



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  
+18 basis points

Interest Determination Date: Two London bu  
to each Interest Reset Date

Index Maturity: 3 month LIBOR

Interest Reset Period: Quarterly

Spread (Plus or minus): +18 basis points

Interest Reset Dates: Quarterly on the 2nd  
March, June, September and December

Maximum Interest Rate: N/A

Interest Payment Dates: Quarterly on the 2  
March, June, September and December,  
September 2, 2005

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:  Bear, Stearns & Co. Inc.  
 Citigroup Global Markets Inc.  
 Credit Suisse First Boston LLC  
 Deutsche Bank Securities Inc.  
 Goldman, Sachs & Co.  
 HSBC Securities (USA), Inc.  
 J.P. Morgan Securities Inc.  
 KeyBanc Capital Markets,  
a division of McDonald Investments Inc.  
 Merrill Lynch, Pierce, Fenner and  
Smith Incorporated  
 Morgan Stanley & Co. Incorporated  
 UBS Securities LLC  
 Other:

Agent's Discount or Commission: 0.100% (\$2  
Trade Date: May 25, 2005  
Proceeds to KeyCorp: \$249,750,000

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