

Edgar Filing: Fishel Brian L - Form 3

		Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Option to Buy	02/17/2015 ⁽¹⁾	02/17/2024	Common Shares	1,070	\$ 12.92	D	Â
Option to Buy	02/17/2016 ⁽²⁾	02/16/2025	Common Shares	2,886	\$ 14.11	D	Â
Option to Buy	02/17/2017 ⁽²⁾	02/15/2026	Common Shares	7,885	\$ 10.49	D	Â
Option to Buy	02/17/2018 ⁽²⁾	02/20/2027	Common Shares	5,434	\$ 18.96	D	Â
Restricted Stock Units	Â ⁽³⁾	Â ⁽³⁾	Common Shares	2,853	\$ ⁽⁴⁾	D	Â
Restricted Stock Units	Â ⁽⁵⁾	Â ⁽⁵⁾	Common Shares	6,769	\$ ⁽⁴⁾	D	Â
Restricted Stock Units	Â ⁽⁶⁾	Â ⁽⁶⁾	Common Shares	6,085	\$ ⁽⁴⁾	D	Â
Restricted Stock Units	Â ⁽⁷⁾	Â ⁽⁷⁾	Common Shares	7,172	\$ ⁽⁴⁾	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Fishel Brian L C/O KEYCORP 127 PUBLIC SQUARE CLEVELAND, OH 44114	Â	Â	Â Chief Human Resources Officer	Â

Signatures

Carrie A. Benedict POA for Brian L. Fishel 06/07/2018

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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).

- (1) Vested in four equal annual installments. This option is fully vested.
- (2) Vests in four equal annual installments, beginning on the date shown.
- (3) These restricted stock units vest in four equal annual installments. The first installment vested on February 17, 2016.
- (4) Each restricted stock unit represents the right to receive one KeyCorp common share at vesting.
- (5) These restricted stock units vest in four equal annual installments. The first installment vested on February 17, 2017.
- (6) These restricted stock units vest in four equal annual installments. The first installment vested on February 17, 2018.

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(7) These restricted stock units vest in four equal annual installments. The first installment will vest on February 17, 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.