

Edgar Filing: KEYCORP /NEW/ - Form 424B2

FLOATING RATE NOTES ONLY

BASE RATE:

- | | |
|--|---|
| <input type="checkbox"/> CD Rate | <input type="checkbox"/> Treasury Rate |
| <input type="checkbox"/> Commercial Paper Rate | <input type="checkbox"/> CMT Rate |
| <input type="checkbox"/> Federal Funds Rate | <input type="checkbox"/> 11th District Cost of Funds Rate |
| <input checked="" type="checkbox"/> LIBOR | <input type="checkbox"/> Other (specify): |
| <input type="checkbox"/> Prime Rate | |

Initial Interest Rate: 3 month LIBOR on June 17, 2004 + 12.5 basis points

Interest Determination Date: Two London business days to each Interest Reset Date

Index Maturity: 3 month LIBOR

Interest Reset Period: Quarterly

Spread (Plus or minus): +12.5 basis points

Interest Reset Dates: Quarterly on the 21st of March, June, September and December

Maximum Interest Rate: N/A

Interest Payment Dates: Quarterly on the 21st of March, June, September and December, 2004

Minimum Interest Rate: N/A

Calculation Date: N/A

Total Amount of OID: N/A

Calculation Agent: KeyBank National Association

Yield to Maturity: N/A

Spread Multiplier: N/A

Initial Accrual Period OID and Designated Method: N/A

Tolerance Page: 3750

Other Terms (if any):

- AGENT: Citigroup Global Markets Inc.
 Banc of America Securities LLC
 Bear, Stearns & Co. Inc.
 Credit Suisse First Boston Corporation
 Deutsche Bank Securities Inc.
 Goldman, Sachs & Co.
 HSBC Securities (USA), Inc.
 J.P. Morgan Securities Inc.
 Lehman Brothers Inc.
 McDonald Investments Inc.
 Morgan Stanley & Co. Incorporated
 UBS Securities LLC
 Other _____

Agent's Discount or Commission: .07405 (\$740,500)
Trade Date: June 17, 2004
Proceeds to KeyCorp: \$99,925,950

Acting as Agent Agent is acting as Agent for the sale of Notes by KeyCorp at a price of % of the principal amount

Acting as Principal Agent is purchasing Notes from KeyCorp as Principal for resale to investors and other purchasers at:

a fixed public offering price of % of the Principal amount

varying prices related to prevailing
market prices at the time of resale to
be determined by such Agent