Check all applicable)			
(Last)	(First)	(Mic	ddle) 3. Date of	ate of Earliest Transaction							
			(Month/D	(Month/Day/Year)					% Owner		
C/O KEYCORP, 127 PUBLIC SQUARE			03/30/2	03/30/2007			Officer (gives)	ve title Oth below)	er (specify		
	(Street)	4. If Ame	4. If Amendment, Date Original			6. Individual or	6. Individual or Joint/Group Filing(Check				
CLEVELA	ND, OH 44114	1	Filed(Mor	nth/Day/Year)			Applicable Line) _X_ Form filed by Form filed by Person	y One Reporting Po More than One R			
(City)	(State)	(Z	ip) Tabl	e I - Non-D	erivative S	Securities .	Acquired, Disposed	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction (Month/Day/Y		2A. Deemed Execution Date, if any (Month/Day/Year)	Code	4. Securit onAcquired Disposed (Instr. 3,	l (A) or l of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (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 SEC 1474 information contained in this form are not (9-02)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)

#### Edgar Filing: KEYCORP /NEW/ - Form 4

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. Transactic 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)		8. Do Se (In
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Shares (1)	\$ 0 <u>(1)</u>	03/30/2007		A	647	03/30/2007	03/30/2007	Common Shares	647	

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
•	Director	10% Owner	Officer	Other		
CAMPBELL EDWARD P C/O KEYCORP 127 PUBLIC SQUARE CLEVELAND, OH 44114	X					

## **Signatures**

Steven N. Bulloch POA Edward P.
Campbell
04/02/2007

\*\*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) 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.

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