

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

Telerate Page: 3750

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

