



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 effective on October 19, 2001 plus .37%

Interest Determination Date: Two days prior to each Interest

Index Maturity: 3-month LIBOR

Interest Reset Period: Quarterly

Spread (Plus or minus): plus .37%

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:
- |                                     |  |
|-------------------------------------|--|
| <input type="checkbox"/>            | Salomon Smith Barney Inc.              |
| <input type="checkbox"/>            | Chase Securities Inc.                  |
| <input type="checkbox"/>            | Credit Suisse First Boston Corporation |
| <input type="checkbox"/>            | Deutsche Bank Securities Inc.          |
| <input type="checkbox"/>            | Goldman, Sachs & Co.                   |
| <input type="checkbox"/>            | Lehman Brothers Inc.                   |
| <input checked="" type="checkbox"/> | McDonald Investments Inc.              |
| <input type="checkbox"/>            | J.P. Morgan Securities Inc.            |
| <input type="checkbox"/>            | Morgan Stanley & Co. Incorporated      |
| <input type="checkbox"/>            | Other:                                 |

Agent's Discount or Commission: Trade Date: October 18, 2001 Proceeds to KeyCorp: \$49,956,500

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

