



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 May 21,  
2003 + 22 basis points

Interest Determination Date: Two London bu  
to the reset date

Index Maturity: 3 month LIBOR

Interest Reset Period: Quarterly

Spread (Plus or minus): +22 basis points

Interest Reset Dates: Quarterly on the 23r  
February, May, August and November

Maximum Interest Rate: N/A

Interest Payment Dates: Quarterly on the 2  
February, May, August and November, c  
2003

Minimum Interest Rate: N/A

Calculation Date: N/A

Total Amount of OID: N/A

Calculation Agent: KeyBank National Associ

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):

- AGENT:  Salomon Smith Barney Inc.  
 Banc of America Securities LLC  
 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  
 Other \_\_\_\_\_

Agent's Discount or Commission: .12% (\$240  
Trade Date: May 16, 2003  
Proceeds to KeyCorp: \$199,760,000

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