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KEYCORP /NEW/
Form 8-K
January 24, 2003

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): January 24, 2003

KEYCORP [logo]

(Exact name of registrant as specified in its charter)

| | | |
|---|---------------------------------|--|
| Ohio | 0-850 | 34-6542451 |
| ----- (State or other jurisdiction of incorporation or organization) | ----- Commission File Number | ----- (I.R.S. Employer Identification No.) |
| 127 Public Square, Cleveland, Ohio | | 44114-1306 |
| ----- (Address of principal executive offices) | | ----- (Zip Code) |

Registrant's telephone number, including area code: (216) 689-6300

ITEM 5. OTHER EVENTS AND REGULATION FD DISCLOSURE

On January 24, 2003, the Registrant sent a notice to its directors and executive officers informing them that the KeyCorp 401(k) Savings Plan is changing its record keeper and that, as a result of this change, there will be a blackout period from February 20, 2003 through March 5, 2003, during which they will be prohibited from engaging in any transactions in equity securities of the Registrant acquired in connection with service to or employment with the Registrant. The notice is attached as Exhibit 99.1 to this report.

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ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS

(c) Exhibits

99.1 Notice to directors and executive officers of KeyCorp

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: January 24, 2003

/s/ Daniel R. Stolzer

By: Daniel R. Stolzer
Vice President