

KEYCORP /NEW/  
Form 8-K  
November 01, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(D) OF THE**

**SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (Date of earliest event reported): November 1, 2012**

(Exact name of registrant as specified in charter)

**001-11302**  
(Commission

File Number)

**OHIO**  
(State or other jurisdiction  
of incorporation)

**34-6542451**  
(I.R.S. Employer  
Identification No.)

**127 Public Square**

**Cleveland, Ohio 44114-1306**

(Address of principal executive offices and zip code)

**(216) 689-3000**

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 7.01 Regulation FD Disclosure**

KeyCorp will review its Key Corporate Bank segment performance and strategy at the BancAnalysts Association of Boston 2012 Conference on November 1, 2012. A copy of the slides forming the basis of the presentation is attached hereto as Exhibit 99.1 and will be posted on KeyCorp's website in connection with the conference. Such slides are also expected to be provided or referred to at related investor events on November 1 and November 2, 2012.

The slides are being furnished pursuant to Item 7.01, and the information contained therein shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities under that Section. Furthermore, the information contained in Exhibit 99.1 shall not be deemed to be incorporated by reference into the filings of KeyCorp under the Securities Act of 1933, as amended.

*This current report on Form 8-K (including the Exhibit attached hereto) contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements are not historical facts but instead only represent management's current expectations and forecasts regarding future events, many of which are inherently uncertain and outside of KeyCorp's control. KeyCorp's actual results may differ from those set forth in the forward-looking statements. Factors that could cause actual results to differ materially from those described in the forward-looking statements can be found in KeyCorp's Annual Report on Form 10-K for the year ended December 31, 2011, and Quarterly Reports on Form 10-Q for the quarters ended March 31, 2012 and June 30, 2012, each of which have been filed with the U.S. Securities and Exchange Commission and are available on Key's website ([www.key.com/ir](http://www.key.com/ir)) and on the Securities and Exchange Commission's website ([www.sec.gov](http://www.sec.gov)). Key does not undertake to update the forward-looking statements to reflect the impact of circumstances or events that may arise after the respective dates of the referenced forward-looking statements.*

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

99.1 Key Corporate Bank Presentation Slides, BancAnalysts Association of Boston 2012 Conference.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

KEYCORP

(Registrant)

Date: November 1, 2012

/s/ Robert L. Morris

By: Robert L. Morris

Chief Accounting Officer