

Edgar Filing: KEYCORP /NEW/ - Form 424B2

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Form 424B2
May 20, 2004

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PRICING SUPPLEMENT NO. 9, DATED: May 18, 2004
to Prospectus Supplement Dated October 7, 2003
to Prospectus Dated November 28, 2001

RULE 424(b) (2)
REGISTRATION STATEMENT NO. 333-73380

KEYCORP

\$250,000,000

SENIOR MEDIUM-TERM NOTES, SERIES G
 SUBORDINATED MEDIUM-TERM NOTES, SERIES F

Floating Rate Notes 4.70% Fixed Rate Notes
 Book-Entry Notes Certificated Notes

Original Issue Date: May 21, 2004
Maturity Date: May 21, 2009
Issue Price: 99.987%
Paying Agent: Deutsche Bank Trust Company Americas
Authenticating Agent: Deutsche Bank Trust Company Americas

OPTION TO ELECT REDEMPTION: Yes No OPTION TO EXTEND MATURITY: Yes No
Redemption Date(s): Extended Maturity Dates:
Initial Redemption Percentage: Notice of Extension Date(s):
Annual Redemption Percentage Reduction:

OPTION TO ELECT REPAYMENT: Yes No SPECIFIED CURRENCY (NOT U.S. DOLLARS): Yes No
Repayment Date(s): Authorized Denominations:
Repayment Price(s): Exchange Rate Agency:

Repurchase Price (if any): N/A Optional Interest Rate Reset: Yes No
Amortization Schedule (if any): N/A Optional Interest Rate Reset Dates: Yes No
Sinking Fund Defeasance: Yes No Optional Extension of Maturity: Yes No
Length of Extension Period: Yes No

Minimum Denominations: \$1,000 Other:

FIXED RATE NOTES ONLY

Interest Computation Period: Semi-annual

Interest Payment Dates: Semi-annually on the 21st day of each May and November, commencing on Nov

Regular Record Dates if other than May 31 and November 30: The 6th day of each May and November

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 type="checkbox"/> LIBOR | <input type="checkbox"/> Other (specify): |
| <input type="checkbox"/> Prime Rate | |

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|--|------------------------------|
| Initial Interest Rate: | Interest Determination Date: |
| Index Maturity: | Interest Reset Period: |
| Spread (Plus or minus): | Interest Reset Dates: |
| Maximum Interest Rate: | Interest Payment Dates: |
| Minimum Interest Rate: | Calculation Date: |
| Total Amount of OID: | Calculation Agent: |
| Yield to Maturity: | Spread Multiplier: |
| Initial Accrual Period OID and Designated Method: | Telorate Page: |
| | Other Terms (if any): |

| | |
|---|---|
| AGENT: <input checked="" type="checkbox"/> Citigroup Global Markets Inc. | Agent's Discount or Commission: .30% (\$750 |
| <input type="checkbox"/> Banc of America Securities LLC | Trade Date: May 18, 2004 |
| <input type="checkbox"/> Bear, Stearns & Co. Inc. | Proceeds to KeyCorp: \$249,217,500 |
| <input type="checkbox"/> Credit Suisse First Boston Corporation | |
| <input type="checkbox"/> Deutsche Bank Securities Inc. | |
| <input type="checkbox"/> Goldman, Sachs & Co. | |
| <input type="checkbox"/> HSBC Securities (USA), Inc. | |
| <input checked="" type="checkbox"/> J.P. Morgan Securities Inc. | |
| <input type="checkbox"/> Lehman Brothers Inc. | |
| <input checked="" type="checkbox"/> KeyBanc Capital Markets, a division of McDonald Investments Inc. | |
| <input checked="" type="checkbox"/> Morgan Stanley & Co. Incorporated | |
| <input checked="" type="checkbox"/> UBS Securities LLC | |
| <input type="checkbox"/> Other _____ | |

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

