Edgar Filing: KEYCORP /NEW/ - Form 4

KENCODD /NEW/

Form 4												
October 02, 20	015											
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION								т	OMB APPROVAL			
	• UNITE	D STATES		ITIES A. hington,			NGE (COMMISSION	OMB Number:	3235-0287		
Check this if no longe subject to Section 16. Form 4 or Form 5 obligations	r STATI								Estimated a burden hou response	Estimated average burden hours per response 0.5		
may contin <i>See</i> Instruc 1(b).	iue.) of the Inv	•	.	· ·			Л			
(Print or Type Re	esponses)											
1. Name and Address of Reporting Person <u>*</u> Snyder Barbara R			2. Issuer Name and Ticker or Trading Symbol				g	5. Relationship of Reporting Person(s) to Issuer				
		KEYCO	KEYCORP /NEW/ [KEY]					(Check all applicable)				
(Last) (First) (Middle) C/O KEYCORP, 127 PUBLIC SQUARE			3. Date of Earliest Transaction (Month/Day/Year) 09/30/2015					X_ Director10% Owner Officer (give titleOther (specify below)Other (specify				
(Street)			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check				
				iled(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
CLEVELAN	D, 011 +111							Person				
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	ecuri	ties Ac	quired, Disposed o	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	any		emed on Date, if /Day/Year)	3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A))	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
				Code V	Amount	or	Price	(Instr. 3 and 4)				
Common Shares				Coue v	Amount	(D)	rnce	6,772	D			

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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 action of Derivative Securities 8) 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. Pric Deriva Securi (Instr.
				Code V	(A) ((D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Deferred Shares	<u>(1)</u>	09/30/2015		А	1,498		(2)	(2)	Common Shares	1,498	\$ 13

Reporting Owners

Reporting Owner Name / Address	Relationships								
	Director	10% Owner	Officer	Other					
Snyder Barbara R C/O KEYCORP 127 PUBLIC SQUARE CLEVELAND, OH 44114	Х								
Signatures									
Carrie A. Benedict POA for Ba Snyder	10/02/2015								
**Signature of Reporting Perso		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).
- Directors may elect to defer the payment of directors' fees into the Directors' Deferred Share Sub-Plan to the KeyCorp 2013 Equity (1) Compensation Plan (the "Deferred Share Plan"). The deferred fees are converted into deferred shares, which are the economic equivalent of common shares.
- Under the terms of the Deferred Share Plan, payment of the deferred shares has been deferred until the earlier of July 1, 2025 or the death (2) of the participant.
- (3) Includes approximately 240 dividend-equivalent deferred shares accrued under the Deferred Share Plan in September 2015.

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.