Edgar Filing: MANOS KRISTEN L - Form 4

MANOS KRIS Form 4	TEN L									
April 02, 2019 FORM 4 Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940							OMB APPROVAL OMB 3235-0287 Number: January 31, 2005 Estimated average burden hours per response 0.5			
(Print or Type Resp	ponses)									
1. Name and Add MANOS KRIS	ress of Reporting Postern L	Symbol	 Issuer Name and Ticker or Trading Symbol KEYCORP /NEW/ [KEY] Date of Earliest Transaction (Month/Day/Year) 03/31/2019 			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <u>X</u> Director Officer (give title 10% Owner Other (specify below)				
(Last) C/O KEYCOR SQUARE	(First) (M: P, 127 PUBLIC	(Month/D								
	(Street)		ndment, Date Original th/Day/Year)		6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person					
CLEVELAND	, OH 44114				_X_ Form filed by 0 Form filed by N Person					
(City)	(State) (Z	Zip) Table	e I - Non-Derivative S	ecurities Ac	quired, Disposed o	f, or Beneficial	lly Owned			
	2. Transaction Date Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securit TransactionAcquired Code Disposed (Instr. 8) (Instr. 3, -	(A) or of (D)	Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
Common Shares					78,258	D				

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number onof Derivat Securities Acquired (A) or Disposed (D) (Instr. 3, 4 and 5)	tive of	6. Date Exer Expiration D (Month/Day/	ate	7. Title and A Underlying S (Instr. 3 and	Securities	8. Pric Deriva Securi (Instr.
				Code V	(A) ((D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Deferred Shares	<u>(1)</u>	03/31/2019		А	1,587		(2)	(2)	Common Shares	1,587	\$ 15

Reporting Owners

Reporting Owner Name / Address	Relationships							
Reporting Owner Runter Huuress	Director	10% Owner	Officer	Other				
MANOS KRISTEN L C/O KEYCORP 127 PUBLIC SQUARE CLEVELAND, OH 44114	Х							
Signatures								
Carrie A. Benedict POA for Kr Manos	risten L.	04/02/2019						

Date

Explanation of Responses:

**Signature of Reporting Person

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- Directors may elect to defer the payment of directors' fees into the Directors' Deferred Share Sub-Plan to the KeyCorp 2013 Equity
 (1) Compensation Plan (the "Deferred Share Plan"). The deferred fees are converted into deferred shares, which are the economic equivalent of common shares.
- (2) Under the terms of the Deferred Share Plan, payment of the deferred shares has been deferred until the earlier of January 1, 2027 or the death of the participant.
- (3) Includes approximately 786 dividend-equivalent deferred shares accrued under the Deferred Share Plan in March 2019.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.