



Edgar Filing: KEYCORP /NEW/ - Form 424B2

FLOATING RATE NOTES ONLY

BASE RATE:

- CD Rate
- Commercial Paper Rate
- Federal Funds Rate
- LIBOR
- Prime Rate
- Treasury Rate
- CMT Rate
- 11th District Cost of Funds Rate
- Other (specify):

Initial Interest Rate: 3-month LIBOR effective on October 12, 2001 plus .35%

Interest Determination Date: Two days prior to each Interest

Index Maturity: 3-month LIBOR

Interest Reset Period: Quarterly

Spread (Plus or minus): plus .35%

Interest Reset Dates: Quarterly, on January, April, and July commencing on

Maximum Interest Rate: n/a

Interest Payment Dates: Quarterly, on January, April, and July commencing on

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

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Other Terms (if any): n/a

- AGENT:
- Salomon Smith Barney Inc.
  - Chase Securities Inc.
  - Credit Suisse First Boston Corporation
  - Deutsche Bank Securities Inc.
  - Goldman, Sachs & Co.
  - Lehman Brothers Inc.
  - McDonald Investments Inc.
  - J.P. Morgan Securities Inc.
  - Morgan Stanley & Co. Incorporated
  - Other: HSBC Securities (USA) Inc.

Agent's Discount or Commission: Trade Date: October 11, 2001 Proceeds to KeyCorp: \$64,902,500

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 resale to be determined by such Agent

