

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), and 6058(a) of the Internal Revenue Code (the Code). ► Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089 2010 This Form is Open to Public Inspection
---	---	---

Part I	Annual Report Identification Information		
For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010			
A This return/report is for:	☐ a multiemployer plan;	☐ a multiple-employer plan; or	
	☒ a single-employer plan;	☐ a DFE (specify) ____	
B This return/report is:	☐ the first return/report;	☐ the final return/report;	
	☐ an amended return/report;	☐ a short plan year return/report (less than 12 months).	
C If the plan is a collectively-bargained plan, check here.	☐		
D Check box if filing under:	☒ Form 5558;	☐ automatic extension;	☐ the DFVC program;
	☐ special extension (enter description)		

Part II	Basic Plan Information —enter all requested information		
1a Name of plan KEYCORP CASH BALANCE PENSION PLAN	1b Three-digit plan number (PN) ►	003	
	1c Effective date of plan	01/01/1951	
2a Plan sponsor's name and address (employer, if for a single-employer plan) (Address should include room or suite no.) KEYCORP 127 PUBLIC SQUARE CLEVELAND, OH 44114	2b Employer Identification Number (EIN)	34-6542451	
	2c Sponsor's telephone number	216-813-6569	
	2d Business code (see instructions)	522110	

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/17/2011	KATHLEEN A. EGAN
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address (if same as plan sponsor, enter "Same") KEYCORP 127 PUBLIC SQUARE CLEVELAND, OH 44114	3b Administrator's EIN 34-6542451 3c Administrator's telephone number 216-813-6569
--	---

4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name	4b EIN 4c PN
---	-----------------------------------

5 Total number of participants at the beginning of the plan year	5	29794
---	----------	-------

6 Number of participants as of the end of the plan year (welfare plans complete only lines 6a , 6b , 6c , and 6d).		
a Active participants.....	6a	12412
b Retired or separated participants receiving benefits.....	6b	5190
c Other retired or separated participants entitled to future benefits.....	6c	9594
d Subtotal. Add lines 6a , 6b , and 6c	6d	27196
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	423
f Total. Add lines 6d and 6e	6f	27619
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	0
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	623

7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7	
--	----------	--

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:
 1C 1G 1I 3H

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristic Codes in the instructions:

9a Plan funding arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
--	--

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

- (1) ☒ **R** (Retirement Plan Information)
 (2) ☐ **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
 (3) ☒ **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

- (1) ☒ **H** (Financial Information)
 (2) ☐ **I** (Financial Information – Small Plan)
 (3) ☒ **3** **A** (Insurance Information)
 (4) ☒ **C** (Service Provider Information)
 (5) ☒ **D** (DFE/Participating Plan Information)
 (6) ☐ **G** (Financial Transaction Schedules)

SCHEDULE A (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Insurance Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500. ▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).	OMB No. 1210-0110 2010 This Form is Open to Public Inspection
---	--	--

For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010		
A Name of plan KEYCORP CASH BALANCE PENSION PLAN	B Three-digit plan number (PN) ▶	003
C Plan sponsor's name as shown on line 2a of Form 5500. KEYCORP	D Employer Identification Number (EIN) 34-6542451	

Part I	Information Concerning Insurance Contract Coverage, Fees, and Commissions	Provide information for each contract on a separate Schedule A. Individual contracts grouped as a unit in Parts II and III can be reported on a single Schedule A.
--------	---	--

1 Coverage Information:

(a) Name of insurance carrier PRINCIPAL LIFE INSURANCE COMPANY

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
42-0127290	61271	365407	27619	01/01/2010	12/31/2010

2 Insurance fee and commission information. Enter the total fees and total commissions paid. List in item 3 the agents, brokers, and other persons in descending order of the amount paid.
--

(a) Total amount of commissions paid	(b) Total amount of fees paid
0	0

3 Persons receiving commissions and fees. (Complete as many entries as needed to report all persons).

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid
--

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid
--

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

Part II Investment and Annuity Contract Information

Where individual contracts are provided, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

4 Current value of plan's interest under this contract in the general account at year end	4	4784544
5 Current value of plan's interest under this contract in separate accounts at year end	5	1704495

6 Contracts With Allocated Funds:**a** State the basis of premium rates ▶

b Premiums paid to carrier	6b	
c Premiums due but unpaid at the end of the year	6c	
d If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount. Specify nature of costs ▶	6d	

e Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity
(3) ☐ other (specify) ▶

f If contract purchased, in whole or in part, to distribute benefits from a terminating plan check here ▶ ☐**7** Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)

a Type of contract: (1) ☐ deposit administration (2) ☒ immediate participation guarantee
(3) ☐ guaranteed investment (4) ☐ other ▶

b Balance at the end of the previous year	7b	4595056
--	-----------	---------

c Additions: (1) Contributions deposited during the year	7c(1)		
(2) Dividends and credits	7c(2)		
(3) Interest credited during the year	7c(3)	233291	
(4) Transferred from separate account	7c(4)		
(5) Other (specify below)	7c(5)	34162	

(6) Total additions	7c(6)	267453
---------------------------	--------------	--------

d Total of balance and additions (add b and c(6))	7d	4862509
---	-----------	---------

e Deductions:

(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)		
(2) Administration charge made by carrier	7e(2)	13186	
(3) Transferred to separate account	7e(3)		
(4) Other (specify below)	7e(4)	64779	

▶ RECLASS TO SEP ACCT; ALLOC FUND ADJ

(5) Total deductions	7e(5)	77965
----------------------------	--------------	-------

f Balance at the end of the current year (subtract e(5) from d)	7f	4784544
---	-----------	---------

Part III Welfare Benefit Contract Information

If more than one contract covers the same group of employees of the same employer(s) or members of the same employee organization(s), the information may be combined for reporting purposes if such contracts are experience-rated as a unit. Where contracts cover individual employees, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

8 Benefit and contract type (check all applicable boxes)

- a** ☐ Health (other than dental or vision)
 b ☐ Dental
 c ☐ Vision
 d ☐ Life insurance
e ☐ Temporary disability (accident and sickness)
 f ☐ Long-term disability
 g ☐ Supplemental unemployment
 h ☐ Prescription drug
i ☐ Stop loss (large deductible)
 j ☐ HMO contract
 k ☐ PPO contract
 l ☐ Indemnity contract
m ☐ Other (specify) ▶

9 Experience-rated contracts:

a Premiums: (1) Amount received.....	9a(1)		
(2) Increase (decrease) in amount due but unpaid.....	9a(2)		
(3) Increase (decrease) in unearned premium reserve.....	9a(3)		
(4) Earned ((1) + (2) - (3)).....		9a(4)	
b Benefit charges (1) Claims paid.....	9b(1)		
(2) Increase (decrease) in claim reserves.....	9b(2)		
(3) Incurred claims (add (1) and (2)).....		9b(3)	
(4) Claims charged.....		9b(4)	
c Remainder of premium: (1) Retention charges (on an accrual basis) --			
(A) Commissions.....	9c(1)(A)		
(B) Administrative service or other fees.....	9c(1)(B)		
(C) Other specific acquisition costs.....	9c(1)(C)		
(D) Other expenses.....	9c(1)(D)		
(E) Taxes.....	9c(1)(E)		
(F) Charges for risks or other contingencies.....	9c(1)(F)		
(G) Other retention charges.....	9c(1)(G)		
(H) Total retention.....		9c(1)(H)	
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.).....		9c(2)	
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement.....		9d(1)	
(2) Claim reserves.....		9d(2)	
(3) Other reserves.....		9d(3)	
e Dividends or retroactive rate refunds due. (Do not include amount entered in c(2).).....		9e	

10 Nonexperience-rated contracts:

a Total premiums or subscription charges paid to carrier.....	10a	
b If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, item 2 above, report amount.	10b	

Specify nature of costs ▶

Part IV Provision of Information

11 Did the insurance company fail to provide any information necessary to complete Schedule A? ☐ Yes ☒ No

12 If the answer to line 11 is "Yes," specify the information not provided. ▶

SCHEDULE A (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Insurance Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500. ▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).	OMB No. 1210-0110 2010 This Form is Open to Public Inspection
---	---	---

For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010		
A Name of plan KEYCORP CASH BALANCE PENSION PLAN	B Three-digit plan number (PN) ▶	003
C Plan sponsor's name as shown on line 2a of Form 5500. KEYCORP	D Employer Identification Number (EIN) 34-6542451	

Part I	Information Concerning Insurance Contract Coverage, Fees, and Commissions Provide information for each contract on a separate Schedule A. Individual contracts grouped as a unit in Parts II and III can be reported on a single Schedule A.
---------------	---

1 Coverage Information:

(a) Name of insurance carrier
MONY LIFE INSURANCE COMPANY

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
13-1632487	66370	EV-30177 00	27619	01/01/2010	12/31/2010

2 Insurance fee and commission information. Enter the total fees and total commissions paid. List in item 3 the agents, brokers, and other persons in descending order of the amount paid.

(a) Total amount of commissions paid	(b) Total amount of fees paid
0	0

3 Persons receiving commissions and fees. (Complete as many entries as needed to report all persons).

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

Part II Investment and Annuity Contract Information

Where individual contracts are provided, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

4 Current value of plan's interest under this contract in the general account at year end **4** 4675934**5** Current value of plan's interest under this contract in separate accounts at year end **5****6** Contracts With Allocated Funds:**a** State the basis of premium rates ▶**b** Premiums paid to carrier **6b****c** Premiums due but unpaid at the end of the year **6c****d** If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount. **6d**

Specify nature of costs ▶

e Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity(3) ☐ other (specify) ▶**f** If contract purchased, in whole or in part, to distribute benefits from a terminating plan check here ▶ ☐**7** Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)**a** Type of contract: (1) ☒ deposit administration (2) ☐ immediate participation guarantee(3) ☐ guaranteed investment (4) ☐ other ▶**b** Balance at the end of the previous year **7b** 4521031**c** Additions: (1) Contributions deposited during the year **7c(1)**(2) Dividends and credits **7c(2)** 19332(3) Interest credited during the year **7c(3)** 135571(4) Transferred from separate account **7c(4)**(5) Other (specify below) **7c(5)**(6) Total additions **7c(6)** 154903**d** Total of balance and additions (add **b** and **c(6)**). **7d** 4675934**e** Deductions:(1) Disbursed from fund to pay benefits or purchase annuities during year **7e(1)**(2) Administration charge made by carrier **7e(2)**(3) Transferred to separate account **7e(3)**(4) Other (specify below) **7e(4)**(5) Total deductions **7e(5)** 0**f** Balance at the end of the current year (subtract **e(5)** from **d**) **7f** 4675934

Part III Welfare Benefit Contract Information

If more than one contract covers the same group of employees of the same employer(s) or members of the same employee organization(s), the information may be combined for reporting purposes if such contracts are experience-rated as a unit. Where contracts cover individual employees, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

8 Benefit and contract type (check all applicable boxes)

- a** ☐ Health (other than dental or vision)
 b ☐ Dental
 c ☐ Vision
 d ☐ Life insurance
e ☐ Temporary disability (accident and sickness)
 f ☐ Long-term disability
 g ☐ Supplemental unemployment
 h ☐ Prescription drug
i ☐ Stop loss (large deductible)
 j ☐ HMO contract
 k ☐ PPO contract
 l ☐ Indemnity contract
m ☐ Other (specify) ▶

9 Experience-rated contracts:

a Premiums: (1) Amount received.....	9a(1)		
(2) Increase (decrease) in amount due but unpaid.....	9a(2)		
(3) Increase (decrease) in unearned premium reserve.....	9a(3)		
(4) Earned ((1) + (2) - (3)).....		9a(4)	
b Benefit charges (1) Claims paid.....	9b(1)		
(2) Increase (decrease) in claim reserves.....	9b(2)		
(3) Incurred claims (add (1) and (2)).....		9b(3)	
(4) Claims charged.....		9b(4)	
c Remainder of premium: (1) Retention charges (on an accrual basis) --			
(A) Commissions.....	9c(1)(A)		
(B) Administrative service or other fees.....	9c(1)(B)		
(C) Other specific acquisition costs.....	9c(1)(C)		
(D) Other expenses.....	9c(1)(D)		
(E) Taxes.....	9c(1)(E)		
(F) Charges for risks or other contingencies.....	9c(1)(F)		
(G) Other retention charges.....	9c(1)(G)		
(H) Total retention.....		9c(1)(H)	
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.).....		9c(2)	
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement.....		9d(1)	
(2) Claim reserves.....		9d(2)	
(3) Other reserves.....		9d(3)	
e Dividends or retroactive rate refunds due. (Do not include amount entered in c(2).).....		9e	

10 Nonexperience-rated contracts:

a Total premiums or subscription charges paid to carrier.....	10a	
b If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, item 2 above, report amount.	10b	

Specify nature of costs ▶

Part IV Provision of Information

11 Did the insurance company fail to provide any information necessary to complete Schedule A? ☐ Yes ☒ No

12 If the answer to line 11 is "Yes," specify the information not provided. ▶

SCHEDULE A (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Insurance Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500. ▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).	OMB No. 1210-0110 2010 This Form is Open to Public Inspection
---	--	--

For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010		
A Name of plan KEYCORP CASH BALANCE PENSION PLAN	B Three-digit plan number (PN) ▶ 003	
C Plan sponsor's name as shown on line 2a of Form 5500. KEYCORP	D Employer Identification Number (EIN) 34-6542451	

Part I	Information Concerning Insurance Contract Coverage, Fees, and Commissions Provide information for each contract on a separate Schedule A. Individual contracts grouped as a unit in Parts II and III can be reported on a single Schedule A.
--------	--

1 Coverage Information:

(a) Name of insurance carrier BENEFICIAL LIFE INSURANCE COMPANY

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
87-0115120	61395	20947; 20718	8	01/01/2010	12/31/2010

2 Insurance fee and commission information. Enter the total fees and total commissions paid. List in item 3 the agents, brokers, and other persons in descending order of the amount paid.
--

(a) Total amount of commissions paid	(b) Total amount of fees paid
0	0

3 Persons receiving commissions and fees. (Complete as many entries as needed to report all persons).

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid
--

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid
--

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

Part II Investment and Annuity Contract Information

Where individual contracts are provided, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

4 Current value of plan's interest under this contract in the general account at year end	4	
5 Current value of plan's interest under this contract in separate accounts at year end	5	
6 Contracts With Allocated Funds:		
a State the basis of premium rates ▶		
b Premiums paid to carrier	6b	
c Premiums due but unpaid at the end of the year	6c	
d If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount. Specify nature of costs ▶	6d	
e Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity (3) ☐ other (specify) ▶		
f If contract purchased, in whole or in part, to distribute benefits from a terminating plan check here ▶ ☐		
7 Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)		
a Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee (3) ☐ guaranteed investment (4) ☐ other ▶		
b Balance at the end of the previous year	7b	
c Additions: (1) Contributions deposited during the year	7c(1)	
(2) Dividends and credits	7c(2)	
(3) Interest credited during the year	7c(3)	
(4) Transferred from separate account	7c(4)	
(5) Other (specify below)	7c(5)	
(6) Total additions	7c(6)	0
d Total of balance and additions (add b and c(6)).	7d	
e Deductions:		
(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)	
(2) Administration charge made by carrier	7e(2)	
(3) Transferred to separate account	7e(3)	
(4) Other (specify below)	7e(4)	
(5) Total deductions	7e(5)	0
f Balance at the end of the current year (subtract e(5) from d)	7f	

Part III Welfare Benefit Contract Information

If more than one contract covers the same group of employees of the same employer(s) or members of the same employee organization(s), the information may be combined for reporting purposes if such contracts are experience-rated as a unit. Where contracts cover individual employees, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

8 Benefit and contract type (check all applicable boxes)

- a** ☐ Health (other than dental or vision)
 b ☐ Dental
 c ☐ Vision
 d ☒ Life insurance
e ☐ Temporary disability (accident and sickness)
 f ☐ Long-term disability
 g ☐ Supplemental unemployment
 h ☐ Prescription drug
i ☐ Stop loss (large deductible)
 j ☐ HMO contract
 k ☐ PPO contract
 l ☐ Indemnity contract
m ☐ Other (specify) ▶

9 Experience-rated contracts:

a Premiums: (1) Amount received.....	9a(1)		
(2) Increase (decrease) in amount due but unpaid.....	9a(2)		
(3) Increase (decrease) in unearned premium reserve.....	9a(3)		
(4) Earned ((1) + (2) - (3)).....		9a(4)	
b Benefit charges (1) Claims paid.....	9b(1)		
(2) Increase (decrease) in claim reserves.....	9b(2)		
(3) Incurred claims (add (1) and (2)).....		9b(3)	
(4) Claims charged.....		9b(4)	
c Remainder of premium: (1) Retention charges (on an accrual basis) --			
(A) Commissions.....	9c(1)(A)		
(B) Administrative service or other fees.....	9c(1)(B)		
(C) Other specific acquisition costs.....	9c(1)(C)		
(D) Other expenses.....	9c(1)(D)		
(E) Taxes.....	9c(1)(E)		
(F) Charges for risks or other contingencies.....	9c(1)(F)		
(G) Other retention charges.....	9c(1)(G)		
(H) Total retention.....		9c(1)(H)	
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.).....		9c(2)	
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement.....		9d(1)	
(2) Claim reserves.....		9d(2)	
(3) Other reserves.....		9d(3)	
e Dividends or retroactive rate refunds due. (Do not include amount entered in c(2).).....		9e	

10 Nonexperience-rated contracts:

a Total premiums or subscription charges paid to carrier.....	10a	
b If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, item 2 above, report amount.	10b	

Specify nature of costs ▶

Part IV Provision of Information

11 Did the insurance company fail to provide any information necessary to complete Schedule A? ☒ Yes ☐ No

12 If the answer to line 11 is "Yes," specify the information not provided. ▶

SCHEDULE A NOT PROVIDED, INFORMATION REPORTED ON RETURN

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2010 This Form is Open to Public Inspection
--	--	---

For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010

▶ **Round off amounts to nearest dollar.**

▶ **Caution:** A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan <u>KEYCORP CASH BALANCE PENSION PLAN</u>	B Three-digit plan number (PN) ▶ <u>003</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF <u>KEYCORP</u>	D Employer Identification Number (EIN) <u>34-6542451</u>
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I	Basic Information
1	Enter the valuation date: Month <u>01</u> Day <u>01</u> Year <u>2010</u>
2	Assets:
a	Market value 2a <u>848892142</u>
b	Actuarial value 2b <u>909308894</u>
3	Funding target/participant count breakdown
	(1) Number of participants (2) Funding Target
a	For retired participants and beneficiaries receiving payment 3a <u>5548</u> <u>278300833</u>
b	For terminated vested participants 3b <u>9616</u> <u>246651205</u>
c	For active participants:
(1)	Non-vested benefits 3c(1) <u>2224364</u>
(2)	Vested benefits 3c(2) <u>419994734</u>
(3)	Total active 3c(3) <u>14630</u> <u>422219098</u>
d	Total 3d <u>29794</u> <u>947171136</u>
4	If the plan is at-risk, check the box and complete items (a) and (b) ☐
a	Funding target disregarding prescribed at-risk assumptions 4a
b	Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been at-risk for fewer than five consecutive years and disregarding loading factor 4b
5	Effective interest rate 5 <u>6.14</u> %
6	Target normal cost 6 <u>2487984</u>

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE	<u>10/04/2011</u>
Signature of actuary	Date
<u>GREGORY H REYNOLDS</u>	<u>11-06401</u>
Type or print name of actuary	Most recent enrollment number
<u>HEWITT ASSOCIATES LLC</u>	<u>216-573-9700</u>
Firm name	Telephone number (including area code)
<u>5005 ROCKSIDE ROAD</u> <u>INDEPENDENCE, OH 44131</u>	
Address of the firm	

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500 or 5500-SF.

Schedule SB (Form 5500) 2010
v.092308.1

Part II	Beginning of year carryover and prefunding balances	(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (Item 13 from prior year)	103359933	0
8	Portion used to offset prior year's funding requirement (Item 35 from prior year)	33842741	0
9	Amount remaining (Item 7 minus item 8).....	69517192	0
10	Interest on item 9 using prior year's actual return of <u>22.03</u> %	15314637	0
11	Prior year's excess contributions to be added to prefunding balance:		
a	Excess contributions (Item 38 from prior year)		44731076
b	Interest on (a) using prior year's effective rate of <u>8.26</u> %		8354932
c	Total available at beginning of current plan year to add to prefunding balance		53086008
d	Portion of (c) to be added to prefunding balance.....		0
12	Reduction in balances due to elections or deemed elections.....	0	0
13	Balance at beginning of current year (item 9 + item 10 + item 11d – item 12).....	84831829	0

Part III	Funding percentages		
14	Funding target attainment percentage.....	14	87.04 %
15	Adjusted funding target attainment percentage.....	15	96.00 %
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement.....	16	95.93 %
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.....	17	%

Part IV	Contributions and liquidity shortfalls						
18	Contributions made to the plan for the plan year by employer(s) and employees:						
	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	
	01/31/2011	100000000					
	Totals ►			18(b)	100000000	18(c)	0

19	Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:			
a	Contributions allocated toward unpaid minimum required contribution from prior years.....	19a 0		
b	Contributions made to avoid restrictions adjusted to valuation date	19b 0		
c	Contributions allocated toward minimum required contribution for current year adjusted to valuation date.....	19c 93754877		
20	Quarterly contributions and liquidity shortfalls:			
a	Did the plan have a "funding shortfall" for the prior year?	☒ Yes ☐ No		
b	If 20a is "Yes," were required quarterly installments for the current year made in a timely manner?	☒ Yes ☐ No		
c	If 20a is "Yes," see instructions and complete the following table as applicable:			
	Liquidity shortfall as of end of Quarter of this plan year			
	(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
	0	0	0	0

Part V Assumptions used to determine funding target and target normal cost

21 Discount rate:				
a Segment rates:	1st segment: 4.60 %	2nd segment: 6.65 %	3rd segment: 6.76 %	☐ N/A, full yield curve used
b Applicable month (enter code)				21b
22 Weighted average retirement age				22 61
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.....	☒ Yes ☐ No
27 If the plan is eligible for (and is using) alternative funding rules, enter applicable code and see instructions regarding attachment.....	27

Part VII Reconciliation of unpaid minimum required contributions for prior years

28 Unpaid minimum required contribution for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (item 19a).....	29	0
30 Remaining amount of unpaid minimum required contributions (item 28 minus item 29)	30	0

Part VIII Minimum required contribution for current year

31 Target normal cost, adjusted, if applicable (see instructions).....	31	2487984
32 Amortization installments:	Outstanding Balance	Installment
a Net shortfall amortization installment	0	0
b Waiver amortization installment	0	0
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	0
34 Total funding requirement before reflecting carryover/prefunding balances (item 31 + item 32a + item 32b – item 33).....	34	2487984
	Carryover balance	Prefunding balance
35 Balances used to offset funding requirement	2487984	0
36 Additional cash requirement (item 34 minus item 35).....	36	0
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (Item 19c).....	37	93754877
38 Interest-adjusted excess contributions for current year (see instructions).....	38	93754877
39 Unpaid minimum required contribution for current year (excess, if any, of item 36 over item 37).....	39	0
40 Unpaid minimum required contribution for all years	40	0

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2010
		This Form is Open to Public Inspection.
For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010		
A Name of plan KEYCORP CASH BALANCE PENSION PLAN	B Three-digit plan number (PN) ▶	003
C Plan sponsor's name as shown on line 2a of Form 5500 KEYCORP	D Employer Identification Number (EIN) 34-6542451	

Part I	Service Provider Information (see instructions)
---------------	--

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... ☒ Yes ☐ No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
AUSTIN CAPITAL MANAGEMENT, LTD.
74-2689707

(b) Enter name and EIN or address of person who provided you disclosure on eligible indirect compensation
--

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

HEWITT ASSOCIATES LLC

36-3943169

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
11 15		2231612	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

(a) Enter name and EIN or address (see instructions)

KEYBANK NA

34-1974250

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21	AFFILIATE OF PLAN SPONSOR	42908	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

(a) Enter name and EIN or address (see instructions)

WELLINGTON TRUST COMPANY, NA

75 STATE STREET
BOSTON, MA 02109

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28		34158	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

SHENKMAN CAPITAL MANAGEMENT, INC.

461 FIFTH AVENUE, 22ND FLOOR
NEW YORK, NY 10017

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28		82796	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III **Termination Information on Accountants and Enrolled Actuaries (see instructions)**
(complete as many entries as needed)

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN;
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN;
c Position:	
d Address:	e Telephone:

Explanation:

SCHEDULE D (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2010 This Form is Open to Public Inspection.
---	---	--

For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010

A Name of plan <u>KEYCORP CASH BALANCE PENSION PLAN</u>	B Three-digit plan number (PN) ▶ <u>003</u>	
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>KEYCORP</u>	D Employer Identification Number (EIN) <u>34-6542451</u>	

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
---------------	--

a Name of MTIA, CCT, PSA, or 103-12 IE: <u>KEY TRUST MULTIPLE INVESTMENT TRUST</u>		
b Name of sponsor of entity listed in (a): <u>KEYBANK NATIONAL ASSOCIATION</u>		
c EIN-PN <u>34-6514544-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>85222843</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>PRIN FIN GRP STK SEP ACCOUNT</u>		
b Name of sponsor of entity listed in (a): <u>PRINCIPAL LIFE INSURANCE COMPANY</u>		
c EIN-PN <u>42-0127290-086</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>1073862</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>PRIN LARGE CAP BLEND I SEP ACCT</u>		
b Name of sponsor of entity listed in (a): <u>PRINCIPAL LIFE INSURANCE COMPANY</u>		
c EIN-PN <u>42-0127290-017</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>630633</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>WELLINGTON CIF EMERGING MKTS DEBT</u>		
b Name of sponsor of entity listed in (a): <u>WELLINGTON TRUST COMPANY, NA</u>		
c EIN-PN <u>04-6657598-000</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>23010033</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>AUSTIN CAPITAL SAFE HARBOR ERISA</u>		
b Name of sponsor of entity listed in (a): <u>AUSTIN CAPITAL SAFE HARBOR ERISA DEDICATED FUND, LTD.</u>		
c EIN-PN <u>26-0222589-001</u>	d Entity code <u>E</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>5195753</u>
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110
		2010
		This Form is Open to Public Inspection

For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010		
A Name of plan KEYCORP CASH BALANCE PENSION PLAN	B Three-digit plan number (PN)	003
C Plan sponsor's name as shown on line 2a of Form 5500 KEYCORP	D Employer Identification Number (EIN) 34-6542451	

Part I	Asset and Liability Statement
---------------	--------------------------------------

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	0	100000000
(2) Participant contributions	1b(2)		
(3) Other.....	1b(3)	266662605	167355920
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities.....	1c(2)	54963441	95600578
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)	54197727	57634993
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)	429019311	418609139
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts.....	1c(9)	93734907	108232876
(10) Value of interest in pooled separate accounts.....	1c(10)	1341579	1704495
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)	0	5195753
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	127684779	179706701
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)	9116087	9460478
(15) Other	1c(15)	31566831	9408655

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	1068287267	1152909588

Liabilities

g Benefit claims payable	1g	1512670	1300685
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j	274181590	186489462
k Total liabilities (add all amounts in lines 1g through 1j)	1k	275694260	187790147

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	792593007	965119441
---	-----------	-----------	-----------

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income**a Contributions:**

		(a) Amount	(b) Total
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	157796000	
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		157796000

b Earnings on investments:**(1) Interest:**

(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	183	
(B) U.S. Government securities	2b(1)(B)	2135593	
(C) Corporate debt instruments	2b(1)(C)	5610461	
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)	879014	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		8625251
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)	7422821	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	3544479	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		10967300
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	1251646385	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	1243681093	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		7965292

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate.....	2b(5)(A)		
(B) Other	2b(5)(B)	49067760	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		49067760
(6) Net investment gain (loss) from common/collective trusts	2b(6)		5617017
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		611893
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		-438150
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		11049448
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		251261811

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	74420843	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		74420843
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)	2274520	
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)	116954	
(4) Other	2i(4)	1923060	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		4314534
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		78735377

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		172526434
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☒ Unqualified (2) ☐ Qualified (3) ☐ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? ☐ Yes ☒ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: MEADEN & MOORE, LTD

(2) EIN: 34-1818258

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

- 4** CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete 4j and 4l. MTIAs also do not complete 4l.

During the plan year:

	Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.).....		X	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.).....		X	
e Was this plan covered by a fidelity bond?.....	X		125000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.).....	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.).....	X		
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?.....		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.).....		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

- 5a** Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
If yes, enter the amount of any plan assets that reverted to the employer this year ☐ Yes ☒ No Amount:

- 5b** If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)

5b(2) EIN(s)	5b(3) PN(s)

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2010
		This Form is Open to Public Inspection.

For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010

A Name of plan <u>KEYCORP CASH BALANCE PENSION PLAN</u>	B Three-digit plan number (PN) ▶ <u>003</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>KEYCORP</u>	D Employer Identification Number (EIN) <u>34-6542451</u>

Part I	Distributions
---------------	----------------------

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>34-1974250</u> Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.	
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....	3 <u>1454</u>

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part)
----------------	--

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?.....	☐ Yes	☒ No	☐ N/A
If the plan is a defined benefit plan, go to line 8.			
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.			
6 a Enter the minimum required contribution for this plan year	6a		
b Enter the amount contributed by the employer to the plan for this plan year	6b		
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).....	6c		
If you completed line 6c, skip lines 8 and 9.			
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?	☐ Yes	☐ No	☒ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?.....	☐ Yes	☐ No	☒ N/A

Part III	Amendments
-----------------	-------------------

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box(es). If no, check the "No" box.....	☐ Increase	☒ Decrease	☐ Both	☐ No
--	-----------------------------------	--	-------------------------------	-----------------------------

Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
----------------	---

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?.....	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.

Schedule R (Form 5500) 2010
v.092308.1

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents)

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents)

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents)

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents)

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents)

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents)

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

- 14** Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	14a	
b The plan year immediately preceding the current plan year	14b	
c The second preceding plan year	14c	

- 15** Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	15a	
b The corresponding number for the second preceding plan year	15b	

- 16** Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	16a	
b If item 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	

- 17** If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

- 18** If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

- 19** If the total number of participants is 1,000 or more, complete items (a) through (c)

- a** Enter the percentage of plan assets held as:

Stock: 80.0% Investment-Grade Debt: 18.0% High-Yield Debt: _____% Real Estate: _____% Other: 2.0%

- b** Provide the average duration of the combined investment-grade and high-yield debt:

☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☒ 15-18 years ☐ 18-21 years ☐ 21 years or more

- c** What duration measure was used to calculate item 19(b)?

☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☒ Other (specify):

KEYCORP
CASH BALANCE PENSION PLAN

FINANCIAL STATEMENTS
WITH
INDEPENDENT AUDITORS' REPORT

December 31, 2010

INDEX

	<u>Page</u>
Independent Auditors' Report	1
Financial Statements:	
Statement of Net Assets Available for Benefits	2
Statement of Changes in Net Assets Available for Benefits	3
Notes to Financial Statements	4 - 17
Supplemental Schedules:	
Schedule of Assets Held for Investment Purposes at End of Year	18 - 31
Schedule of Reportable Transactions	32

INDEPENDENT AUDITORS' REPORT

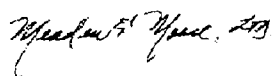
KeyCorp, as Plan Sponsor of the KeyCorp Cash Balance Pension Plan
Cleveland, Ohio

We have audited the accompanying Statement of Net Assets Available for Benefits of the Keycorp Cash Balance Pension Plan as of December 31, 2010 and 2009 and the related Statement of Changes in Net Assets Available for Benefits for the years then ended. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with the auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. We were not engaged to perform an audit of the Plan's internal control over financial reporting. Our audit included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control over financial reporting. Accordingly, we express no such opinion. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the KeyCorp Cash Balance Pension Plan as of December 31, 2010 and 2009, and the changes in its net assets available for benefits for the years then ended, in conformity with accounting principles generally accepted in the United States of America.

Our audit was performed for the purpose of forming an opinion on the financial statements taken as a whole. The accompanying supplemental schedules of assets (held at end of year) and reportable transactions as of December 31, 2010, are presented for the purposes of additional analysis and are not a required part of the financial statements but are supplemental information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The supplemental schedules are the responsibility of the Plan's management. The supplemental information has been subjected to the auditing procedures applied in our audits of the financial statements and, in our opinion, is fairly stated in all material respects in relation to the financial statements taken as a whole.



MEADEN & MOORE, LTD.
Certified Public Accountants

October 13, 2011
Cleveland, Ohio

STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS

KeyCorp Cash Balance Pension Plan

	December 31	
	2010	2009
ASSETS		
Investments, at Fair Value:		
Common and preferred stocks	\$ 418,609,139	\$ 429,019,311
Collective investment funds	108,232,876	93,734,907
Mutual funds	179,706,701	127,684,779
U.S. Government and agency issues	95,600,578	54,963,441
Corporate bonds	57,634,993	54,197,727
Foreign bonds	7,294,369	4,472,707
Convertible bonds	1,569,469	-
State and municipal bonds	240,800	267,478
Insurance investment contracts	10,015,422	9,301,351
Pooled separate accounts	1,704,495	1,341,579
Other assets	5,195,753	26,530,471
Total Investments	885,804,595	801,513,751
Securities lending	164,006,299	250,612,178
Securities sold, not settled	1,483,765	14,612,261
Cash surrender value of life insurance policies	304,017	296,175
Contribution receivable	100,000,000	-
Accrued interest and dividends	1,865,856	1,438,166
Total Assets	1,153,464,532	1,068,472,531
LIABILITIES		
Securities lending	164,006,299	250,612,178
Securities purchased, not settled	22,478,459	22,925,618
Cash	4,704	-
Payable for mortgage-related securities sold	-	643,794
Total Liabilities	186,489,462	274,181,590
Net Assets Available for Benefits	\$ 966,975,070	\$ 794,290,941

See accompanying notes.

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

KeyCorp Cash Balance Pension Plan

	Year Ended December 31	
	2010	2009
Employer contributions	\$ 157,796,000	\$ -
Investment Income:		
Interest	10,855,083	8,751,471
Dividends	9,608,616	9,958,012
Net realized gain and unrealized appreciation	73,195,105	136,013,389
Other income	176,687	319,634
Total Investment Income	93,835,491	155,042,506
Deductions from Net Assets Attributed to:		
Benefits paid to participants	74,632,828	74,303,165
Administrative expenses	4,314,534	4,453,175
Total Deductions	78,947,362	78,756,340
Net Increase	172,684,129	76,286,166
Net Assets Available for Benefits:		
Beginning of Year	794,290,941	718,004,775
End of Year	\$ 966,975,070	\$ 794,290,941

See accompanying notes.

NOTES TO FINANCIAL STATEMENTS

KeyCorp Cash Balance Pension Plan

1 Description of the Plan

Effective January 1, 1995, the KeyCorp Pension Plan was amended and restated as the KeyCorp Cash Balance Pension Plan (the Plan).

On and after January 1, 1995, Plan participants' benefits accrued based on the Plan benefit formula which provides for pay credits, transition credits, if applicable, and interest credits to be credited to participants' Plan accounts quarterly in accordance with the Plan formula. The Plan was amended and restated in its entirety in 2001 and again on January 1, 2007 to conform to various changes in the law. As of December 31, 2009, KeyCorp amended the Plan to freeze all benefit accruals. Participants' account balances will continue to be credited with interest until Plan benefits are received. The Plan was closed to new employees as of December 31, 2009.

The Plan is a noncontributory defined benefit plan that, prior to its being frozen, covered substantially all employees of KeyCorp and its subsidiaries. KeyCorp contributes such amounts, in cash only, as is actuarially deemed necessary to meet the funding requirements mandated under the Employee Retirement Income Security Act of 1974 (ERISA).

For details concerning eligibility, vesting and benefit provisions of the Plan, please see the summary Plan document titled *KeyCorp Cash Balance Pension Plan*.

KeyCorp maintains the right to amend or terminate the Plan at all times and for any reason, including, but not limited to, changes in applicable law. In the event of the termination of the Plan, Plan assets will be used to provide benefits under the Plan, subject to provisions of ERISA.

The Pension Benefit Guaranty Corporation (PBGC) insures benefits under the Plan. The PBGC does not guarantee all types of benefits under covered plans, and the amount of benefit protection is subject to certain limitations. The PBGC guarantees vested benefits at the level in effect on the date of Plan termination. However, if benefits have been increased within the five-year period before Plan termination, the benefit increase may not be guaranteed. In addition, there is a ceiling, which is adjusted periodically, on the amount of monthly benefits the PBGC guarantees.

2 Significant Accounting Policies

The accounting records of the Plan are maintained on the accrual basis.

Subsequent Events:

Management evaluates events occurring subsequent to the date of the financial statements in determining the accounting for and disclosure of transactions and events that affect the financial statements.

Subsequent events have been evaluated through October 13, 2011 which is the date the financial statements were available to be issued.

NOTES TO FINANCIAL STATEMENTS

KeyCorp Cash Balance Pension Plan

2 Significant Accounting Policies, Continued

Investment Valuation:

All investments are recorded at fair value. For information related to the Plan's valuation methodologies for its investments, see Note 5 ("Fair Value Measurements").

To Be Announced (TBA) Purchase Commitments:

TBA purchase commitments are commitments to purchase securities for a fixed unit price at a future date beyond customary settlement time. Unsettled TBA purchase commitments are valued at the current fair value of the underlying securities. The change in fair value of commitments is recorded by the Plan as an unrealized gain or loss. The cost of TBA purchase commitments pending as of year end is included in the securities purchased, not settled line on the Statement of Net Assets Available for Benefits.

To Be Announced (TBA) Sale Commitments:

TBA sale commitments are commitments to sell mortgage-backed securities owned under delayed delivery arrangements. Proceeds of TBA sale commitments are not received until the contractual settlement date. If the TBA sale commitment is closed through the acquisition of an offsetting purchase commitment, the Plan realizes a gain or loss on the commitment without regard to any unrealized gain or loss on the underlying security. If the Plan delivers securities under the commitment, the Plan realizes a gain or loss from the sale of the securities based upon the unit price established at the date the commitment was entered into.

Unsettled TBA sale commitments are valued at the fair value of the underlying securities. The change in fair value of the commitments is recorded by the Plan as an unrealized gain or loss. The proceeds of TBA sale commitments pending as of year end are included in the securities sold, not settled line on the Statement of Net Assets Available for Benefits. The fair value of negative TBA positions as of year end, resulting from pending TBA sales paired off with an underlying pool within the Plan's portfolio, is recorded in the payable for mortgage-related securities sold line on the Statement of Net Assets Available for Benefits.

Net Realized Gain and Unrealized Appreciation in Fair Value of Investments:

The change in the difference between the fair value and the cost of investments is reflected in the Statement of Changes in Net Assets Available for Benefits as a component of net realized gain and unrealized appreciation in fair value of investments.

NOTES TO FINANCIAL STATEMENTS

KeyCorp Cash Balance Pension Plan

2 Significant Accounting Policies, Continued

Investment Transactions:

Purchases and sales of securities are accounted for on the trade date. Brokerage commissions are added to the cost of securities purchased and subtracted from the proceeds of securities sold. Gains or losses on sales of securities are based on the average cost method. Dividend income is recorded on the ex-dividend date. Income from other investments is recorded on an accrual basis.

Administrative Expenses:

Reasonable expenses incident to the operation of the Plan, including PBGC insurance premiums, actuarial fees and other professional fees, are paid by the Plan and recorded as incurred.

Use of Estimates:

The preparation of the financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

Fair Value Measurement:

Accounting guidance defines fair value as the price to sell an asset or transfer a liability in an orderly transaction between market participants in the principal market. In other words, fair value represents an exit price at the measurement date. Market participants are buyers and sellers who are independent, knowledgeable, and willing and able to transact in the principal (or most advantageous) market for the asset or liability being measured. Current market conditions, including imbalances between supply and demand, are considered in determining fair value.

The Plan's assets are valued based on the principal market where each would be sold. The principal market is the forum with the greatest volume and level of activity. In the absence of a principal market, valuation is based on the most advantageous market (i.e., the market where the asset could be sold at a price that maximizes the amount to be received, or minimizes the amount to be paid).

NOTES TO FINANCIAL STATEMENTS

KeyCorp Cash Balance Pension Plan

2 Significant Accounting Policies, Continued

Fair Value Measurement, Continued:

Valuation inputs refer to the assumptions market participants would use in pricing a given asset. Inputs can be observable or unobservable. Observable inputs are assumptions based on market data obtained from an independent source. Unobservable inputs are assumptions based on the Trustee's own information or assessment of assumptions used by other market participants in pricing the asset. Unobservable inputs are based on the best and most current information available on the measurement date.

All inputs, whether observable or unobservable, are ranked in accordance with a prescribed fair value hierarchy that gives the highest ranking to quoted prices in active markets for identical assets (Level 1) and the lowest ranking to unobservable inputs (Level 3). Fair values for assets classified as Level 2 are based on one or a combination of the following factors: (a) quoted market prices for similar assets; (b) quoted prices for identical or similar assets in inactive markets; (c) observable inputs, such as interest rates or yield curves; or (d) inputs derived principally from or corroborated by observable market data. The level in the fair value hierarchy ascribed to a fair value measurement in its entirety is based on the lowest level input that is significant to the measurement. The Plan considers an input to be significant if it drives 10% or more of the total fair value of a particular asset. Assets may transfer between levels based on the observable and unobservable inputs used at the valuation date, as the inputs may be influenced by certain market conditions.

Typically, assets are considered to be fair valued on a recurring basis if fair value is measured regularly. Additional information regarding fair value measurements and disclosures is provided in Note 5 ("Fair Value Measurements").

3 Employer Contributions

Employer contributions are based on amounts actuarially computed and comply with the funding requirements established by ERISA. No minimum cash contributions were required for the 2010 and 2009 Plan years. KeyCorp, however, elected to make discretionary cash contributions totaling \$157,796,000 for the 2010 plan year.

NOTES TO FINANCIAL STATEMENTS

KeyCorp Cash Balance Pension Plan

4 Investments

During the years ended December 31, 2010 and 2009, fair value of the Plan's investments appreciated (depreciated) (including realized gains and losses on investments held for any portion of the Plan year) \$73,195,105 and \$136,013,389, respectively, as follows:

	<u>2010</u>	<u>2009</u>
As Determined by Trustee:		
Common and preferred stocks	\$ 51,747,061	\$ 93,164,299
Collective investment funds	5,201,884	15,641,261
Mutual funds	11,049,531	19,102,244
U.S. government and agency issues	(910,555)	(2,444,514)
Corporate bonds	5,526,801	3,730,796
Foreign bonds	273,976	1,684,961
Convertible bonds	169,081	-
State and municipal bonds	<u>(277,230)</u>	<u>169,198</u>
	72,780,549	131,048,245
As Determined by Independent Appraisal, Trustee, and Other Third Parties -- Other investments	<u>414,556</u>	<u>4,965,144</u>
Net realized gain and unrealized appreciation	<u>\$ 73,195,105</u>	<u>\$ 136,013,389</u>

The fair value of individual investments that represent 5% or more of the Plan's net assets are as follows:

	<u>December 31</u>	
	<u>2010</u>	<u>2009</u>
Vanguard Inflation-Protected Open-End Fund	\$ 53,272,506	\$ 50,098,919
EB Convertible Securities Fund	N/A	\$ 64,298,403
Ishares Msci Eafe Index Fund Closed-End Fund	\$ 110,092,681	\$ 63,666,805

5 Fair Value Measurements

The applicable accounting guidance for fair value measurements and disclosures establishes a three-level valuation hierarchy for determining fair value that is based on the transparency of the inputs used in the valuation process. The inputs used in determining fair value in each of the three levels of the hierarchy are as follows:

Level 1. Quoted prices in active markets for identical assets.

Level 2. Either: (i) quoted market prices for similar assets; (ii) quoted prices for identical or similar assets in inactive markets; (iii) observable inputs, such as interest rates or yield curves; or (iv) inputs derived principally from or corroborated by observable market data.

Level 3. Unobservable inputs.

NOTES TO FINANCIAL STATEMENTS

KeyCorp Cash Balance Pension Plan

5 Fair Value Measurements, Continued

The following is a description of the valuation methodologies used to measure fair value of assets held in the Plan:

Equity Securities. This category includes domestic and foreign common stocks and American Depositary Receipts (ADRs). Securities listed or traded on securities exchanges are valued at the closing price on the exchange or system where the security is principally traded. These securities are classified as Level 1 because quoted prices for identical securities in active markets are available.

Collective Investment Funds. Investments in KeyBank collective investment funds are valued at their closing net asset value. Because net asset values are based primarily on observable inputs, most notably quoted prices for the underlying assets, these investments are classified as Level 2.

Mutual Funds. Exchange-traded mutual funds listed or traded on securities exchanges are valued at the closing price on the exchange or system where the security is principally traded. These securities are generally classified as Level 1 because quoted prices for identical securities in active markets are available. All other investments in mutual funds are valued at their closing net asset value. Because net asset values are based primarily on observable inputs, most notably quoted prices for the underlying assets, these nonexchange-traded investments are classified as Level 2.

Debt Securities. Debt securities include U.S. and foreign-issued corporate notes and bonds, government agency obligations, government obligations and municipal bonds. These securities are valued using evaluated prices provided by Interactive Data. Because the evaluated prices are based on observable inputs, such as dealer quotes, available trade information, spreads, bids and offers, prepayment speeds, U.S. Treasury curves and interest rate movements, securities in this category are classified as Level 2.

Insurance Investment Contracts. Deposits under investment contracts with insurance companies are valued by the insurance companies. As these valuations are determined using a significant amount of unobservable inputs, these investments are classified as Level 3.

Pooled Separate Accounts. Pooled separate accounts with insurance companies are valued by the insurance companies. As these valuations are determined using a significant amount of unobservable inputs, these investments are classified as Level 3.

Other Assets. This is an investment in a multi-manager, multi-strategy investment fund commonly known as a fund of funds. The investment is valued by the investment managers based on the fair value of the underlying investments. As this valuation is determined using a significant amount of unobservable inputs, this investment is classified as Level 3.

NOTES TO FINANCIAL STATEMENTS

KeyCorp Cash Balance Pension Plan

5 Fair Value Measurements, Continued

Plan assets are measured at fair value on a recurring basis in accordance with U.S. generally accepted accounting principles. The following tables present the Plan's assets measured at fair value on a recurring basis at December 31, 2010 and 2009:

December 31, 2010	Level 1	Level 2	Level 3	Total
Equity Securities:				
U.S.	\$ 375,683,763	\$ -	\$ -	\$ 375,683,763
International	41,789,288	-	-	41,789,288
Emerging markets	1,136,088	-	-	1,136,088
Debt Securities:				
Corporate bonds - U.S.	-	57,634,993	-	57,634,993
Corporate bonds - International	-	5,309,992	-	5,309,992
U.S. government and agency	-	95,600,578	-	95,600,578
State and municipal bonds	-	240,800	-	240,800
Government bonds - International	-	1,984,377	-	1,984,377
Convertible bonds - U.S.	-	1,569,469	-	1,569,469
Mutual Funds:				
International equity	126,078,506	355,689	-	126,434,195
U.S. government and agency	53,272,506	-	-	53,272,506
Collective Investment Funds:				
Convertible securities	-	43,377,888	-	43,377,888
Short-term investments	-	41,844,955	-	41,844,955
Emerging markets	-	23,010,033	-	23,010,033
Insurance company contracts	-	-	10,015,422	10,015,422
Pooled separate accounts	-	-	1,704,495	1,704,495
Other assets	-	-	5,195,753	5,195,753
	\$ 597,960,151	\$ 270,928,774	\$ 16,915,670	\$ 885,804,595

NOTES TO FINANCIAL STATEMENTS

KeyCorp Cash Balance Pension Plan

5 Fair Value Measurements, Continued

<u>December 31, 2009</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Equity Securities:				
U.S.	\$ 373,827,192	\$ -	\$ -	\$ 373,827,192
International	55,192,119	-	-	55,192,119
Debt Securities:				
Corporate bonds - U.S.	-	54,197,727	-	54,197,727
Corporate bonds - International	-	4,472,707	-	4,472,707
U.S. government and agency	-	54,963,441	-	54,963,441
State and municipal bonds	-	267,478	-	267,478
Mutual Funds:				
U.S. equity	334,166	-	-	334,166
International equity	76,567,700	683,994	-	77,251,694
U.S. government and agency	50,098,919	-	-	50,098,919
Collective Investment Funds:				
Convertible securities	-	29,436,504	-	29,436,504
Short-term investments	-	64,298,403	-	64,298,403
Insurance investment contracts	-	-	9,301,351	9,301,351
Pooled separate accounts	-	-	1,341,579	1,341,579
Other assets	-	-	26,530,471	26,530,471
	<u>\$ 556,020,096</u>	<u>\$ 208,320,254</u>	<u>\$ 37,173,401</u>	<u>\$ 801,513,751</u>

The following table shows the changes in the fair value of the Plan's Level 3 assets for the years ended December 31, 2010 and 2009:

	<u>Insurance Investment Contracts</u>	<u>Pooled Separate Accounts</u>	<u>Other Assets</u>
Balance at December 31, 2009	\$ 9,301,351	\$ 1,341,579	26,530,471
Unrealized appreciation (depreciation)	369,680	362,916	(318,040)
Purchases, sales, issuances and settlements, net	344,391		(21,016,678)
Balance at December 31, 2010	<u>\$ 10,015,422</u>	<u>\$ 1,704,495</u>	<u>\$ 5,195,753</u>
Balance at December 31, 2008	\$ 9,665,491	\$ 1,176,803	\$ 43,123,377
Unrealized appreciation (depreciation)	(677,468)	164,776	5,477,836
Purchases, sales, issuances and settlements, net	313,328	-	(22,070,742)
Balance at December 31, 2009	<u>\$ 9,301,351</u>	<u>\$ 1,341,579</u>	<u>\$ 26,530,471</u>

NOTES TO FINANCIAL STATEMENTS

KeyCorp Cash Balance Pension Plan

6 Actuarial Valuation

The present value of vested benefits (benefits to which participants are entitled regardless of future service with KeyCorp and its subsidiaries) under the Plan and the accrued benefits not vested were calculated by consulting actuaries based on personnel information provided by KeyCorp as of the end of each Plan year.

The actuarial present value of accumulated plan benefits as of December 31, 2010 and 2009 is as follows:

	<u>2010</u>	<u>2009</u>
Vested benefits of participants currently receiving benefits	\$ 305,293,194	\$ 300,491,069
Other vested benefits	<u>701,607,571</u>	<u>704,208,931</u>
	<u>1,006,900,765</u>	<u>1,004,700,000</u>
Non-vested benefits	<u>173,002</u>	<u>1,974,259</u>
Total Accumulated Plan Benefits	<u>\$ 1,007,073,767</u>	<u>\$ 1,006,674,259</u>

Changes in the accumulated Plan benefits during the years ended December 31, 2010 and 2009 are as follows:

	<u>2010</u>	<u>2009</u>
Actuarial present value of accumulated plan benefits at the beginning of the year	\$ 1,006,674,259	\$ 870,803,846
Increase (Decrease) during the year attributable to:		
Benefit payments	(74,632,828)	(74,303,165)
Benefits accumulated, increase for interest due to passage of time, and actuarial gains and losses	49,328,861	87,741,836
Change in assumptions	<u>25,703,475</u>	<u>122,431,742</u>
Net Increase (Decrease)	<u>399,508</u>	<u>135,870,413</u>
Actuarial present value of accumulated plan benefits at the end of the year	<u>\$ 1,007,073,767</u>	<u>\$ 1,006,674,259</u>

NOTES TO FINANCIAL STATEMENTS

KeyCorp Cash Balance Pension Plan

6 Actuarial Valuation, Continued

Listed below are the more significant assumptions underlying the actuarial computations for 2010 and 2009:

Actuarial cost method	Unit Credit cost method.
Mortality basis	The RP-2000 Generational Mortality Table.
Withdrawal	Decrease from 37.0% at age 21 to 6.2% at age 65 and over, adjusted for years of service.
Retirement age	An assumed incidence of retirement ranging from 10% at age 55 to 100% at age 70 and older.
Discount rate	4.75% and 5.25% for 2010 and 2009, respectively, compounded annually, net of expenses.
Salary scale	Not applicable due to freezing of the Plan as of December 31, 2009.
Cash balance interest crediting rate	4.34% and 4.63% for 2010 and 2009, respectively, compounded quarterly.

7 Annuity Contracts With Insurance Companies

Under the terms of several annuity contracts, Allstate Life Insurance Company (Allstate) assumed all future benefit liabilities for substantially all Ameritrust Retirement Income Plan participants that retired on or prior to February 23, 1988. Allstate reimburses the Plan for periodic benefit payments paid by the Plan to participants covered under the annuity contracts. Assets and liabilities pertaining to the annuity contracts, as well as the associated earnings and benefit payments, are excluded from these financial statements.

8 Income Tax Status

The Plan has received a determination letter from the Internal Revenue Service dated December 17, 2008 stating that the Plan is qualified under Section 401(a) of the Internal Revenue Code (the Code), and, therefore, the related trust is exempt from taxation. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualification. The Plan Sponsor believes the Plan is being operated in compliance with the applicable requirements of the Code and, therefore, believes that the Plan is qualified and the related trust is tax exempt.

NOTES TO FINANCIAL STATEMENTS

KeyCorp Cash Balance Pension Plan

8 Income Tax Status, Continued

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken uncertain tax positions that more-likely-than-not would not be sustained upon examination by applicable taxing authorities. The Plan administrator has analyzed tax positions taken by the Plan and has concluded that, as of December 31, 2010, there are no uncertain tax positions taken, or expected to be taken, that would require recognition of a liability or that would require disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions. However, currently no audits for any tax periods are in progress. The Plan administrator believes that the Plan is no longer subject to income tax examinations for years prior to December 31, 2007.

9 Transactions With Parties in Interest

KeyBank, an affiliate of KeyCorp, serves as trustee to the Plan's trust. Victory Capital Management, Inc. (Victory Capital), also an affiliate of KeyCorp, serves as the investment advisor to the Plan's trust. Neither KeyBank nor Victory Capital receives compensation from the trust for their services rendered to the trust. The fees relating to Victory Capital's services are paid for by KeyCorp, and totaled \$2,594,398 and \$2,522,119 for the years ended December 31, 2010 and 2009, respectively.

The Plan invests in the Austin Capital Safe Harbor ERISA Dedicated Fund, Ltd. (SHED). Austin Capital Management, Ltd. (ACM), an investment subsidiary of KeyCorp that specialized in managing hedge fund investments for its institutional customer base, manages the SHED. In April 2009, KeyCorp made the strategic decision to curtail the operations of ACM. Accordingly, the SHED will be liquidated, and redemptions will be made to all investors, including the Plan, on a pro-rata basis. At December 31, 2010 and 2009, the fair value of the Plan's investment in the SHED was \$5,195,753 and \$26,530,471, respectively. The fees related to the Plan's investment in the SHED are paid for by KeyCorp, and totaled \$166,081 and \$617,584 for the years ended December 31, 2010 and 2009, respectively.

During 2010 and 2009, the Plan received interest income of \$102,063 and \$226,657, respectively, and dividend income and capital gains of \$2,185,501 and \$1,814,889, respectively, from collective investment and mutual funds which are advised by Victory Capital, and the SHED investment.

KeyBank serves as agent to the Plan in a securities lending agreement entered into in September 1997. See Note 11 ("Securities Lending") for details.

NOTES TO FINANCIAL STATEMENTS

KeyCorp Cash Balance Pension Plan

10 Reconciliation Between Financial Statements and Form 5500

The following is a reconciliation of the net assets available for Plan benefits per the financial statements to the Form 5500:

	<u>2010</u>	<u>2009</u>
Net assets available for benefits per the financial statements	\$ 966,975,070	\$ 794,290,941
Amounts allocated to terminated vested participants	(1,300,685)	(1,512,670)
Adjustment for investment contracts valued at fair value in the financial statements and at contract value in the Form 5500	<u>(554,944)</u>	<u>(185,264)</u>
Net assets available for benefits per Form 5500	<u>\$ 965,119,441</u>	<u>\$ 792,593,007</u>

Amounts allocated to terminated vested participants are recorded on the Form 5500 for benefit claims that have been processed and approved for payment prior to year end, but which had not been paid by year end.

The following is a reconciliation of benefits paid to participants per the financial statements to the Form 5500:

	<u>2010</u>
Distributions to participants per the financial statements	\$ 74,632,828
Add amounts allocated to terminated vested participants in current year	1,300,685
Less amounts allocated to terminated vested participants in the prior year	<u>(1,512,670)</u>
Benefits paid to participants per the Form 5500	<u>\$ 74,420,843</u>

NOTES TO FINANCIAL STATEMENTS

KeyCorp Cash Balance Pension Plan

10 Reconciliation Between Financial Statements and Form 5500, Continued

The following is a reconciliation of net realized gain and unrealized appreciation in fair value of investments per the financial statements to the Form 5500:

	<u>2010</u>
Net realized gain and unrealized appreciation in fair value of investments	\$ 73,195,105
Add current year adjustment for investment contracts valued at fair value in the financial statements and at contract value in the Form 5500	(554,944)
Less prior year adjustment for investment contracts valued at fair value in the financial statements and at contract value in the Form 5500	185,264
Reclassification of earnings related to the presentation of commonly invested funds in the Form 5500	<u>(15,792,373)</u>
	<u>\$ 57,033,052</u>

11 Securities Lending

The Plan engages in securities lending, whereby certain securities in its portfolio are loaned to other institutions, generally for a short period of time. The Plan receives negotiated fees from securities lending activities, which are included in interest income on the Statement of Changes in Net Assets Available for Benefits. KeyBank, as agent for the Plan, receives U.S. Treasury obligations, cash, or other Federal- or state-backed government securities as collateral against the loaned securities in an amount equal to at least 102% of the fair value of the loaned securities at the inception of each loan. The collateral must be maintained at not less than 100% of the fair value of the loaned securities during the period of the loan.

At December 31, 2010 and 2009, the fair value of outstanding securities lent by the Plan were \$159,148,181 and \$239,517,292, respectively. During 2010 and 2009, the Plan received income related to its securities lending activities of \$179,508 and \$154,720, respectively.

In accordance with the applicable accounting guidance for transfers of financial assets, the Plan records the collateral received as both an asset and liability since the Plan is obligated to return the collateral upon receipt of the borrowed securities.

NOTES TO FINANCIAL STATEMENTS

KeyCorp Cash Balance Pension Plan

12 Risks and Uncertainties

The Plan invests in various investments, including interests in collective investment funds, insurance investment contracts and a fund of funds. These investments are exposed to various risks, such as interest rate, market and credit risks. Due to the level of risk associated with certain investments, it is at least reasonably possible that changes in the values of investments will occur in the near term and that such changes could materially affect the amounts reported in the Statement of Net Assets Available for Benefits.

Plan contributions are made and the actuarial present value of accumulated Plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimation and assumption processes, it is at least reasonably possible that changes in these estimates and assumptions in the near term could materially affect the amounts reported and disclosed in the financial statements.

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

Key Corp
Cash Balance Pension Plan

EIN 34-6542451
Plan Number 003

December 31, 2010

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
	Common Stock			
	ABB Ltd	Common Stock	\$ 5,782,144	\$ 6,353,350
	Abbott Labs	Common Stock	3,525,827	3,401,610
	Aegis Group PLC Fgn	Common Stock	221,814	368,885
	AES Corp	Common Stock	916,517	960,393
	Affiliated Managers Group Inc	Common Stock	282,346	446,490
**	Agnico Eagle Mines Ltd	Common Stock	555,718	728,650
	Aixtron SE	Common Stock	115,433	305,821
	Albemarle Corp	Common Stock	706,223	794,865
**	Alexander & Baldwin Inc	Common Stock	440,206	580,435
**	Allegheny Technologies Inc	Common Stock	873,143	917,367
**	Allete Inc	Common Stock	744,430	689,310
**	Alliant Techsystems Inc	Common Stock	941,824	923,230
	Alten Fgn	Common Stock	252,587	364,515
**	Altera Corp	Common Stock	498,877	739,886
	American Financial Group Inc	Common Stock	281,516	452,060
	American Science & Engr Inc	Common Stock	409,126	468,765
	American Tower Corp	Common Stock	3,500,932	3,537,340
**	American Superconductor Corp	Common Stock	268,861	284,328
	Amerisourcebergen Corp	Common Stock	696,739	989,651
	Ameriprise Financial Inc	Common Stock	666,900	975,472
	Ametek Inc	Common Stock	508,869	793,380
	Anadarko Pete Corp	Common Stock	2,025,474	3,724,681
	Andritz Ag Fgn	Common Stock	217,340	515,687
	Anheuser Bush Inbev N V	Common Stock	3,322,631	3,362,601
	Anixter International Inc	Common Stock	337,555	447,975
**	Aon Corp	Common Stock	1,129,363	1,380,300
	Aptargroup Inc	Common Stock	226,945	356,775
**	Arch Coal Inc	Common Stock	668,931	974,668
**	Arkansas Best Corp Del	Common Stock	593,167	556,626
**	Arrow Electronics Inc	Common Stock	932,742	1,209,367
	Asahi Diamond Industrial Co Ltd Fgn	Common Stock	262,643	304,395
	Asics Corp Fgn	Common Stock	288,562	360,422
	Astec Inds Inc	Common Stock	487,489	538,006
	ATMI Inc	Common Stock	646,790	528,410
**	Atwood Oceanics Inc	Common Stock	350,699	467,125
	Autodesk Inc	Common Stock	3,479,493	3,894,490
	Babcock International Group PLC Fgn	Common Stock	333,010	340,771
**	Barnes Group Inc	Common Stock	510,343	599,430
	Bekart N V Fgn	Common Stock	165,431	431,799
	Benchmark Electrs Inc	Common Stock	567,284	553,880
	Berry Pete Co	Common Stock	419,735	480,700
	BJs Wholesale Club Inc	Common Stock	272,600	383,200
	BMC Software Inc	Common Stock	764,345	804,915
	Boeing Co	Common Stock	7,187,849	7,243,860
	Boart Longyear Group Fgn	Common Stock	332,150	357,581
	Borg Warner Inc	Common Stock	428,084	924,037
**	Boston Scientific Corp	Common Stock	468,175	456,092
	Brady Corp	Common Stock	509,844	538,065

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

Key Corp
Cash Balance Pension Plan

EIN 34-6542451
Plan Number 003

December 31, 2010

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
**	Brocade Communications Sys Inc	Common Stock	783,343	639,402
	Burckhardt Compression Hldg A G Fgn	Common Stock	224,209	359,560
	CACI Intl Inc	Common Stock	611,634	667,500
	Cal Dive International Inc	Common Stock	649,752	404,271
**	Callaway Golf Co	Common Stock	313,130	375,255
	Campbell Brothers Ltd Fgn	Common Stock	228,722	328,834
	Cameron International Corp	Common Stock	797,277	1,116,517
**	Canadian Pacific Railway Ltd	Common Stock	1,056,828	1,154,461
**	Capitalsource Inc	Common Stock	605,175	645,212
	Cargotec Oyj Fgn	Common Stock	282,991	424,381
	Carillion PLC Fgn	Common Stock	328,423	347,057
	Carlisle Cos Inc	Common Stock	387,149	397,400
**	Carters Inc	Common Stock	257,187	280,345
	Caseys Gen Stores	Common Stock	264,061	276,315
	Cato Corp	Common Stock	249,149	376,887
**	Celadon Group Inc	Common Stock	160,802	280,507
**	Cerner Corp	Common Stock	392,722	573,651
	CFE Fgn	Common Stock	145,499	158,880
	Chatham Lodging Trust	Common Stock	521,487	448,500
	China Shineway Pharm Grp Ltd Fgn	Common Stock	195,804	286,870
	Chiyoda Corp	Common Stock	330,905	348,684
	Christian Hansen Holding A/S Fgn	Common Stock	281,091	311,759
**	Chubb Corp	Common Stock	2,805,810	3,310,020
**	Church & Dwight Inc	Common Stock	672,214	731,612
	Cimarex Energy Co	Common Stock	536,814	770,211
**	Cleco Corp	Common Stock	640,002	722,860
	Cloud Peak Energy Inc	Common Stock	299,589	376,326
**	Comfort Systems USA Inc	Common Stock	361,850	533,385
**	Comerica Inc	Common Stock	635,753	1,184,832
	Commercial Vehicle Group Inc	Common Stock	116,510	268,125
**	Conmed Corp	Common Stock	339,002	488,955
	Corn Products International Inc	Common Stock	232,563	450,064
**	Corporate Office Pptys Trust	Common Stock	707,239	731,329
	Cree Inc	Common Stock	512,257	487,586
	Construcciones Y Aux De Ferrocarril Fgn	Common Stock	262,832	322,816
**	Cummins Inc	Common Stock	573,463	666,661
	Cypress Semiconductor Corp	Common Stock	401,194	828,092
	Delphi Finl Group Inc	Common Stock	339,200	389,340
	Demag Cranes Ag Fgn	Common Stock	265,409	370,729
	Denki Kagaku Kogyo K K Fgn	Common Stock	289,229	304,595
**	Dick's Sporting Goods Inc	Common Stock	460,478	820,125
	Diebold Inc	Common Stock	563,459	673,050
	Digital Realty Trust Inc	Common Stock	837,934	939,316
	Discovery Communications Inc Ser A	Common Stock	669,279	965,355
	Dr Pepper Snapple Group Inc	Common Stock	5,476,783	5,208,427
	DSV A/S Fgn	Common Stock	247,093	420,785
	Eaton Corp	Common Stock	1,096,083	1,485,091
	Elringklinger AG Fgn	Common Stock	276,962	406,205
**	EMC Corp	Common Stock	5,369,636	7,402,814

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

Key Corp
Cash Balance Pension Plan

EIN 34-6542451
Plan Number 003

December 31, 2010

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
	Emcor Group Inc	Common Stock	396,389	507,150
	Energen Corp	Common Stock	352,926	482,600
**	Enesco PLC	Common Stock	2,203,710	2,786,436
	Equinix Inc	Common Stock	852,683	731,015
	Euler Hermes S A Fgn	Common Stock	153,385	307,354
	Exedy Corp Fgn	Common Stock	148,561	293,192
**	Exelon Corp	Common Stock	2,813,779	2,810,700
	Exxon Mobil Corp	Common Stock	10,203,120	10,894,880
**	Fair Isaac Corp	Common Stock	357,588	479,085
	Fairchild Semiconductor Intl Cl A	Common Stock	291,390	465,287
	Fila Korea Ltd Fgn	Common Stock	342,843	342,939
	First Niagara Finl Group Inc	Common Stock	657,763	694,806
**	Flowers Foods Inc	Common Stock	554,237	592,020
	Fluor Corp	Common Stock	1,000,001	1,409,681
**	Ford Motor Co	Common Stock	3,035,745	4,717,990
	Forest Labs Inc	Common Stock	729,197	791,025
	Galaxy Entertainment Group Ltd Fgn	Common Stock	172,021	297,716
	Gallagher Arthur J & Co	Common Stock	552,791	668,840
**	GATX Corp	Common Stock	488,329	599,760
	General Elec Co	Common Stock	6,799,136	7,401,140
**	Genesee & Wyo Inc	Common Stock	190,257	370,650
	Goodpack Ltd Fgn	Common Stock	256,039	292,855
	Google Inc	Common Stock	11,645,842	13,067,340
	Greatbatch Inc	Common Stock	342,946	410,550
	Halliburton Co	Common Stock	5,494,004	7,911,302
	Halma PLC Fgn	Common Stock	196,066	333,538
**	Harris Corp Del	Common Stock	1,027,324	1,041,900
	Hasbro Inc	Common Stock	665,446	1,057,304
**	Haynes International Inc	Common Stock	379,252	460,130
**	HCP Inc	Common Stock	573,761	711,703
**	Healthcare Rlty Tr Reit	Common Stock	490,547	433,985
**	Heidrick & Struggles Intl	Common Stock	436,607	530,025
**	Henry Jack & Assoc Inc	Common Stock	516,562	612,150
	Hexagon Ab Fgn	Common Stock	281,711	638,489
**	Highwoods Pptys Inc	Common Stock	376,728	429,975
	Hoganas Ab Fgn	Common Stock	297,199	401,453
**	Holly Corp	Common Stock	473,007	648,243
	Horace Mann Educators Corp	Common Stock	406,468	405,900
	Huber & Suhner Ag Fgn	Common Stock	314,312	349,827
	Iberiabank Corp	Common Stock	272,437	360,693
	Imtech NV Fgn	Common Stock	257,892	354,280
	inet Limited Fgn	Common Stock	263,687	300,159
**	Independent Bk Corp	Common Stock	509,102	551,820
	Infinity Ppty & Casualty Corp	Common Stock	365,728	494,400
	Ingenico S A Fgn	Common Stock	326,130	356,330
	Ingersoll Rand PLC Cl A	Common Stock	3,173,590	3,720,110
	Iljin Display Co Ltd Fgn	Common Stock	245,242	287,851
**	Innophos Holdings Inc	Common Stock	160,163	274,208
	Intermediate Capital Group PLC Fgn	Common Stock	312,728	352,484

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

Key Corp
Cash Balance Pension Plan

EIN 34-6542451
Plan Number 003

December 31, 2010

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
	Invesco Ltd Fgn	Common Stock	3,102,584	3,509,777
	International Paper Co	Common Stock	4,123,920	4,344,780
**	Intersil Corp	Common Stock	474,044	509,774
	Iron Mountian Inc	Common Stock	478,202	487,695
**	Jack in the Box Inc	Common Stock	291,954	295,820
**	Jefferies Group Inc	Common Stock	597,305	639,573
	JP Morgan Chase & Co	Common Stock	7,621,718	8,102,220
**	John Bean Technologies Corp	Common Stock	379,171	499,284
	Johnson & Johnson	Common Stock	3,065,290	3,049,205
**	Johnson Controls Inc	Common Stock	5,236,828	7,028,800
	Kaba Holding AG Fgn	Common Stock	303,280	334,704
**	Kadant Inc	Common Stock	262,107	366,349
	Keihin Corp Fgn	Common Stock	233,108	309,117
	Kemira Oyj Fgn	Common Stock	218,594	303,045
**	Kennametal Inc	Common Stock	432,231	670,820
	Kingboard Laminates Holding Fgn	Common Stock	205,626	292,215
	Kloeckner & Co Ag Fgn	Common Stock	272,986	275,028
**	Korn Ferry International	Common Stock	312,489	462,200
	Kraft Foods Inc CL A	Common Stock	5,296,282	5,593,025
**	Lasalle Hotel Properties Reit	Common Stock	360,473	488,400
**	Life Technologies Corp	Common Stock	1,054,091	1,198,800
	Lincoln Electric Holdings Inc	Common Stock	457,518	685,335
	Lock & Lock Co Ltd Fgn	Common Stock	198,791	235,712
	Lowes Cos Inc	Common Stock	8,457,329	9,448,263
	Macys Inc	Common Stock	2,669,151	2,922,150
	Maidenform Brands Inc	Common Stock	104,558	178,275
	Martin Marietta Matls Inc	Common Stock	740,677	853,220
	Mastec Inc	Common Stock	517,792	641,960
	Mead Johnson Nutrition Co	Common Stock	363,612	375,056
**	Medics Pharamceutical Corp	Common Stock	426,379	442,035
	Medtronic Inc	Common Stock	3,545,458	3,683,037
**	Merck & Co Inc	Common Stock	5,907,296	5,748,380
	Metlife Inc	Common Stock	6,025,705	6,796,920
	Meyer Burger Technology Ag Fgn	Common Stock	233,157	298,318
	Microsoft Corp	Common Stock	8,117,233	8,126,220
**	Microstrategy Inc CL A	Common Stock	440,496	427,350
	Midas Holdings Ltd Fgn	Common Stock	195,079	278,113
	Minebea Co Ltd Fgn	Common Stock	272,907	315,640
	Mineral Resources Ltd	Common Stock	269,783	388,507
**	MKS Instruments Inc	Common Stock	540,328	705,600
	Monadelphous Group Limited Fgn	Common Stock	327,710	369,336
	Monsanto Co	Common Stock	2,395,950	2,819,166
	Morgan Stanley	Common Stock	5,929,936	5,863,755
**	MTS Sys Corp	Common Stock	349,619	573,063
**	Mueller Inds Inc	Common Stock	688,709	745,560
	Nabtesco Corp Fgn	Common Stock	164,725	491,165
	Navigators Group Inc	Common Stock	444,460	453,150
	Nestle S A	Common Stock	3,083,528	3,771,391
	New York Community Bancorp Inc	Common Stock	815,979	1,085,760

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

Key Corp
Cash Balance Pension Plan

EIN 34-6542451
Plan Number 003

December 31, 2010

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
	Newfield Expl Co	Common Stock	686,084	1,070,833
	Nichi-Iko Pharmaceutical Co Ltd Fgn	Common Stock	274,561	312,444
	NIFCO Inc	Common Stock	153,675	318,379
	NII Holdings Inc	Common Stock	548,601	616,308
**	Nordstrom Inc	Common Stock	501,053	784,666
	Northwest Natural Gas	Common Stock	553,081	580,875
	Northwestern Corp	Common Stock	501,071	547,770
**	Nuance Communications Inc	Common Stock	979,156	1,129,887
**	Nucor Corp	Common Stock	5,867,483	6,638,292
	OCI Materials Co Ltd Fgn	Common Stock	304,934	269,586
**	Olin Corp	Common Stock	307,636	421,686
	Oracle Corp	Common Stock	5,888,007	8,433,222
	Outotec Oyj Fgn	Common Stock	230,885	507,368
	Owens & Minor Inc	Common Stock	660,435	706,320
**	Owens Corning Inc	Common Stock	526,076	631,410
**	Owens Ill Inc	Common Stock	639,936	600,492
**	Paccar Inc	Common Stock	2,683,984	3,061,956
**	Pacwest Bancorp	Common Stock	435,672	502,430
**	Patterson-UTI Energy Co	Common Stock	468,871	668,050
**	Paychex Inc	Common Stock	4,039,018	4,295,810
	Peak Sport Products Ltd Fgn	Common Stock	270,174	253,255
**	Penn National Gaming Inc	Common Stock	567,306	700,364
**	Penn Va Corp	Common Stock	555,554	412,090
**	Perkinelmer Inc	Common Stock	535,662	697,140
**	Petroquest Energy Inc	Common Stock	293,058	308,730
	Pfeiffer Vacuum Technology Ag Fgn	Common Stock	273,510	267,751
	Pfizer Inc	Common Stock	8,278,697	9,254,035
	Pigeon Corp Fgn	Common Stock	281,418	352,245
	Pioneer Corp Fgn	Common Stock	268,059	321,896
	Plantronics Inc	Common Stock	396,903	413,328
**	PPG Inds Inc	Common Stock	652,034	1,000,013
	Principal Financial Group Inc	Common Stock	1,065,534	1,291,004
**	Prosperity Bancshares Inc	Common Stock	533,146	667,760
**	PS Business Parks Inc	Common Stock	430,619	473,620
**	Pulte Group Inc	Common Stock	871,010	652,398
**	QEP Resources Inc	Common Stock	1,002,324	1,182,798
**	Qlogic Corp	Common Stock	520,865	502,090
	Qualcomm Inc	Common Stock	7,694,094	10,071,215
	Raffles Medical Group Ltd Fgn	Common Stock	237,905	277,989
	Raytheon Co	Common Stock	3,750,194	3,684,030
**	Rent A Center Inc	Common Stock	497,945	629,460
	Rheinmetall Ag Fgn	Common Stock	221,944	430,161
**	RLI Corp	Common Stock	363,687	341,705
**	Roper Inds Inc	Common Stock	384,972	617,172
	Rotork PLC Fgn	Common Stock	207,807	334,484
	Rubis Fgn	Common Stock	244,860	288,547
**	Ruddick Corp	Common Stock	362,588	368,400
**	Rush Enterprises Inc CL A	Common Stock	224,338	429,240
	Sai Global Ltd Fgn	Common Stock	322,986	365,103

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

Key Corp
Cash Balance Pension Plan

EIN 34-6542451
Plan Number 003

December 31, 2010

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
	Sanyo Chemical Industries Ltd Fgn	Common Stock	83,946	87,704
	SATS Ltd Fgn	Common Stock	284,018	352,967
	Schibsted ASA Fgn	Common Stock	353,352	473,462
**	Schlumberger Ltd Fgn	Common Stock	8,455,265	10,929,231
**	Schulman A Inc	Common Stock	470,935	546,957
	Schwab Charles Corp	Common Stock	6,932,667	7,051,647
	Sensient Technologies Corp	Common Stock	476,535	661,140
**	Sigma Designs Inc	Common Stock	362,696	389,675
	Sika Ag Fgn	Common Stock	172,257	376,270
	Silgan Holdings Inc	Common Stock	490,088	608,770
**	SM Energy Co	Common Stock	202,789	439,795
	Smith A O	Common Stock	212,919	314,160
**	Smucker J M Co	Common Stock	522,332	677,180
	Southwest Airlines Co	Common Stock	2,616,138	3,751,220
**	Spartan Stores Inc	Common Stock	221,163	279,675
	Spirent Communication PLC Fgn	Common Stock	194,865	264,881
**	Stancorp Financial Group Inc	Common Stock	473,187	609,390
**	Stanley Black & Decker Inc	Common Stock	984,157	1,043,172
	Staples Inc	Common Stock	5,971,506	5,999,895
**	Starwood Hotels & Resorts WW Inc	Common Stock	568,055	887,266
**	Steiner Leisure Ltd	Common Stock	596,748	747,200
**	Steris Corp	Common Stock	468,920	539,608
	Sterling Construction Co Inc	Common Stock	436,093	352,080
	Storebrand ASA Fgn	Common Stock	261,625	348,450
	Subsea 7 S A Fgn	Common Stock	240,724	583,786
	Super Group Ltd Fgn	Common Stock	215,024	223,635
**	Superior Energy Svcs Inc	Common Stock	363,751	664,810
	Suruga Bank Ltd Fgn	Common Stock	363,228	354,209
	Sysmex Corp	Common Stock	235,574	347,081
	Symrise Ag Fgn	Common Stock	239,446	316,435
	Target Corp	Common Stock	4,728,170	6,592,172
	TD Ameritrade Holding Corp	Common Stock	799,933	797,865
	Telecity Group PLC	Common Stock	248,784	313,424
**	Tesco Corp Fgn	Common Stock	199,861	339,038
**	Texas Inds Inc	Common Stock	499,901	526,470
	Thomas & Betts Corp	Common Stock	259,094	410,550
	Tognum Ag Fgn	Common Stock	251,910	431,382
**	Toll Brothers Inc	Common Stock	2,351,783	2,119,431
	Tomra Systems ASA Fgn	Common Stock	268,752	318,519
	Toyo Tanso Co Ltd Fgn	Common Stock	296,392	332,290
	Travelers Cos Inc	Common Stock	3,651,096	3,962,151
	Ultra Electronics Hldgs PLC Fgn	Common Stock	266,350	295,673
**	Umpqua Holdings Corp	Common Stock	366,515	341,040
**	United Parcel Service Inc	Common Stock	6,358,325	8,350,402
	URS Corp	Common Stock	1,348,264	1,382,492
	Valeo Fgn	Common Stock	262,805	494,317
**	Viad Corp	Common Stock	258,760	382,050
	Virbac SA Fgn	Common Stock	218,719	328,745
**	Warnaco Group Inc CL A	Common Stock	500,055	490,123

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

Key Corp
Cash Balance Pension Plan

EIN 34-6542451
Plan Number 003

December 31, 2010

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
**	Washington Reit	Common Stock	333,376	449,355
**	Waste Management Inc	Common Stock	1,867,713	2,120,025
	Waters Corp	Common Stock	461,850	730,085
	West Pharmaceutical Services Inc	Common Stock	508,834	519,120
	Western Union Co	Common Stock	2,848,157	3,170,753
**	WGL Holdings Inc	Common Stock	599,608	643,860
	Wienerberger Ag Fgn	Common Stock	288,017	345,839
**	Williams Sonoma Inc	Common Stock	624,586	829,971
**	Wisconsin Energy Corp	Common Stock	609,705	746,639
**	Wolverine World Wide Inc	Common Stock	420,517	461,686
**	Xcel Energy Inc	Common Stock	915,817	932,580
	Yit Oyj Fgn	Common Stock	255,916	354,581
	Total Common Stock		<u>\$ 357,436,182</u>	<u>\$ 418,609,139</u>
Collective Investment Funds				
*	EB Money Market Fund	Money Market Fund	\$ 41,844,955	\$ 41,844,955
*	EB Convertible Securities Fund	Convertible Securities Fund	17,984,032	43,377,888
	Wellington CIF Emerging Markets Debt	Emerging Markets Debt Fund	21,890,580	23,010,033
	Total Collective Investment Funds		<u>\$ 81,719,567</u>	<u>\$ 108,232,876</u>
Mutual Funds				
	Fidelity Inst Treasury III Fund	Money Market Fund	\$ 355,689	\$ 355,689
*	Ishares Msci Eafe Index Fund Closed-End Fund	Index Fund	119,217,572	110,092,681
	Vanguard Inflation-Protected Open-End Fund	Inflation-Protected Fund	49,741,248	53,272,506
*	William Blair Emer Mkts Grwth Fd Open-End Fund	Growth Fund	16,582,230	15,985,825
	Total Mutual Funds		<u>\$ 185,896,739</u>	<u>\$ 179,706,701</u>
U.S. Government and Agency Issues				
***	FNMA Single Family 4.000%	Pool TBA 4.000% 30 yr maturity	\$ 2,458,669	\$ 2,427,044
***	FNMA Single Family 4.500%	Pool TBA 4.500% 15 yr maturity	3,017,079	3,024,288
***	FNMA Single Family 4.500%	Pool TBA 4.500% 30 yr maturity	1,815,000	1,806,482
***	FNMA Single Family 5.000%	Pool TBA 5.000% 15 yr maturity	920,025	923,018
***	FNMA Single Family 5.500%	Pool TBA 5.500% 15 yr maturity	1,746,056	1,741,500
***	FNMA Single Family 5.500%	Pool TBA 5.500% 30 yr maturity	3,903,002.00	3,908,126
***	FNMA Single Family 6.000%	Pool TBA 6.000% 30 yr maturity	1,309,641	1,310,777
***	FNMA Single Family 6.500%	Pool TBA 6.500% 30 yr maturity	110,750	111,125
***	GNMA I Single Family 5.500%	Pool TBA 5.500% 30 yr maturity	350,810	353,366
***	GNMA II Jumbos 4.500%	Pool TBA 4.500% 30 yr maturity	2,859,280	2,881,849
***	GNMA II Jumbos 5.000%	Pool TBA 5.000% 30 yr maturity	2,376,561	2,395,957
	Freddie Mac Gold	Pool D70285 6.00% Due 04/01/26	-	20,541
	Freddie Mac Gold	Pool G08023 6.50% Due 11/01/34	97,509	107,457
	Freddie Mac Gold	Pool G08086 5.50% Due 10/01/35	117,307	129,718
	Freddie Mac Gold	Pool G02554 6.50% Due 11/01/34	106,506	112,753
	Freddie Mac Gold	Pool C77935 8.00% Due 06/01/30	106,288	29,302
	Freddie Mac Gold	Pool C00653 6.50% Due 07/01/28	9,468	31,068
	Freddie Mac Gold	Pool C00785 6.50% Due 06/01/29	14,415	24,425
	Freddie Mac Gold	Pool C01649 5.50% Due 10/01/33	173,944	182,531
**	Freddie Mac Gold	Pool A90303 4.50% Due 12/01/39	1,120,371	1,137,775

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

Key Corp
Cash Balance Pension Plan

EIN 34-6542451
Plan Number 003

December 31, 2010

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
	Freddie Mac Gold	Pool A11986 5.00% Due 08/01/33	151,029	162,344
	Freddie Mac Gold	Pool A12329 5.00% Due 08/01/33	41,790	46,952
**	Freddie Mac Gold	Pool A12894 5.00% Due 08/01/33	314,253	370,813
**	Freddie Mac Gold	Pool A16175 6.50% Due 08/01/29	294,352	321,238
	Federal Home Ln Banks	Note 1.125% Due 05/18/12	1,702,590	1,704,635
	Freddie Mac Gold	Pool C80398 6.50% Due 05/01/26	-	39,923
**	Freddie Mac	Note 4.50% Due 01/15/14	1,700,517	1,709,380
	Fannie Mae	Global Bond 6.625% Due 11/15/30	312,051	321,751
	Fannie Mae	Note 5.00% Due 03/15/16	536,904	542,270
	Freddie Mac	Note 2.125% Due 03/23/12	627,546	627,257
	Fannie Mae	Pool 251967 6.50% Due 09/01/28	-	38,146
	Fannie Mae	Pool 252162 6.50% Due 12/01/28	89,502	69,757
	Fannie Mae	Pool 252874 7.50% Due 11/01/29	42,941	44,835
	Fannie Mae	Pool 323925 6.00% Due 09/01/29	62,647	94,367
	Fannie Mae	Pool 323995 6.00% Due 10/01/29	70,821	75,737
	Fannie Mae	Pool 357140 6.00% Due 07/01/31	66,891	65,680
	Fannie Mae	Pool 399910 7.00% Due 12/01/27	4,292	3,553
	Fannie Mae	Pool 426861 8.50% Due 11/01/17	15,241	5,292
	Fannie Mae	Pool 447808 6.50% Due 05/01/29	35,405	33,805
	Fannie Mae	Pool 523829 8.00% Due 11/01/19	65,108	41,571
	Fannie Mae	Pool 523849 10.00% Due 11/01/13	98,784	9,559
	Fannie Mae	Pool 523851 10.50% Due 11/01/13	53,367	5,182
	Fannie Mae	Pool 523853 11.00% Due 11/01/13	122,324	10,298
	Fannie Mae	Pool 535441 8.00% Due 03/01/30	19,222	15,236
	Fannie Mae	Pool 545382 8.00% Due 11/01/28	76,290	45,135
	Fannie Mae	Pool 677279 5.50% Due 01/01/33	208,007	215,340
**	Fannie Mae	Pool 677442 5.50% Due 01/01/33	385,832	421,575
	Fannie Mae	Note Ser 1 1.125% Due 07/30/12	1,570,898	1,573,634
	Fannie Mae	Note 1.00% Due 09/23/13	1,527,525	1,532,682
	Fannie Mae	Pool 683951 5.50% Due 02/01/33	200,087	197,928
	Fannie Mae	Pool 688983 6.00% Due 05/01/33	189,149	171,133
	Fannie Mae	Pool 713706 5.50% Due 08/01/33	27,804	28,186
	Fannie Mae	Pool 713735 5.00% Due 09/01/33	53,490	62,938
	Fannie Mae	Pool 723258 6.50% Due 07/01/32	65,015	53,287
**	Fannie Mae	Pool 725027 5.00% Due 11/01/33	1,334,956	1,351,171
**	Fannie Mae	Pool 725205 5.00% Due 03/01/34	941,003	1,111,648
**	Fannie Mae	Pool 725232 5.00% Due 03/01/34	490,345	538,076
**	Fannie Mae	Pool 725705 5.00% Due 08/01/34	800,010	802,705
**	Fannie Mae	Pool 735455 5.00% Due 03/01/34	492,620	554,776
**	Fannie Mae	Pool 745275 5.00% Due 02/01/36	740,713	743,043
**	Fannie Mae	Pool 762505 5.50% Due 11/01/33	631,871	665,687
	Fannie Mae	Pool 823753 6.50% Due 11/01/31	206,565	212,157
	Fannie Mae	Pool 838927 6.00% Due 08/01/35	167,280	177,955
	Fannie Mae	Pool 888430 5.00% Due 11/01/33	298,135	321,242
**	Fannie Mae	Pool 888606 4.50% Due 01/01/35	959,401	1,038,047
	Fannie Mae	Pool 889307 5.00% Due 07/01/37	256,821	277,065
	Fannie Mae	Pool 891805 6.00% Due 06/01/36	113,351	122,361
**	Fannie Mae	Pool 900852 6.00% Due 01/01/37	1,061,659	1,149,148
	Fannie Mae	Pool 902340 5.50% Due 11/01/36	16,939	19,277

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

Key Corp
Cash Balance Pension Plan

EIN 34-6542451
Plan Number 003

December 31, 2010

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
**	Fannie Mae	Pool 902551 6.00% Due 11/01/36	335,061	360,331
	Fannie Mae	Pool 918508 6.00% Due 05/01/37	64,754	70,683
**	Fannie Mae	Pool AE2100 4.50% Due 08/01/40	2,064,128	2,027,235
**	Government Natl Mtg Assn II	Pool 4638 5.50% Due 02/20/40	973,232	981,262
**	Government Natl Mtg Assn	Pool 782547 7.50% Due 02/15/35	800,523	816,117
	International Bk For Recon&Dev	Deb 7.625% Due 01/19/23	86,040	86,231
**	United States Treasury	Bonds 4.375% Due 05/15/40	5,394,458	4,885,532
**	United States Treasury	Notes 4.625% Due 07/31/12	456,113	450,791
**	United States Treasury	Notes 1.125% Due 06/30/11	13,034,398	13,017,736
	United States Treasury	Notes 2.625% Due 12/31/14	586,099	589,142
**	United States Treasury	Notes 2.50% Due 06/30/17	1,749,074	1,693,625
**	United States Treasury	Notes 2.625% Due 08/15/20	7,449,291	7,016,518
**	United States Treasury	Notes 1.25% Due 09/30/15	21,691,631	21,200,496
	Total U.S. Government and Agency Issues		<u>\$ 96,540,826</u>	<u>\$ 95,600,578</u>
Corporate Bonds				
**	AES Corp	Senior Note 8.00% Due 06/01/20	\$ 403,000	\$ 424,000
	Advanced Mirco Devices Inc	Senior Note Ser 144A 7.75% Due 08/01/20	200,500	207,500
**	Albritton Communications Corp	Senior Note 8.00% Due 05/15/18	249,375	252,500
	Alcan Inc	Senior Note 5.75% Due 06/01/35	158,271	156,221
**	Alcoa Inc	Note 6.00% Due 07/15/13	130,805	132,049
	Ally Financial Inc	Senior Note Ser 144A 7.50% Due 09/15/20	298,290	314,625
	American Axle & Mfg Inc	Senior Note 7.875% Due 03/01/17	43,750	51,187
	Anheuser-Busch Cos Inc	Note 5.05% Due 10/15/16	185,243	178,723
	Aramark Corp	Senior Note 8.50% Due 02/01/15	651,625	679,250
**	Arvinmeritor Inc	Senior Note 8.125% Due 09/15/15	232,946	261,562
**	AT&T Inc	Bond 6.30% Due 01/15/38	191,667	184,616
**	AT&T Wireless Services Inc	Note 8.125% Due 05/01/12	82,227	77,559
	Autonation Inc	Senior Note 6.75% Due 04/15/18	201,250	206,500
	Avaya Inc	Term Loan	445,366	469,490
	Avis Budget Car Rental LLC/Fin	Senior Note 7.75% Due 05/15/16	327,250	357,000
**	Avis Budget Car Rental	Senior Note Ser Wi 9.625% Due 03/15/18	99,155	107,750
	Avis Budget Car Rental LLC	Senior Note Ser 144A 8.25% Due 01/15/19	101,000	101,000
**	B&G Foods Inc	Senior Note 7.625% Due 01/15/18	351,375	368,375
	BAC Capital XI	Bond 6.625% Due 05/23/36	116,250	118,792
	Baldor Electric Co	Senior Note 8.625% Due 02/15/17	305,625	336,000
**	Bank of America Corp	Senior Note 6.25% Due 04/15/12	178,475	179,066
**	Bank of America NA	Med Term Bk Note Ser L 5.65% Due 05/01/18	334,444	321,858
	Bank of New York Co Inc	Med Term Bk Note 4.95% Due 11/01/12	238,269	236,047
	Boeing Capital Corp	Bond 5.80% Due 01/15/13	129,276	130,955
	Boise Paper HDG/Co-Issuer Co	Senior Note 8.00% Due 04/01/20	344,391	374,500
**	Bresnan Broadband Holdings LLC	Senior Note Ser 144A 8.00% Due 12/15/18	250,237	257,500
**	Bristow Group Inc	Senior Note 7.50% Due 09/15/17	252,500	263,750
**	Burlington Northern Santa Fe	Senior Note 5.75% Due 03/15/18	86,315	95,773
	Cablevision Systems Corp	Senior Note 8.00% Due 04/15/20	306,074	321,000
	Calpine Corp	Senior Note Ser 144A 7.25% Due 10/15/17	388,000	400,000
	Caterpillar Financial Svcs Corp	Med Term Note Ser F 4.60% Due 01/15/14	47,573	53,992
**	CBS Corp	Senior Bond 5.90% Due 10/15/40	359,039	346,781
	CCO Hldgs LLC/ CCO Hldgs Cap Corp	Senior Note 7.875% Due 04/30/18	103,000	103,500

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

Key Corp
Cash Balance Pension Plan

EIN 34-6542451
Plan Number 003

December 31, 2010

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
	CCO Hldgs LLC/ Cap Corp	Senior Note 8.125% Due 04/30/20	298,500	315,750
	Cengage Learning ACQ Inc	Term Loan	221,461	233,215
	Central Garden & Pet Co	Senior Sub Note 8.25% Due 03/01/18	200,000	202,500
	Cenveo Corp	Senior Note 8.875% Due 02/01/18	348,252	338,625
	Cincinnati Bell Inc	Senior Note 8.25% Due 10/15/17	248,750	247,500
	Cincinnati Financial Corp	Senior Note 6.125% Due 11/01/34	100,233	94,343
**	Cisco Systems Inc	Senior Note 5.50% Due 02/22/16	182,638	182,578
	Citigroup Inc	Sub Note 5.00% Due 09/15/14	359,284	362,068
	Citigroup Inc	Note 6.125% Due 11/21/17	349,862	339,726
	Citigroup Commercial Mtg Tr	CMO 2006-C4 AM FI R1% Due 03/15/49	223,125	310,905
**	CIT Group Inc	Senior Note Ser A 7.00% Due 05/01/16	437,875	451,687
	Clear Channel Communications Inc	Senior Note 6.25% Due 03/15/11	284,000	299,250
	Clear Channel Worldwide Hldgs	Senior Note Ser B 9.25% Due 12/15/17	255,000	273,750
**	Cloud Peak Energy Res/Fin Corp	Senior Note 8.25% Due 12/15/17	348,250	375,812
	Comcast Corp	Note 4.95% Due 16/15/16	180,159	204,708
**	Comcast Corp	Note 6.45% Due 03/15/37	118,488	128,215
	Commerical Mtg Pass-Thru Certs	CMO 2006-C7 A4 FI R1% Due 06/10/46	608,112	590,422
**	Complete Production Services Inc	Senior Note 8.00% Due 12/15/16	242,187	258,750
	Consol Energy Inc	Senior Note Ser 144A 8.25% Due 04/01/20	350,000	378,000
	Copano Energy LLC	Senior Note 8.125% Due 03/01/16	257,519	257,500
	Cox Communications Inc	Note 7.125% Due 10/01/12	258,073	266,503
	Credit Suisse First Boston USA	Note 6.50% Due 01/15/12	239,080	237,712
	Dana Holding Corp	Term Loan	206,839	217,370
	Denbury Resources Inc	Senior Sub Note 8.25% Due 02/15/20	200,000	217,000
	Dominion Resources Inc	Senior Note Ser C 5.15% Due 07/15/15	106,861	121,753
**	Dominion Resources Inc	Senior Note 5.60% Due 11/15/16	235,100	264,500
	Dow Chemical	Note 6.00% Due 10/01/12	5,229	5,387
	Dresser-Rand Group Inc	Senior Sub Note 7.375% Due 11/01/14	349,125	358,750
	Duke Energy Corp	Note 6.25% Due 01/15/12	143,946	142,518
	Ebay Inc	Senior Note 3.25% Due 10/15/20	765,534	716,231
**	El Paso Corp	Senior Note 7.00% Due 06/15/17	247,500	263,827
	Endo Pharmaceuticals Hldgs Inc	Senior Deb Ser 144A 7.00% Due 12/15/20	206,000	204,000
	Enterprise Products Partners LP	Senior Note 7.50% Due 02/01/11	205,201	210,928
	Equinix Inc	Senior Note 8.125% Due 03/01/18	400,000	418,000
	Exelon Corp	Senior Note 4.90% Due 06/15/15	160,250	154,632
	Firstenergy Corp	Note Ser C 7.375% Due 11/15/31	150,344	147,582
**	Ford Motor Credit Co LLC	Senior Bond 8.125% Due 01/15/20	151,125	174,511
	Frontier Communications Corp	Senior Note 7.875% Due 04/15/15	300,000	327,750
	General Elect Cap Corp	Med Term Note 6.00% Due 06/15/12	339,142	336,738
	General Elect Cap Corp	Med Term Note Ser A 6.15% Due 08/07/37	176,453	184,466
	General Elect Cap Corp	Med Term Note 5.625% Due 05/01/18	154,344	152,671
	Goldman Sachs Group Inc	Senior Note 6.60% Due 01/15/12	264,700	264,365
	Goldman Sachs Group Inc	Senior Note 5.75% Due 10/01/16	346,486	359,340
**	Goldman Sachs Capital I	Sub Note 6.345% Due 02/15/34	261,391	266,798
**	Goodyear Tire & Rubber	Senior Note 8.75% Due 08/15/20	389,553	421,000
	Graham Packaging Co LP/GPC Cap	Senior Note 8.25% Due 01/01/17	392,000	416,000
**	HCA Inc	Note 6.375% Due 01/15/15	293,250	294,750
	HCA Inc	Note 6.50% Due 02/15/16	93,750	97,750
**	HCA Holdings Inc	Senior Bond Ser 144A 7.75% Due 05/15/21	198,500	200,000

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

Key Corp
Cash Balance Pension Plan

EIN 34-6542451
Plan Number 003

December 31, 2010

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
	HSBC Finance Corp	Note 6.75% Due 05/15/11	127,134	121,586
	HSBC Finance Corp	Note 5.00% Due 06/30/15	120,650	116,842
	Hertz Corp	Senior Note 8.875% Due 01/01/14	403,000	409,000
**	Hexion US Fin/Nova Scotia Fing	Senior Note 8.875% Due 02/01/18	144,375	160,313
	Hughs Nerwork Sys LLC/HINS	Senior Note 9.50% Due 04/15/14	257,500	257,813
**	Huntsman International LLC	Senior Note 5.50% Due 06/30/16	440,000	483,750
**	Iasis Cap LLC	Senior Sub Note 8.75% Due 06/15/14	356,125	359,188
**	IBM Corp	Deb 6.50% Due 01/15/28	127,998	135,199
	Inergy LP & Inergy Fin Corp	Senior Note 8.25% Due 03/01/16	351,750	364,875
	International Business Machines	Note 4.75% Due 11/29/12	226,772	226,525
	Intelsat Ltd	Senior Note 6.50% Due 11/01/13	93,750	104,000
	Iron Mountain Inc	Senior Sub Note 8.00% Due 06/15/20	353,937	367,500
**	Isle of Capri Casinos Inc	Senior Sub Note 7.00% Due 03/01/14	177,250	196,000
	Jarden Corp	Senior Sub Note 7.50% Due 01/15/20	399,000	417,000
	John Deere Capital Corp	Deb 5.10% Due 01/15/13	119,008	118,772
	JPMorgan Chase & Co	Sub Note 5.15% Due 10/01/15	435,112	417,760
**	JPMorgan Chase & Co	Note 6.40% Due 05/15/38	420,538	430,992
	JPMorgan Chase Coml Mtg Secs	CMO 2005-LDP1 A4 5.038% Due 03/15/46	731,006	709,616
	KCS Energy Inc	Senior Note 7.125% Due 04/01/12	225,000	225,563
**	Key Energy Services Inc	Senior Note 8.375% Due 12/01/14	350,000	369,250
	Kimberly Clark Corp	Bond 6.250% Due 07/15/18	81,250	88,590
	Kimberly Clark Corp	Note 5.00% Due 08/15/13	94,900	103,865
	Kraft Foods Inc	Note 5.25% Due 10/01/13	242,700	240,504
	Kraft Foods Inc	Note 6.125% Due 02/01/18	290,185	279,864
	Kroger Co	Note 7.500% Due 04/01/31	129,135	135,400
**	Lamar Media Corp	Senior Sub Note 6.625% Due 08/15/15	287,250	307,500
	Las Vegas Sand, LLC	Term Loan	359,635	403,498
	Las Vegas Sand, LLC	Term Loan	72,669	81,532
	LB1 Escrow Corp	Senior Note Ser 144A 8.00% Due 11/01/17	200,000	221,250
	LB-UBS Commercial Mortgage Trust	CMO 2003-C8 A4 F1 R1% Due 11/15/32	609,919	598,452
	Levi Strauss & Co	Senior Bond 7.625% Due 05/15/20	307,750	309,750
**	Lin Television Corp	Senior Sub Note 6.50% Due 15/15/13	385,000	401,000
	Limited Brands Inc	Note 6.90% Due 07/15/17	191,143	212,500
	Macmillan Bloedel Ltd	Yankee Deb 7.700% Due 02/15/26	213,263	241,300
	Markwest Ener Partners LP/FIN Corp	Senior Note Ser B 8.75% Due 04/15/18	351,313	378,875
	Marsh & McLennan Cos Inc	Senior Note 5.75% Due 09/15/15	107,789	118,397
	Medassets Inc	Senior Note Ser 144A 8.00% Due 11/15/18	255,000	251,250
	Mediacom Broadbd LLC	Senior Note 8.50% Due 10/15/15	298,125	301,500
	Merrill Lynch & Co Inc	Med Term Note 6.40% Due 08/28/17	246,918	237,886
	Merrill Lynch & Co Inc	Med Term Note 5.00% Due 01/15/15	148,085	145,781
	MGM Mirage Inc	Senior Note 6.75% Due 04/01/13	244,063	248,500
**	MGM Mirage Inc	Senior Note Ser 144A 9.00% Due 03/15/20	150,000	165,000
	Mellife Inc	Senior Note 5.375% Due 12/15/12	100,840	107,083
	Micheals Stores Inc	B1 Term Loan	235,749	236,965
	Midamerican Energy Hldgs	Senior Deb 6.50% Due 09/15/37	227,032	243,212
	Mirant Americas Generation LLC	Senior Note 8.50% Due 10/01/21	436,000	450,000
	Morgan Stanley	Euro Med Term Note 5.45% Due 01/09/17	226,475	228,144
	Morgan Stanley	Sub Note 4.75% Due 04/01/14	268,438	261,128
	Morgan Stanley Capital I Trust	CMO Seq PYR 2007-IQ16 A3 5.852% Due 12/12/49	587,651	567,623

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

Key Corp
Cash Balance Pension Plan

EIN 34-6542451
Plan Number 003

December 31, 2010

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
	Multiplan Inc	Senior Note Ser 144A 9.875% Due 09/01/18	250,000	265,625
**	News America Inc	Deb 6.20% Due 12/15/34	81,397	86,099
**	Nextel Communications Inc	Senior Note Ser D 7.375% 08/01/15	144,750	150,188
**	Nexstar/Mission Broadcasting Inc	Senior Note Ser 144A 8.875% Due 04/15/17	299,081	318,750
	Nielsen Finance LLC/CO	Senior Sub Disc Note 0% Due 08/01/16	245,938	262,500
**	Nielsen Finance LLC/CO	Senior Note Ser 144A 7.75% Due 10/15/18	154,500	155,250
	Nisource Finance Corp	Note 10.75% Due 03/15/16	121,303	120,365
	NRG Energy Inc	Senior Note 7.375% Due 02/01/16	346,840	358,750
	NRG Energy Inc	Senior Note 7.375% Due 01/15/17	101,000	103,000
**	NRG Energy Inc	Senior Bond Ser 144A 8.25% Due 09/01/20	203,500	205,000
	Nuveen Investments	Term Loan	437,500	478,750
**	Oracle Corp	Note 5.75% Due 04/15/18	204,874	228,790
**	Oshkosh Corp	Senior Note 8.25% Due 03/01/17	500,000	543,750
	Pacific Gas & Elec Co	Note 4.80% Due 03/01/14	119,064	131,110
	Pacific Gas & Elec Co	Bond 6.05% Due 03/01/34	200,146	208,031
	Pacificorp	Bond 6.00% Due 01/15/39	139,919	143,387
**	Pactec Holding Corp	Senior Note 8.875% Due 06/30/17	404,250	427,000
	Pantry Inc	Senior Sub Note 7.75% Due 02/15/14	199,000	201,000
	Parker-Hannifin Corp	Med Term Note Ser A 3.50% Due 09/15/22	805,611	765,986
	Penn National Gaming Inc	Senior Sub Note 8.75% Due 08/15/19	292,631	314,213
	Penske Auto Group Inc	Senior Sub Note 7.75% Due 12/15/16	334,250	357,000
	Petrohawk Energy Corp	Senior Note 7.25% Due 08/15/18	99,125	101,000
	Pfizer Inc	Senior Note 4.45% Due 03/15/12	94,485	93,911
	Pinnacle Entertainment Inc	Senior Note 8.625% Due 08/01/17	402,000	436,000
**	Plains Explor & Prodtn Co	Senior Note 7.625% Due 06/01/18	400,313	421,000
	Procter & Gamble Co	Note 4.95% Due 08/15/14	142,620	161,070
	Progress Energy Inc	Senior Note 6.85% Due 04/15/12	110,824	109,259
	PQ Corp 2nd Lien	Term Loan	461,250	478,750
	Raytheon Co	Senior Note 3.125% Due 10/15/20	547,058	507,150
	Raytheon Co	Senior Bond 4.875% Due 10/15/40	829,664	782,086
**	Rghl US Escrow I Inc/LLC/Escrow	Senior Note Ser 144A 7.125% Due 04/15/19	450,000	457,875
	Rghl US Escrow I Inc/LLC/Escrow	Senior Note Ser 144A 9.00% Due 04/15/19	150,000	155,438
	Rental Svc Corp/Rsc Hldgs III	Senior Note 9.50% Due 12/01/14	130,938	131,250
	Rental Svc Corp 2nd Lien	Term Loan	241,250	246,563
**	RRI Energy Inc	Senior Note 7.625% Due 06/15/14	193,500	204,500
**	Sanmina-Sci Corp	Senior Sub Note 8.125% Due 03/01/16	404,625	404,000
**	SBC Communications Inc	Note 5.10% Due 09/15/14	303,440	295,407
	Scientific Games Intl Inc	Senior Sub Note 9.25% Due 06/15/19	103,750	103,250
**	Sears Holding Corp	Senior Note Ser 144A 6.625% Due 10/15/18	300,125	279,750
	Sensata Technologies	US Term Loan	233,776	244,657
	Sequa Corp (Blue Jay)	Term Loan	461,115	483,608
**	Service Corp Intl	Senior Note 7.625% Due 10/01/18	401,000	420,000
	Service Master	CDL	410,371	421,954
	Service Master	Term Loan	49,860	51,267
	SIM Corp	Note 5.00% Due 10/01/13	120,000	120,311
	Southern Calif Edison Co	Bond 5.625% Due 02/01/36	145,786	160,919
	Spectrum Brands	Term Loan	222,133	230,917
	Spirit Aerosystems Inc	Senior Note 7.50% Due 10/01/17	400,000	416,000
	Sprint Nextel Corp	Note 6.00% Due 12/01/16	354,375	386,500

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

Key Corp
Cash Balance Pension Plan

EIN 34-6542451
Plan Number 003

December 31, 2010

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
	Steel Dynamics Inc	Senior Note 7.75% Due 04/15/16	294,750	315,750
**	Target Corp	Note 5.875% Due 03/01/12	119,657	118,991
	Tenet Healthcare Corp	Senior Note Ser 144A 8.00% Due 08/01/20	200,094	203,000
	Tenneco Inc	Senior Note 8.125% Due 11/15/15	245,625	265,000
	Time Warner Inc	Note 6.875% Due 05/01/12	57,775	57,029
	Tops Hldgs Corp/Tops Mkts LLC	Senior Note 10.125% Due 10/15/15	253,750	256,875
	Toys R Us	Bond 7.375% Due 10/15/18	471,000	490,000
	Treehouse Foods Inc	Senior Note 7.75% Due 03/01/18	350,000	379,313
	TRW Automotive Inc	Senior Note Ser 144A 7.25% Due 03/15/17	380,000	431,000
**	TW Telecom Holdings Inc	Senior Note 8.00% Due 03/01/18	398,846	425,000
	Unilever Capital Corp	Senior Note 5.90% Due 11/15/32	58,777	63,762
	Univar Inc	Opco Tranche B Term Loan	240,023	248,752
**	United Rentals North America Inc	Senior Sub Note 8.375% Due 09/15/20	351,113	356,125
	US Foodservice	Term Loan	437,962	449,097
**	US Steel Corp	Senior Note 7.375% Due 04/01/20	148,950	153,750
	US Telepacific Corp	Term Loan	243,163	249,055
	US West Capital Funding Inc	Bond 6.50% Due 11/15/18	361,000	397,000
	Valassi Communications Inc	Senior Note 8.25% Due 03/01/15	159,159	164,261
	Vanguard Hlth Hldgs Co LLC/Inc	Senior Note 8.00% Due 02/01/18	442,438	461,250
	Verizon Global Funding Corp	Note 7.375% Due 09/01/12	340,676	336,744
	Verizon Global Funding Corp	Senior Note 5.85% Due 09/15/35	190,735	186,185
	Wachovia Corp	Sub Note 5.25% Due 08/01/14	356,296	357,274
	Wal Mart Stores Inc	Note 4.125% Due 02/15/11	110,132	113,479
	Wellpoint Inc	Note 5.95% Due 12/15/34	77,592	87,416
	Wellpoint Inc	Bond 6.80% Due 08/01/12	106,869	108,602
	Wells Fargo Co	Sub Note 5.125% Due 09/15/16	337,854	341,421
**	Windstream Corp	Senior Note 7.875% Due 11/01/17	390,500	420,500
	Wyeth	Senior Note 5.50% Due 02/01/14	180,744	177,874
	Wyeth	Senior Note 6.50% Due 02/01/34	183,617	198,727
	XM Satellite Radio Inc	Senior Note Ser 144A 7.625% Due 11/01/18	349,125	361,375
	Yankee Acquisition Corp	Senior Note Ser B 8.50% Due 02/15/15	399,000	416,000
	Total Corporate Bonds		<u>\$ 55,840,375</u>	<u>\$ 57,634,993</u>
Foreign Bonds				
**	Ardagh Packaging Finance PLC Fgn	Senior Note Ser 144A 7.375% Due 10/15/17	\$ 250,000	\$ 257,812
	Asian Development Bank	Note 4.50% Due 09/04/12	239,450	239,008
**	Astrazeneca PLC Fgn	Senior Note 5.90% Due 09/15/17	269,338	260,557
**	Bombardier Inc Fgn	Senior Note Ser 144A 7.50% Due 03/15/18	300,000	321,750
	Cascades Inc Fgn	Senior Note 7.75% Due 12/15/17	402,000	417,000
	CIF Gen Geophysique Fgn	Senior Note 7.75% Due 05/15/17	346,500	358,750
**	Deutsche Telekom Intl Fin B V Fgn	Bond 8.75% Due 06/15/30	240,203	235,191
	European Investments Bank	Note 5.125% Due 09/13/16	441,125	440,404
	European Investments Bank Fgn	Note 4.625% Due 03/21/12	94,511	94,344
	European Investments Bank Fgn	Senior Unsub Note 2.375% Due 03/14/14	324,787	324,104
**	FMG Resources Aug 2006 PTY Ltd Fgn	Senior Note Ser 144A 6.875% Due 02/01/18	150,000	149,250
	Inter-American Development Bank Fgn	Med Term Bank Note 4.50% Due 09/15/14	266,710	297,869
**	Intelsat Bermuda Ltd Fgn	Senior Note 11.25% Due 02/04/17	498,750	545,000
	Intelsat Jackson Holdings S A Fgn	Senior Bond Ser 144A 7.25% Due 10/15/20	102,875	101,000
	Kreditanstalt Fur Wiederaufbau Fgn	Note 4.125% Due 10/15/14	407,021	407,738

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

Key Corp
Cash Balance Pension Plan

EIN 34-6542451
Plan Number 003

December 31, 2010

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
**	Kreditanstalt Fur Wiederaufbau Fgn	Note 4.00% Due 01/27/20	407,640	414,684
**	Kreditanstalt Fur Wiederaufbau Fgn	Note 1.25% Due 06/15/12	181,501	181,530
	Landwirtschaftliche Rentenbank Fgn	Med Term Bank Note 1.875% Due 09/24/12	178,147	178,182
	Ontario Prov CDA Fgn	Deb 4.00% Due 10/07/19	410,990	416,044
	Ontario Prov CDA Fgn	Deb Ser 1 1.875% Due 11/19/12	157,926	157,979
	Rio Tinto Finance USA Ltd Fgn	Note 6.50% Due 07/15/18	221,044	215,682
	United Mexican States	Med Term Note 6.75% Due 09/27/34	13,819	14,625
**	Virgin Media Finance PLC Fgn	Senior Note 8.375% Due 10/15/19	406,000	437,000
	Vodafone Group PLC Fgn	Note 5.625% Due 02/27/17	66,603	83,726
**	Vodafone Group PLC Fgn	Bond 6.15% Due 02/27/37	63,474	85,640
	Warner Chilcott Co LLC Fgn	Senior Note Ser 144A 7.75% Due 09/15/18	257,500	252,500
	Wind Acquisition Fin S A Fgn	Senior Note Ser 144A 7.25% Due 02/15/18	397,292	407,000
	Total Foreign Bonds		<u>\$ 7,095,206</u>	<u>\$ 7,294,369</u>
Convertible Bonds				
**	Advanced Micro Devices Inc	Convertible Senior Note 6.00% Due 05/01/15	\$ 188,215	\$ 201,500
	General Cable Corp	Convertible Senior Note .875% Due 11/15/13	172,030	173,031
	Hologic Inc	Convertible Senior Note 2.00% Due 12/15/37	139,125	140,438
**	Level 3 Communications Inc	Convertible Senior Note 3.50% Due 06/15/12	273,375	285,000
	Lifepoint Hospitals Inc	Convertible Senior Sub Note 3.50% Due 05/15/14	201,893	201,750
	Lucent Technologies Inc	Convertible Senior Deb Ser B 2.875% Due 06/15/25	258,375	283,125
	Trinity Industries Inc	Convertible Sub Note 3.875% Due 06/01/36	223,500	284,625
			<u>\$ 1,456,513</u>	<u>\$ 1,569,469</u>
State and Municipal Bonds				
	Illinois St	General Obligation 5.10% Due 06/01/33	\$ 317,917	\$ 240,800
	Total State and Municipal Bonds		<u>\$ 317,917</u>	<u>\$ 240,800</u>
Insurance Company Contracts				
	Mutual Of New York Insurance Co	EV-30177 Var Rate	\$ 4,675,934	\$ 5,046,075
	Principal Mutual Life Ins Co	GA #3-65407 FI Rate Due 12/31/20	4,784,545	4,969,347
	Total Insurance Company Contracts		<u>\$ 9,460,479</u>	<u>\$ 10,015,422</u>
Pooled Separate Accounts				
	Principal Finl Grp Ptr L/C BL I	GAC #3-65407 Due 12/31/20	\$ 661,348	\$ 630,633
	Principal Finl Grp Stk Separate	GAC #3-65407 Due 12/31/20	551,522	1,073,862
	Total Pooled Separate Accounts		<u>\$ 1,212,870</u>	<u>\$ 1,704,495</u>
Other Assets				
*	Austin Cap Safe Harbor ERISA Dedicated Fund, Ltd. C I C	Multi-strategy Private Investment Fund	\$ 9,269,296	\$ 5,195,753
	Total Other Assets		<u>\$ 9,269,296</u>	<u>\$ 5,195,753</u>
	Total Investments		<u>\$ 806,245,970</u>	<u>\$ 885,804,595</u>

* Indicates party in interest in relation to investment advisory services

** Indicates party in interest in relation to securities lending

*** Securities purchased on a To Be Announced/delayed delivery basis

SCHEDULE OF REPORTABLE TRANSACTIONS
Form 5500, Schedule H, Part IV, Line 4j

KeyCorp
Cash Balance Pension Plan

EIN 34-6542451
Plan Number 003

December 31, 2010

(a) Identity of Party Involved	(b) Description of Asset	(c) Purchase Price	(d) Selling Price	(e) Lease Rental	(f) Expense Incurred with Transaction	(g) Cost of Asset	(h) Current Value of Asset on Transaction Date	(i) Net Gain (Loss)
Category (i)--Individual transactions in excess of 5 percent of plan assets.								
*	EB Money Market Fund	\$ 40,000,000	\$ 40,007,381			\$ 40,000,000 \$ 40,007,381	\$ 40,000,000 \$ 40,007,381	- -
*	Ishares Msci Eafe Index Fund Closed-End Fund	\$ 39,999,988			\$ 7,393	\$ 40,007,381	\$ 40,007,381	-
Category (iii)--Series of transactions in excess of 5 percent of plan assets.								
	EB Money Market Fund	\$ 436,283,691	\$ 423,875,240			\$ 436,283,691 \$ 423,875,240	\$ 436,283,691 \$ 423,875,240	- -
	United States Treas Notes 2.125% Dtd 04/30/08 Due 04/30/10	\$ 47,829,870	\$ 59,206,349			\$ 47,829,870 \$ 59,361,764	\$ 47,829,870 \$ 59,206,349	- (155,415)
	United States Treas Notes 1.50% Dtd 10/31/08 Due 10/31/10	\$ 48,322,324	\$ 48,212,054			\$ 48,322,324 \$ 48,322,324	\$ 48,322,324 \$ 48,212,054	- (110,270)
	United States Treas Notes 1.125% Dtd 6/30/09 Due 6/30/11	\$ 45,175,154				\$ 45,175,154	\$ 45,175,154	-
*	Victory Gov't Reserves Fd Tr Cl	\$ 42,104,082	\$ 42,104,082			\$ 42,104,082	\$ 42,104,082	-

The purchase price of securities acquired represented the fair value at the dates of the above transactions.
There were no category (ii) or (iv) reportable transactions during 2010.
Indicates party in interest in relation to investment advisory services.

Schedule SB Attachment (Form 5500)—2010 Plan Year
KeyCorp Cash Balance Pension Plan
EIN: 34-6542451 PN: 003

Schedule SB, Part V—Summary of Plan Provisions

Eligibility for Participation

Must be 21 with at least 12 months of service (during which employee was credited with 1,000 hours of service) by January 1, 2010. Effective January 1, 2010, all accrued benefits under the Cash Balance Pension Plan were frozen.

Normal Retirement

Eligibility

Age 65 and 3 years of vesting service.

Benefit

A participant's Opening Balance plus Pay, Interest, and Transition Credits, as applicable.

Service ranges and rates for the Cash Balance formula are illustrated below:

Minimum Service Breakpoint	Maximum Service Breakpoint	Contribution Rate—All Pay	Contribution Rate—Over Limit
0	<5	3.0%	3.0%
5	<10	3.5%	3.5%
10	<15	4.0%	4.0%
15	<20	4.5%	4.5%
20	99	5.0%	5.0%

Transition Credits are provided to participants who meet the following criteria as of 01/01/1995: Age 40, Vesting Service—10, and Points 55. The amount of the transition credits is determined as of 01/01/1995 and does not change. The rates for transition credits are shown below:

Minimum Points Breakpoint	Maximum Points Breakpoint	Contribution Rate—All Pay	Contribution Rate—Over Limit
55	<65	1	1
65	99	2	2

The Opening Balance for each participant in a Predecessor Plan is equal to the actuarial present value of the accrued benefit earned in that Plan.

Effective January 1, 2010, all accrued benefits under the Cash Balance Pension Plan were frozen.

Schedule SB Attachment (Form 5500)—2010 Plan Year
KeyCorp Cash Balance Pension Plan
EIN: 34-6542451 PN: 003

Cash Balance Plan

Early Retirement

Eligibility

Age 55 and 3 years vesting service. Additional optional forms available at age 55 and 10 years of vesting service.

Benefit

Cash Balance as of the Early Retirement Date.

Terminated Vested

Eligibility

100% vested after 3 years of service.

Benefit

Cash Balance as of the date of termination if payment is deferred, interest credits accrue.

Early Commencement of Terminated

Vested Benefits

Eligibility

Same as Early Retirement.

Benefit

Cash Balance as of date of commencement.

Disability

Eligibility

Age 21 and 1 year of vesting service.

Benefit

Cash Balance, credited with Interest, payable at the Normal Retirement Date.

Pre-Retirement Spouse's Death Benefit

Cash Balance as of date of death.

Post-Retirement Spouse's Death Benefit

Based on the form of annuity chosen at retirement.

Normal Form of Benefit

Single Life Annuity. For married participants, the 50% Joint and Survivor Annuity actuarially reduced for payment form.

Optional Forms of Payment

Single Life Annuity; 50%, 75%, or 100% Joint and Survivor Annuities; 10-Year Certain and Life Annuity; Level Income Annuity; Lump Sum.

Eligibility for Participation

Age 21 with 12 consecutive months of service during which the employee was credited with 1,000 hours of service.

Schedule SB Attachment (Form 5500)—2010 Plan Year
KeyCorp Cash Balance Pension Plan
EIN: 34-6542451 PN: 003

KeyCorp Grandfathered Plans (APO)

Normal Retirement

- Eligibility Age 65.
- Benefit The sum of (1) and (2) multiplied by (3) and (4), but not less than (5):
- (1) 25% of Final Average Pay.
 - (2) 0.5% of Final Average Pay in excess of Covered Compensation.
 - (3) The lesser of service to Normal Retirement Date, or 40.
 - (4) Service to Termination divided by service projected to Normal Retirement Date.
 - (5) \$25 per month.

Early Retirement

- Eligibility Age 60; or Age 50 and 15 years of service.
- Benefit Accrued Normal Retirement Benefit with the reduction factors below:

Reduction Factors

Age	Normal Retirement Average 65	Normal Retirement Average 62
47	N/A	31.6%
48	N/A	32.8%
49	N/A	35.2%
50	31.6%	37.6%
51	32.8%	41.2%
52	35.2%	44.8%
53	37.6%	48.4%
54	41.2%	53.2%
55	44.8%	58.0%
56	48.4%	62.8%
57	53.2%	67.6%
58	58.0%	73.6%
59	62.8%	79.6%
60	67.6%	85.6%
61	73.6%	92.8%
62	79.6%	100.0%
63	85.6%	100.0%
64	92.8%	100.0%

Schedule SB Attachment (Form 5500)—2010 Plan Year
KeyCorp Cash Balance Pension Plan
EIN: 34-6542451 PN: 003

Terminated Vested Eligibility	Participants in grandfathered plans are assumed to be vested.
Benefit	Accrual normal retirement at date of termination payable at age 65.
Early Commencement of Terminated Vested Benefits Eligibility	Same as Early Retirement.
Benefit	Same as Early Retirement.
Disability	Provided under Cash Balance provisions.
Pre-Retirement Spouse's Death Benefit	Provided under Cash Balance provisions.
Optional Forms of Payment	Single Life Annuity; 50%, 75%, or 100% Joint and Survivor Annuities; 5-, 10-, or 15-Year Certain Only Annuities; 5-, 10-, or 15-Year Certain and Life Annuities.

Schedule SB Attachment (Form 5500)—2010 Plan Year
KeyCorp Cash Balance Pension Plan
EIN: 34-6542451 PN: 003

Society Grandfathered Plans

Eligibility for Participation	No age requirement prior to 1993. Participation begins on date of hire (after 1992: Age 23 with 5 years of service).
Normal Retirement	
Eligibility	Age 65 and 5 years vesting service.
Benefit	The sum of (1), (2), and (3): (1) 1.3% Final Average Pay times service up to 30 years. (2) 0.5% Final Average Pay in excess of Covered Compensation times service up to 30 years. (3) 0.5% Final Average Pay times service over 30 years.
Early Retirement	
Eligibility	Age 55 with 10 years of service.
Benefit	Normal accrued benefit with the following reductions:
Reduction Factors	▪ Reduced .30% per month from age 60 to 65; and ▪ .40% per month from age 55 to 60.
Terminated Vested	
Eligibility	After 1993, age 23 with 5 years of service.
Benefit	Accrued normal retirement benefit at date of termination, payable at 65.
Early Commencement of Terminated Vested Benefits	
Eligibility	Same as Early Retirement.
Benefit	Same as Early Retirement.
Disability	Provided under Cash Balance provisions.
Pre-Retirement Spouse's Death Benefit	Provided under Cash Balance provisions.
Optional Forms of Payment	Single Life Annuity; 10-Year Certain and Life Annuity; Level Income Annuity; 50%, 75%, 100% Joint and Survivor Annuities.

Schedule SB Attachment (Form 5500)—2010 Plan Year
KeyCorp Cash Balance Pension Plan
EIN: 34-6542451 PN: 003

TrustCorp Grandfathered Formula

Eligibility for Participation

Age 21 with 12 consecutive months of service.

Normal Retirement

Eligibility

Age 65 and 5 years of vesting service.

Benefit

The greater of (1); and (2) plus (3) minus (4):

- (1) 1.0% Final Average Pay plus .5% Final Average Pay in excess of Covered Compensation, multiplied by service through 01/01/1991 offset by the TrustCorp DC benefit.
- (2) 1.0% Final Average Pay plus .5% Final Average Pay in excess of Covered Compensation, multiplied by service from 01/01/1989 through 12/31/1990 plus the frozen 12/31/1988 TrustCorp benefit.
- (3) Society Grandfathered Plan for Service after 12/31/1990.
- (4) TrustCorp Travelers Annuity.

Early Retirement

Eligibility

Age 55 with 10 years of service.

Benefit

Accrued Normal benefit with the reductions below applied only to the portion of the benefit under Covered Compensation.

Schedule SB Attachment (Form 5500)—2010 Plan Year
KeyCorp Cash Balance Pension Plan
EIN: 34-6542451 PN: 003

Reduction Factors

Age	Factor
45	56.3%
46	58.3%
47	60.2%
48	62.1%
49	63.8%
50	65.4%
51	66.8%
52	68.2%
53	69.3%
54	70.3%
55	71.0%
56	74.0%
57	77.0%
58	80.0%
59	83.0%
60	86.0%
61	93.0%
62	100.0%

Terminated Vested
Eligibility

5 years of vesting service.

Benefit

Accrued Normal Retirement Benefit at date of termination, payable at age 65.

Early Commencement of Terminated
Vested Benefits
Eligibility

Same as Early Retirement.

Benefit

Same as Early Retirement.

Disability

Provided under Cash Balance provisions.

Pre-Retirement Spouse's Death Benefit

Provided under Cash Balance provisions.

Optional Forms of Payment

Single Life Annuity; Lump Sum (Terminated Vested participants only, up to \$15,000); 5-, 10-, or 15-Year Certain and Life Annuities; Level Income Annuity; 50%, 75%, or 100% Joint and Survivor Annuities.

Schedule SB Attachment (Form 5500)—2010 Plan Year
KeyCorp Cash Balance Pension Plan
EIN: 34-6542451 PN: 003

New Affiliated Plan

Eligibility for Participation

Age 21 with 12 consecutive months of service.

Normal Retirement

Eligibility

Age 65 and 5 years vesting service, if participant was age 50 or had 10 years of service on 1/1/1990, Normal Retirement Date is 62 and 15 years of service.

Benefit

The sum of (1) and (2) multiplied by (3):

- (1) 1.9% of Final Average Pay.
- (2) .65% of Final Average Pay in excess of Covered Compensation.
- (3) The lesser of service to Normal Retirement Date, or 20.

For participants prior to 01/01/1979, multiply above by the ratio of projected to Normal Retirement Date.

Early Retirement

Eligibility

Age 55 and 10 years of vesting service.

Benefit

Accrued normal retirement benefit with the reduction factors below:

Reduction Factors

Age	Factor
55	50.00%
56	53.33%
57	56.67%
58	60.00%
59	63.33%
60	66.67%
61	73.33%
62	80.00%
63	86.67%
64	93.33%
65	100.00%

Terminated Vested

Eligibility

5 years of service of vesting service.

Benefit

Accrued Normal Retirement Benefit at date of termination, payable at age 65.

Schedule SB Attachment (Form 5500)—2010 Plan Year
KeyCorp Cash Balance Pension Plan
EIN: 34-6542451 PN: 003

Early Commencement of Terminated
Vested Benefits

Eligibility	Same as Early Retirement.
Benefit	Same as Early Retirement.
Disability	Provided under Cash Balance provisions.
Pre-Retirement Spouse's Death Benefit	Provided under Cash Balance provisions.
Optional Forms of Payment	Single Life Annuity; 5-, 10-, or 15-Year Certain Only Annuities; 5-, 10-, or 15-Year Certain and Life Annuities; 50%, 75%, or 100% Joint and Survivor Annuities.

Schedule SB Attachment (Form 5500)—2010 Plan Year
KeyCorp Cash Balance Pension Plan
EIN: 34-6542451 PN: 003

Bank of New York (AP2)

Eligibility for Participation	Age 21 with 12 consecutive months of service.
Normal Retirement	
Eligibility	Age 60.
Benefit	The sum of (1) and (2) minus (3): (1) 1.5% Final Average Pay times service. (2) 0.3% Final Average Pay in excess of Covered Compensation times service. (3) Bank of New York offset.
Early Retirement	
Eligibility	Age 55 and 5 years of vesting service.
Benefit	Accrued Normal Retirement benefit reduced for early retirement.
Reduction Factors	Reduce by 6% per year from age 60 to 55.
Terminated Vested	
Eligibility	5 years of vesting service.
Benefit	Accrued Normal Retirement Benefit at termination date, payable at 60.
Early Commencement of Terminated Vested Benefits	
Eligibility	Same as Early Retirement.
Benefit	Same as Early Retirement.
Disability	Provided under Cash Balance provisions.
Pre-Retirement Spouse's Death Benefit	Provided under Cash Balance provisions.
Optional Forms of Payment	Single Life Annuity; 5-, 10-, or 15-Year Certain Only Annuities; 5-, 10-, or 15-Year Certain and Life Annuities; 50%, 75%, or 100% Joint and Survivor Annuities.

Schedule SB Attachment (Form 5500)—2010 Plan Year
KeyCorp Cash Balance Pension Plan
EIN: 34-6542451 PN: 003

Pacwest Bancorp Plan

Eligibility for Participation

Age 21 with 12 consecutive months of service.

Normal Retirement

Eligibility

Age 65 and 5 years vesting service.

Benefit

The greater of (A) and (B).

(A) The sum of (1) and (2) multiplied by (3) and (4) offset by (5):

(1) 1.25% Final Average Pay.

(2) .5% Final Average Pay in excess of Covered Compensation.

(3) The lesser of service to Normal Retirement Date, or 40.

(4) Service to termination divided by service, projected to Normal Retirement Date.

(5) Pacwest Bancorp Retirement Security Plan benefit projected to Normal Retirement Date.

(B) The sum of (1) and (2) multiplied by (3) and (4) plus (5):

(1) 1.25% Final Average Pay.

(2) .5% Final Average Pay in excess of Covered Compensation.

(3) The lesser of service from 01/01/1989 to Normal Retirement Date, or 40.

(4) Service from 01/01/1989 to termination divided by service from 01/01/1989 projected to Normal Retirement Date.

(5) Frozen Pacwest benefit.

Schedule SB Attachment (Form 5500)—2010 Plan Year
KeyCorp Cash Balance Pension Plan
EIN: 34-6542451 PN: 003

Early Retirement
Eligibility

Age 60 or age 50 with 10 years vesting service.

Benefit

Normal Retirement Benefit with the reduction factors below:

Reduction Factors

Age	Normal Retirement	Normal Retirement
	Age 65	Age 62
47	N/A	31.6%
48	N/A	32.8%
49	N/A	35.2%
50	31.6%	37.6%
51	32.8%	41.2%
52	35.2%	44.8%
53	37.6%	48.4%
54	41.2%	53.2%
55	44.8%	58.0%
56	48.4%	62.8%
57	53.2%	67.6%
58	58.0%	73.6%
59	62.8%	79.6%
60	67.6%	85.6%
61	73.6%	92.8%
62	79.6%	100.0%
63	85.6%	100.0%
64	92.8%	100.0%

Terminated Vested
Eligibility

5 years of vesting service.

Benefit

Accrued Normal Retirement Benefit at termination date, payable at 65.

Early Commencement of Terminated
Vested Benefits
Eligibility

Same as Early Retirement.

Benefit

Same as Early Retirement.

Schedule SB Attachment (Form 5500)—2010 Plan Year
KeyCorp Cash Balance Pension Plan
EIN: 34-6542451 PN: 003

Disability	Provided under Cash Balance provisions.
Pre-Retirement Spouse's Death Benefit	Provided under Cash Balance provisions.
Optional Forms of Payment	Single Life Annuity; 5-, 10-, or 15-Year Certain Only Annuities, 5-, 10-, or 15-Year Certain and Life Annuities; 50%, 75%, or 100% Joint and Survivor Annuities.

Schedule SB Attachment (Form 5500)—2010 Plan Year
KeyCorp Cash Balance Pension Plan
EIN: 34-6542451 PN: 003

Ameritrust Frozen Grandfathered

Eligible for Participation

Age 21 with 12 consecutive months of service.

Normal Retirement

Eligibility

Age 65.

Benefit

The greater of (A) and (B), but not less than (C):

(A) Frozen Ameritrust Benefit as of 12/31/1992.

(B) The sum of:

(1) 1.875% Final Average Pay times service up to 20 years.

(2) 2.5% Final Average Pay times service over 20 years.

(C) \$6.50 times credited service.

Early Retirement

Eligibility

Age 55 and 5 years of service.

Benefit

Accrued Normal Retirement Benefit with reduction factors below.

Reduction Factors

Service	Reduction
Less than 24 months	.6%
25–60 months	.5%
61–108 months	.4%
109–144 months	.3%
145–168 months	.2%
169–180 months	.1%

Terminated Vested

Eligibility

5 years of vesting service.

Benefit

Accrued Normal benefit at termination date, payable at age 65.

Schedule SB Attachment (Form 5500)—2010 Plan Year
KeyCorp Cash Balance Pension Plan
EIN: 34-6542451 PN: 003

Early Commencement of Terminated
Vested Benefits

Eligibility

Same as Early Retirement.

Benefit

Same as Early Retirement.

Disability

Provided under Cash Balance Provisions.

Pre-Retirement Spouse's Death Benefit

Provided under Cash Balance Provisions.

Optional Forms of Payment

Single Life Annuity; Lump Sum; 5-, 10-, or 15-Year Certain and Life Annuities; 50%, 75%, or 100% Joint and Survivor Annuities.

Schedule SB Attachment (Form 5500)—2010 Plan Year
KeyCorp Cash Balance Pension Plan
EIN: 34-6542451 PN: 003

Puget Sound (AP4)

Eligibility for Participation

Age 21 with 12 consecutive years of service.

Normal Retirement

Eligibility

Age 65.

Benefit

The sum of (1) and (2) times (3) and (4):

- (1) 1.25% Final Average Pay.
- (2) .5% Final Average Pay in excess of Covered Compensation.
- (3) The lesser of service to Normal Retirement Date, and 40.
- (4) Service to termination divided by service projected to Normal Retirement Date.

Early Retirement

Eligibility

Age 60 or age 58 with 10 years vesting service.

Benefit

Accrued Normal Benefit with the reduction factors below:

Age	Factor With Less Than 30 Years of Service	Factor With More Than 30 Years of Service
55	50%	56%
56	56%	62%
57	62%	68%
58	68%	74%
59	74%	80%
60	80%	86%
61	84%	93%
62	88%	100%
63	92%	100%
64	96%	100%
65	100%	100%

Terminated Vested

Eligibility

5 years of vesting service.

Benefit

Accrued Normal Benefit at termination date, payable at age 65.

Schedule SB Attachment (Form 5500)—2010 Plan Year
KeyCorp Cash Balance Pension Plan
EIN: 34-6542451 PN: 003

Early Commencement of Terminated
Vested Benefits

Eligibility	Same as Early Retirement.
Benefit	Same as Early Retirement.
Disability	Provided under Cash Balance provisions.
Pre-Retirement Spouse's Death Benefit	Provided under Cash Balance provisions.
Optional Forms of Payment	Single Life Annuity; Lump Sum (up to \$7,000); 5-, 10-, or 15-Year Certain Only Annuities; 10-Year Certain and Life Annuity; 50%, 75%, or 100% Joint and Survivor Annuities.

Changes in Plan Provisions since the Prior Year

The funding valuation reflects the following plan changes:

- Effective January 1, 2010, all accrued benefits under the Cash Balance Pension Plan were frozen.
- Effective January 1, 2010, the plan is closed to new participants.

Other Information to Fully and Fairly Disclose the Actuarial Position of the Plan

Due to software limitations with the electronic filing process, information filed electronically cannot be controlled by the Enrolled Actuary. The values on the signed Schedule SB will govern to the extent there are any differences in the entries filed electronically and the actual data contained on the signed Schedule SB.

Schedule SB Attachment (Form 5500)—2010 Plan Year
KeyCorp Cash Balance Pension Plan
EIN: 34-6542451 PN: 003

Schedule SB, line 26—Schedule of Active Participant Data as of January 1, 2010

Number of Participants, Average Compensation and Average Cash Balance Account

Attained Age	Years of Credited Service									
	<1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40+
<25	51	576	9							
	\$19,525	\$26,385								
	\$583	\$770								
25-29	158	1,205	189	10						
	\$32,776	\$43,678	\$51,451							
	\$2,790	\$2,853	\$9,000							
30-34	187	1,129	339	109	6					
	\$38,626	\$56,683	\$71,113	\$61,443						
	\$6,873	\$5,671	\$17,548	\$23,800						
35-39	152	1,010	360	254	105	14				
	\$44,747	\$67,468	\$80,554	\$79,310	\$69,756					
	\$12,801	\$10,791	\$23,774	\$39,300	\$43,519					
40-44	133	907	410	240	197	148	9			
	\$45,680	\$68,127	\$83,127	\$86,971	\$86,412	\$64,914				
	\$18,973	\$13,464	\$31,830	\$46,749	\$64,973	\$55,176				
45-49	144	765	381	270	196	238	153	31		
	\$46,415	\$66,102	\$86,506	\$83,150	\$86,473	\$89,848	\$73,846	\$52,324		
	\$23,262	\$16,809	\$34,032	\$47,834	\$71,593	\$87,394	\$80,997	\$54,590		
50-54	134	646	314	265	147	152	139	166	31	
	\$45,642	\$68,564	\$78,780	\$83,230	\$82,205	\$86,868	\$97,085	\$69,171	\$58,939	
	\$32,320	\$21,107	\$35,873	\$48,498	\$74,323	\$97,399	\$127,686	\$102,512	\$99,703	
55-59	119	469	210	145	121	118	114	81	90	10
	\$47,841	\$58,274	\$71,477	\$78,136	\$75,680	\$70,597	\$83,608	\$84,085	\$64,918	
	\$53,801	\$29,324	\$35,016	\$47,622	\$70,909	\$78,617	\$119,011	\$161,030	\$151,423	
60-64	75	277	116	88	59	71	56	34	36	29
	\$53,435	\$56,323	\$58,401	\$74,710	\$59,939	\$61,045	\$78,855	\$60,728	\$83,608	\$53,355
	\$61,695	\$32,173	\$47,239	\$45,245	\$51,780	\$81,206	\$155,261	\$122,919	\$247,456	\$166,324
65-69	18	79	27	13	9	13	11	9	6	8
		\$44,640	\$50,508							
		\$29,754	\$23,421							
70+	7	8	7	3	4	3	1	3		4

N-14630

Schedule SB Attachment (Form 5500)—2010 Plan Year
KeyCorp Cash Balance Pension Plan
EIN: 34-6542451 PN: 003

Schedule SB, line 25—Change in Funding Method

The funding valuation reflects the following method change:

- A change in the interest rate basis from the full yield curve with a two-month look-back (as of October 2008) to segment rates with no look-back (as of January 2010).

This change has automatic approval under final regulations, Notice 2009-22 or other IRS guidance.

Schedule SB Attachment (Form 5500)—2010 Plan Year
KeyCorp Cash Balance Pension Plan
EIN: 34-6542451 PN: 003

Schedule SB, line 24—Change in Actuarial Assumptions

The funding valuation reflects the following assumption changes:

- A change in the assumed expenses payable from the trust from \$2,551,997 to the actual expenses paid for the prior year.
- A change in lump sum conversion mortality from the 417(e) Mortality Table for lump sums payable in 2009 to the 417(e) Mortality Table for lump sums payable in 2010.

The reduction in the funding shortfall is less than \$5 million dollars and creates a difference in the before changes funding target of less than 5%. As such, approval of the Commissioner is not required.

Schedule SB Attachment (Form 5500)—2010 Plan Year
KeyCorp Cash Balance Pension Plan
EIN: 34-6542451 PN: 003

Schedule SB, Part V—Statement of Actuarial Assumptions/Methods

Interest Rates	Based on segment rates with no look-back (as of January 2010).
1st Segment Rate	4.60%.
2nd Segment Rate	6.65%.
3rd Segment Rate	6.76%.
Cash Balance Interest Crediting Rate	The valuation uses the interest crediting rate in effect for the plan year. This rate is a twelve month average of 30-year treasury rates. For the 2010 plan year, the rate is 3.91%, compounded quarterly.
Cash Balance Annuity Conversion Rate	Same as Funding Interest Rates.
Social Security Wage Base Increases	Future wage indices are based on a national wage increase of 4.0% per year.
Benefit Election at Retirement	For grandfathered actives it has been assumed that 60% will elect the cash balance benefit and 40% will elect the grandfathered benefit.
Lump Sum Conversion Mortality	Current 417(e) table for lump sums.
Retirement Age	
Active Participants	See Table 1.
Terminated Vested Participants	4 years after termination.
Mortality Rates	
Healthy and Disabled	Generational Mortality Table for Annuitants and Non-Annuitants per§1.430(h)(3)-1(d).
Withdrawal Rates	See Table 2.
Disability Rates	See Table 3.
Surviving Spouse Benefit	It is assumed that 25% of males and 25% of females have an eligible spouse, and that males are 3 years older than their spouses.
Benefit Limits	Projected benefits are limited by the current IRC section 415 maximum benefit of \$195,000.

Schedule SB Attachment (Form 5500)—2010 Plan Year
KeyCorp Cash Balance Pension Plan
EIN: 34-6542451 PN: 003

Valuation of Plan Assets

Smoothed fair market value of assets over the current and prior two years, adjusted for contributions, benefit payments, administrative expenses, and expected earnings. The average value of assets calculated in this manner is further limited to not less than 90% nor more than 110% of fair market value.

A characteristic of this method is that the expected distribution of the value of plan assets is skewed toward understatement relative to the corresponding market values for expected long-term rates of return in excess of the third segment rate under IRC section 430(h)(2)(C)(iii).

Expected Return on Assets

2008 Plan Year

6.43%.

2009 Plan Year

6.69%.

Trust Expenses Included in Target Normal Cost

The actual expenses paid for the prior year.

Actuarial Method

Standard Unit Credit Cost Method.

Valuation Date

January 1, 2010.

Schedule SB Attachment (Form 5500)—2010 Plan Year
KeyCorp Cash Balance Pension Plan
EIN: 34-6542451 PN: 003

Table 1

Retirement Rates

Age	Rate
55	10.00%
56	10.00%
57	10.00%
58	11.00%
59	13.00%
60	13.00%
61	17.00%
62	23.00%
63	17.00%
64	26.00%
65	31.00%
66	27.00%
67	17.00%
68	25.00%
69	10.00%
70+	100.00%

Schedule SB Attachment (Form 5500)—2010 Plan Year
KeyCorp Cash Balance Pension Plan
EIN: 34-6542451 PN: 003

Table 2—Page 1 of 2

Withdrawal Rates

Age	Years of Service					
	0	1	2	3	4	5+
15	50.00%	50.00%	50.00%	50.00%	50.00%	50.00%
16	50.00%	50.00%	50.00%	50.00%	50.00%	50.00%
17	50.00%	50.00%	50.00%	50.00%	50.00%	50.00%
18	50.00%	50.00%	50.00%	50.00%	50.00%	47.50%
19	50.00%	50.00%	50.00%	50.00%	50.00%	42.40%
20	37.00%	37.00%	37.00%	37.00%	28.00%	37.30%
21	37.00%	37.00%	37.00%	37.00%	28.00%	32.20%
22	37.00%	37.00%	37.00%	37.00%	28.00%	27.10%
23	37.00%	37.00%	37.00%	37.00%	28.00%	23.80%
24	37.00%	37.00%	37.00%	37.00%	28.00%	22.40%
25	30.00%	30.00%	30.00%	24.00%	23.00%	21.10%
26	30.00%	30.00%	30.00%	24.00%	23.00%	19.70%
27	30.00%	30.00%	30.00%	24.00%	23.00%	18.30%
28	30.00%	30.00%	30.00%	24.00%	23.00%	17.30%
29	30.00%	30.00%	30.00%	24.00%	23.00%	16.80%
30	26.00%	26.00%	26.00%	24.00%	20.00%	16.20%
31	26.00%	26.00%	26.00%	24.00%	20.00%	15.60%
32	26.00%	26.00%	26.00%	24.00%	20.00%	15.10%
33	26.00%	26.00%	26.00%	24.00%	20.00%	14.60%
34	26.00%	26.00%	26.00%	24.00%	20.00%	14.20%
35	21.00%	26.00%	22.00%	19.00%	16.00%	13.80%
36	21.00%	26.00%	22.00%	19.00%	16.00%	13.40%
37	21.00%	26.00%	22.00%	19.00%	16.00%	13.00%
38	21.00%	26.00%	22.00%	19.00%	16.00%	12.60%
39	21.00%	26.00%	22.00%	19.00%	16.00%	12.10%
40	18.00%	18.00%	18.00%	17.00%	16.00%	11.70%
41	18.00%	18.00%	18.00%	17.00%	16.00%	11.30%
42	18.00%	18.00%	18.00%	17.00%	16.00%	10.80%
43	18.00%	18.00%	18.00%	17.00%	16.00%	10.40%
44	18.00%	18.00%	18.00%	17.00%	16.00%	10.00%

Schedule SB Attachment (Form 5500)—2010 Plan Year
KeyCorp Cash Balance Pension Plan
EIN: 34-6542451 PN: 003

Table 2—Page 2 of 2

Withdrawal Rates

Age	Years of Service					
	0	1	2	3	4	5+
45	18.00%	18.00%	18.00%	17.00%	16.00%	9.60%
46	18.00%	18.00%	18.00%	17.00%	16.00%	9.10%
47	18.00%	18.00%	18.00%	17.00%	16.00%	8.70%
48	18.00%	18.00%	18.00%	17.00%	16.00%	8.50%
49	18.00%	18.00%	18.00%	17.00%	16.00%	8.40%
50	18.00%	18.00%	18.00%	17.00%	16.00%	8.30%
51	18.00%	18.00%	18.00%	17.00%	16.00%	8.20%
52	18.00%	18.00%	18.00%	17.00%	16.00%	8.10%
53	18.00%	18.00%	18.00%	17.00%	16.00%	7.90%
54	18.00%	18.00%	18.00%	17.00%	16.00%	7.70%
55	18.00%	18.00%	18.00%	17.00%	16.00%	7.50%
56	18.00%	18.00%	18.00%	17.00%	16.00%	7.30%
57	18.00%	18.00%	18.00%	17.00%	16.00%	7.10%
58	18.00%	18.00%	18.00%	17.00%	16.00%	7.00%
59	18.00%	18.00%	18.00%	17.00%	16.00%	6.80%
60	18.00%	18.00%	18.00%	17.00%	16.00%	6.70%
61	18.00%	18.00%	18.00%	17.00%	16.00%	6.60%
62	18.00%	18.00%	18.00%	17.00%	16.00%	6.50%
63	18.00%	18.00%	18.00%	17.00%	16.00%	6.40%
64	18.00%	18.00%	18.00%	17.00%	16.00%	6.30%
65+	18.00%	18.00%	18.00%	17.00%	16.00%	6.20%

Schedule SB Attachment (Form 5500)—2010 Plan Year
KeyCorp Cash Balance Pension Plan
EIN: 34-6542451 PN: 003

Table 3

Disability Rates

Age	Male	Female	Age	Male	Female
15	0.03%	0.03%	45	0.15%	0.23%
16	0.03%	0.03%	46	0.17%	0.26%
17	0.03%	0.03%	47	0.20%	0.29%
18	0.03%	0.03%	48	0.24%	0.31%
19	0.03%	0.03%	49	0.27%	0.34%
20	0.03%	0.03%	50	0.31%	0.38%
21	0.03%	0.03%	51	0.37%	0.42%
22	0.03%	0.03%	52	0.44%	0.47%
23	0.03%	0.03%	53	0.50%	0.51%
24	0.03%	0.03%	54	0.58%	0.56%
25	0.03%	0.03%	55	0.66%	0.61%
26	0.03%	0.03%	56	0.73%	0.66%
27	0.03%	0.03%	57	0.82%	0.70%
28	0.03%	0.04%	58	0.90%	0.76%
29	0.03%	0.04%	59	1.00%	0.81%
30	0.03%	0.04%	60	1.09%	0.86%
31	0.03%	0.05%	61	1.20%	0.91%
32	0.03%	0.05%	62	1.31%	0.96%
33	0.03%	0.06%	63	1.43%	1.00%
34	0.03%	0.06%	64	1.56%	1.04%
35	0.04%	0.07%	65+	0.00%	0.00%
36	0.04%	0.08%			
37	0.05%	0.09%			
38	0.06%	0.10%			
39	0.07%	0.11%			
40	0.08%	0.12%			
41	0.09%	0.14%			
42	0.10%	0.16%			
43	0.11%	0.18%			
44	0.13%	0.21%			

Schedule SB Attachment (Form 5500)—2010 Plan Year
KeyCorp Cash Balance Pension Plan
EIN: 34-6542451 PN: 003

Schedule SB, line 22—Description of Weighted Average Retirement Age

The average retirement age shown in line 22 has been calculated by assuming the following retirement rates and no decrements other than retirement for this calculation. All retirements are assumed to occur at mid-year, except for the 100% retirement age.

(a) Age	(b) Rate	(c) Weight	(d) Product (a) × (b) × (c)
55.5	10.00%	1.0000	5.55
56.5	10.00%	0.9000	5.09
57.5	10.00%	0.8100	4.66
58.5	11.00%	0.7290	4.69
59.5	13.00%	0.6488	5.02
60.5	13.00%	0.5645	4.44
61.5	17.00%	0.4911	5.13
62.5	23.00%	0.4076	5.86
63.5	17.00%	0.3139	3.39
64.5	26.00%	0.2605	4.37
65.5	31.00%	0.1928	3.91
66.5	27.00%	0.1330	2.39
67.5	17.00%	0.0971	1.11
68.5	25.00%	0.0806	1.38
69.5	10.00%	0.0604	0.42
70	100.00%	0.0544	3.81
Weighted Average			61.22

Schedule SB Attachment (Form 5500)—2010 Plan Year
KeyCorp Cash Balance Pension Plan
EIN: 34-6542451 PN: 003

Schedule SB, line 19—Discounted Employer Contributions

Year applied for contributions: 2010

Date	Amount	Interest Rate	Interest Adjusted Contribution
January 31, 2011	\$ 100,000,000	6.14%	\$ 93,754,877
Total Contribution	\$ 100,000,000		\$ 93,754,877

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2010 This Form is Open to Public Inspection
---	--	--

For calendar plan year 2010 or fiscal plan year beginning <u>01/01/2010</u> and ending <u>12/31/2010</u>	
► Round off amounts to nearest dollar.	
► Caution: A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.	
A Name of plan <u>KeyCorp Cash Balance Pension Plan</u>	B Three-digit plan number (PN) <u>003</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF <u>KeyCorp</u>	D Employer Identification Number (EIN) <u>34-6542451</u>
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500	

Part I Basic Information			
1 Enter the valuation date: Month <u>1</u> Day <u>1</u> Year <u>2010</u>			
2 Assets:			
a Market value.....	2a		848,892,142
b Actuarial value.....	2b		909,308,894
3 Funding target/participant count breakdown	(1) Number of participants		(2) Funding Target
a For retired participants and beneficiaries receiving payment	3a	5,548	278,300,833
b For terminated vested participants	3b	9,616	246,651,205
c For active participants:			
(1) Non-vested benefits.....	3c(1)		2,224,364
(2) Vested benefits.....	3c(2)		419,994,734
(3) Total active	3c(3)	14,630	422,219,098
d Total.....	3d	29,794	947,171,136
4 If the plan is at-risk, check the box and complete items (a) and (b) ☐			
a Funding target disregarding prescribed at-risk assumptions	4a		
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been at-risk for fewer than five consecutive years and disregarding loading factor.....	4b		
5 Effective interest rate.....	5	6.14 %	
6 Target normal cost.....	6	2,487,984	

Statement by Enrolled Actuary	
To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.	
SIGN HERE	 Signature of actuary <u>Gregory H. Reynolds</u> Type or print name of actuary <u>Hewitt Associates LLC</u> Firm name <u>5005 Rockside Road</u> Address of the firm <u>Independence OH 44131</u> Address of the firm
<u>10/04/2011</u> Date	
<u>11-06401</u> Most recent enrollment number	
<u>(216) 573-9700</u> Telephone number (including area code)	

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐	
For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500 or 5500-SF.	Schedule SB (Form 5500) 2010 v.092308.1

Part II Beginning of year carryover and prefunding balances

	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (Item 13 from prior year)	103,359,933	0
8 Portion used to offset prior year's funding requirement (Item 35 from prior year)	33,842,741	0
9 Amount remaining (Item 7 minus item 8)	69,517,192	0
10 Interest on item 9 using prior year's actual return of <u>22.03</u> %	15,314,637	0
11 Prior year's excess contributions to be added to prefunding balance:		
a Excess contributions (Item 38 from prior year)		44,731,076
b Interest on (a) using prior year's effective rate of <u>8.26</u> %		8,354,932
c Total available at beginning of current plan year to add to prefunding balance		53,086,008
d Portion of (c) to be added to prefunding balance		0
12 Reduction in balances due to elections or deemed elections	0	0
13 Balance at beginning of current year (item 9 + item 10 + item 11d - item 12)	84,831,829	0

Part III Funding percentages

14 Funding target attainment percentage	14	87.04 %
15 Adjusted funding target attainment percentage	15	96.00 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	95.93 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and liquidity shortfalls**18** Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
01/31/2011	100,000,000				
Totals ►			18(b)	100,000,000	18(c) 0

19 Discounted employer contributions - see instructions for small plan with a valuation date after the beginning of the year:

a Contributions allocated toward unpaid minimum required contribution from prior years	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	93,754,877

20 Quarterly contributions and liquidity shortfalls:

- a** Did the plan have a "funding shortfall" for the prior year? ☒ Yes ☐ No
- b** If 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☒ Yes ☐ No
- c** If 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of Quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

Part V Assumptions used to determine funding target and target normal cost

21 Discount rate:				
a Segment rates:	1st segment: 4.60 %	2nd segment: 6.65 %	3rd segment: 6.76 %	☐ N/A, full yield curve used
b Applicable month (enter code)				21b 0
22 Weighted average retirement age				22 61
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
27 If the plan is eligible for (and is using) alternative funding rules, enter applicable code and see instructions regarding attachment.	27

Part VII Reconciliation of unpaid minimum required contributions for prior years

28 Unpaid minimum required contribution for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (item 19a)	29	0
30 Remaining amount of unpaid minimum required contributions (item 28 minus item 29)	30	0

Part VIII Minimum required contribution for current year

31 Target normal cost, adjusted, if applicable (see instructions)	31	2,487,984
32 Amortization installments:	Outstanding Balance	Installment
a Net shortfall amortization installment	0	0
b Waiver amortization installment	0	0
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	0
34 Total funding requirement before reflecting carryover/prefunding balances (item 31 + item 32a + item 32b - item 33)	34	2,487,984
	Carryover balance	Prefunding balance
35 Balances used to offset funding requirement	2,487,984	0
36 Additional cash requirement (item 34 minus item 35)	36	0
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (item 19c)	37	93,754,877
38 Interest-adjusted excess contributions for current year (see instructions)	38	93,754,877
39 Unpaid minimum required contribution for current year (excess, if any, of item 36 over item 37)	39	0
40 Unpaid minimum required contribution for all years	40	0

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

Key Corp
Cash Balance Pension Plan

EIN 34-6542451
Plan Number 003

December 31, 2010

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
	Common Stock			
	ABB Ltd	Common Stock	\$ 5,782,144	\$ 6,353,350
	Abbott Labs	Common Stock	3,525,827	3,401,610
	Aegis Group PLC Fgn	Common Stock	221,814	368,885
	AES Corp	Common Stock	916,517	960,393
	Affiliated Managers Group Inc	Common Stock	282,346	446,490
**	Agnico Eagle Mines Ltd	Common Stock	555,718	728,650
	Aixtron SE	Common Stock	115,433	305,821
	Albemarle Corp	Common Stock	706,223	794,865
**	Alexander & Baldwin Inc	Common Stock	440,206	580,435
**	Allegheny Technologies Inc	Common Stock	873,143	917,367
**	Allete Inc	Common Stock	744,430	689,310
**	Alliant Techsystems Inc	Common Stock	941,824	923,230
	Alten Fgn	Common Stock	252,587	364,515
**	Altera Corp	Common Stock	498,877	739,886
	American Financial Group Inc	Common Stock	281,516	452,060
	American Science & Engr Inc	Common Stock	409,126	468,765
	American Tower Corp	Common Stock	3,500,932	3,537,340
**	American Superconductor Corp	Common Stock	268,861	284,328
	Amerisourcebergen Corp	Common Stock	696,739	989,651
	Ameriprise Financial Inc	Common Stock	666,900	975,472
	Ametek Inc	Common Stock	508,869	793,380
	Anadarko Pete Corp	Common Stock	2,025,474	3,724,681
	Andritz Ag Fgn	Common Stock	217,340	515,687
	Anheuser Bush Inbev N V	Common Stock	3,322,631	3,362,601
	Anixter International Inc	Common Stock	337,555	447,975
**	Aon Corp	Common Stock	1,129,363	1,380,300
	Aptargroup Inc	Common Stock	226,945	356,775
**	Arch Coal Inc	Common Stock	668,931	974,668
**	Arkansas Best Corp Del	Common Stock	593,167	556,626
**	Arrow Electronics Inc	Common Stock	932,742	1,209,367
	Asahi Diamond Industrial Co Ltd Fgn	Common Stock	262,643	304,395
	Asics Corp Fgn	Common Stock	288,562	360,422
	Astec Inds Inc	Common Stock	487,489	538,006
	ATMI Inc	Common Stock	646,790	528,410
**	Atwood Oceanics Inc	Common Stock	350,699	467,125
	Autodesk Inc	Common Stock	3,479,493	3,894,490
	Babcock International Group PLC Fgn	Common Stock	333,010	340,771
**	Barnes Group Inc	Common Stock	510,343	599,430
	Bekaert N V Fgn	Common Stock	165,431	431,799
	Benchmark Electrs Inc	Common Stock	567,284	553,880
	Berry Pete Co	Common Stock	419,735	480,700
	BJs Wholesale Club Inc	Common Stock	272,600	383,200
	BMC Software Inc	Common Stock	764,345	804,915
	Boeing Co	Common Stock	7,187,849	7,243,860
	Boart Longyear Group Fgn	Common Stock	332,150	357,581
	Borg Warner Inc	Common Stock	428,084	924,037
**	Boston Scientific Corp	Common Stock	468,175	456,092
	Brady Corp	Common Stock	509,844	538,065

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

Key Corp
Cash Balance Pension Plan

EIN 34-6542451
Plan Number 003

December 31, 2010

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
**	Brocade Communications Sys Inc	Common Stock	783,343	639,402
	Burckhardt Compression Hldg A G Fgn	Common Stock	224,209	359,560
	CACI Intl Inc	Common Stock	611,634	667,500
	Cal Dive International Inc	Common Stock	649,752	404,271
**	Callaway Golf Co	Common Stock	313,130	375,255
	Campbell Brothers Ltd Fgn	Common Stock	228,722	328,834
	Cameron International Corp	Common Stock	797,277	1,116,517
**	Canadian Pacific Railway Ltd	Common Stock	1,056,828	1,154,461
**	Capitalsource Inc	Common Stock	605,175	645,212
	Cargotec Oyj Fgn	Common Stock	282,991	424,381
	Carillion PLC Fgn	Common Stock	328,423	347,057
	Carlisle Cos Inc	Common Stock	387,149	397,400
**	Carters Inc	Common Stock	257,187	280,345
	Caseys Gen Stores	Common Stock	264,061	276,315
	Cato Corp	Common Stock	249,149	376,887
**	Celadon Group Inc	Common Stock	160,802	280,507
**	Cerner Corp	Common Stock	392,722	573,651
	CFE Fgn	Common Stock	145,499	158,880
	Chatham Lodging Trust	Common Stock	521,487	448,500
	China Shineway Pharm Grp Ltd Fgn	Common Stock	195,804	286,870
	Chiyoda Corp	Common Stock	330,905	348,684
	Christian Hansen Holding A/S Fgn	Common Stock	281,091	311,759
**	Chubb Corp	Common Stock	2,805,810	3,310,020
**	Church & Dwight Inc	Common Stock	672,214	731,612
	Cimarex Energy Co	Common Stock	536,814	770,211
**	Cleco Corp	Common Stock	640,002	722,860
	Cloud Peak Energy Inc	Common Stock	299,589	376,326
**	Comfort Systems USA Inc	Common Stock	361,850	533,385
**	Comerica Inc	Common Stock	635,753	1,184,832
	Commercial Vehicle Group Inc	Common Stock	116,510	268,125
**	Conmed Corp	Common Stock	339,002	488,955
	Corn Products International Inc	Common Stock	232,563	450,064
**	Corporate Office Pptys Trust	Common Stock	707,239	731,329
	Cree Inc	Common Stock	512,257	487,586
	Construcciones Y Aux De Ferrocarril Fgn	Common Stock	262,832	322,816
**	Cummins Inc	Common Stock	573,463	666,661
	Cypress Semiconductor Corp	Common Stock	401,194	828,092
	Delphi Finl Group Inc	Common Stock	339,200	389,340
	Demag Cranes Ag Fgn	Common Stock	265,409	370,729
	Denki Kagaku Kogyo K K Fgn	Common Stock	289,229	304,595
**	Dick's Sporting Goods Inc	Common Stock	460,478	820,125
	Diebold Inc	Common Stock	563,459	673,050
	Digital Realty Trust Inc	Common Stock	837,934	939,316
	Discovery Communications Inc Ser A	Common Stock	669,279	965,355
	Dr Pepper Snapple Group Inc	Common Stock	5,476,783	5,208,427
	DSV A/S Fgn	Common Stock	247,093	420,785
	Eaton Corp	Common Stock	1,096,083	1,485,091
	Elringklinger AG Fgn	Common Stock	276,962	406,205
**	EMC Corp	Common Stock	5,369,636	7,402,814

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

Key Corp
Cash Balance Pension Plan

EIN 34-6542451
Plan Number 003

December 31, 2010

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
	Emcor Group Inc	Common Stock	396,389	507,150
	Energen Corp	Common Stock	352,926	482,600
**	Enesco PLC	Common Stock	2,203,710	2,786,436
	Equinix Inc	Common Stock	852,683	731,015
	Euler Hermes S A Fgn	Common Stock	153,385	307,354
	Exedy Corp Fgn	Common Stock	148,561	293,192
**	Exelon Corp	Common Stock	2,813,779	2,810,700
	Exxon Mobil Corp	Common Stock	10,203,120	10,894,880
**	Fair Isaac Corp	Common Stock	357,588	479,085
	Fairchild Semiconductor Intl Cl A	Common Stock	291,390	465,287
	Fila Korea Ltd Fgn	Common Stock	342,843	342,939
	First Niagara Finl Group Inc	Common Stock	657,763	694,806
**	Flowers Foods Inc	Common Stock	554,237	592,020
	Fluor Corp	Common Stock	1,000,001	1,409,681
**	Ford Motor Co	Common Stock	3,035,745	4,717,990
	Forest Labs Inc	Common Stock	729,197	791,025
	Galaxy Entertainment Group Ltd Fgn	Common Stock	172,021	297,716
	Gallagher Arthur J & Co	Common Stock	552,791	668,840
**	GATX Corp	Common Stock	488,329	599,760
	General Elec Co	Common Stock	6,799,136	7,401,140
**	Genesee & Wyo Inc	Common Stock	190,257	370,650
	Goodpack Ltd Fgn	Common Stock	256,039	292,855
	Google Inc	Common Stock	11,645,842	13,067,340
	Greatbatch Inc	Common Stock	342,946	410,550
	Halliburton Co	Common Stock	5,494,004	7,911,302
	Halma PLC Fgn	Common Stock	196,066	333,538
**	Harris Corp Del	Common Stock	1,027,324	1,041,900
	Hasbro Inc	Common Stock	665,446	1,057,304
**	Haynes International Inc	Common Stock	379,252	460,130
**	HCP Inc	Common Stock	573,761	711,703
**	Healthcare Rlty Tr Reit	Common Stock	490,547	433,985
**	Heidrick & Struggles Intl	Common Stock	436,607	530,025
**	Henry Jack & Assoc Inc	Common Stock	516,562	612,150
	Hexagon Ab Fgn	Common Stock	281,711	638,489
**	Highwoods Pptys Inc	Common Stock	376,728	429,975
	Hoganas Ab Fgn	Common Stock	297,199	401,453
**	Holly Corp	Common Stock	473,007	648,243
	Horace Mann Educators Corp	Common Stock	406,468	405,900
	Huber & Suhner Ag Fgn	Common Stock	314,312	349,827
	Iberiabank Corp	Common Stock	272,437	360,693
	Imtech NV Fgn	Common Stock	257,892	354,280
	inet Limited Fgn	Common Stock	263,687	300,159
**	Independent Bk Corp	Common Stock	509,102	551,820
	Infinity Ppty & Casualty Corp	Common Stock	365,728	494,400
	Ingenico S A Fgn	Common Stock	326,130	356,330
	Ingersoll Rand PLC Cl A	Common Stock	3,173,590	3,720,110
	Iljin Display Co Ltd Fgn	Common Stock	245,242	287,851
**	Innophos Holdings Inc	Common Stock	160,163	274,208
	Intermediate Capital Group PLC Fgn	Common Stock	312,728	352,484

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

Key Corp
Cash Balance Pension Plan

EIN 34-6542451
Plan Number 003

December 31, 2010

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
	Invesco Ltd Fgn	Common Stock	3,102,584	3,509,777
	International Paper Co	Common Stock	4,123,920	4,344,780
**	Intersil Corp	Common Stock	474,044	509,774
	Iron Mountain Inc	Common Stock	478,202	487,695
**	Jack in the Box Inc	Common Stock	291,954	295,820
**	Jefferies Group Inc	Common Stock	597,305	639,573
	JP Morgan Chase & Co	Common Stock	7,621,718	8,102,220
**	John Bean Technologies Corp	Common Stock	379,171	499,284
	Johnson & Johnson	Common Stock	3,065,290	3,049,205
**	Johnson Controls Inc	Common Stock	5,236,828	7,028,800
	Kaba Holding AG Fgn	Common Stock	303,280	334,704
**	Kadant Inc	Common Stock	262,107	366,349
	Keihin Corp Fgn	Common Stock	233,108	309,117
	Kemira Oyj Fgn	Common Stock	218,594	303,045
**	Kennametal Inc	Common Stock	432,231	670,820
	Kingboard Laminates Holding Fgn	Common Stock	205,626	292,215
	Kloeckner & Co Ag Fgn	Common Stock	272,986	275,028
**	Korn Ferry International	Common Stock	312,489	462,200
	Kraft Foods Inc CL A	Common Stock	5,296,282	5,593,025
**	Lasalle Hotel Properties Reit	Common Stock	360,473	488,400
**	Life Technologies Corp	Common Stock	1,054,091	1,198,800
	Lincoln Electric Holdings Inc	Common Stock	457,518	685,335
	Lock & Lock Co Ltd Fgn	Common Stock	198,791	235,712
	Lowes Cos Inc	Common Stock	8,457,329	9,448,263
	Macys Inc	Common Stock	2,669,151	2,922,150
	Maidenform Brands Inc	Common Stock	104,558	178,275
	Martin Marietta Matls Inc	Common Stock	740,677	853,220
	Mastec Inc	Common Stock	517,792	641,960
	Mead Johnson Nutrition Co	Common Stock	363,612	375,056
**	Medics Pharmaceutical Corp	Common Stock	426,379	442,035
	Medtronic Inc	Common Stock	3,545,458	3,683,037
**	Merck & Co Inc	Common Stock	5,907,296	5,748,380
	Metlife Inc	Common Stock	6,025,705	6,796,920
	Meyer Burger Technology Ag Fgn	Common Stock	233,157	298,318
	Microsoft Corp	Common Stock	8,117,233	8,126,220
**	Microstrategy Inc CL A	Common Stock	440,496	427,350
	Midas Holdings Ltd Fgn	Common Stock	195,079	278,113
	Minebea Co Ltd Fgn	Common Stock	272,907	315,640
	Mineral Resources Ltd	Common Stock	269,783	388,507
**	MKS Instruments Inc	Common Stock	540,328	705,600
	Monadelphous Group Limited Fgn	Common Stock	327,710	369,336
	Monsanto Co	Common Stock	2,395,950	2,819,166
	Morgan Stanley	Common Stock	5,929,936	5,863,755
**	MTS Sys Corp	Common Stock	349,619	573,063
**	Mueller Inds Inc	Common Stock	688,709	745,560
	Nabtesco Corp Fgn	Common Stock	164,725	491,165
	Navigators Group Inc	Common Stock	444,460	453,150
	Nestle S A	Common Stock	3,083,528	3,771,391
	New York Community Bancorp Inc	Common Stock	815,979	1,085,760

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

Key Corp
Cash Balance Pension Plan

EIN 34-6542451
Plan Number 003

December 31, 2010

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
	Newfield Expl Co	Common Stock	686,084	1,070,833
	Nichi-Iko Pharmaceutical Co Ltd Fgn	Common Stock	274,561	312,444
	NIFCO Inc	Common Stock	153,675	318,379
	NII Holdings Inc	Common Stock	548,601	616,308
**	Nordstrom Inc	Common Stock	501,053	784,666
	Northwest Natural Gas	Common Stock	553,081	580,875
	Northwestern Corp	Common Stock	501,071	547,770
**	Nuance Communications Inc	Common Stock	979,156	1,129,887
**	Nucor Corp	Common Stock	5,867,483	6,638,292
	OCI Materials Co Ltd Fgn	Common Stock	304,934	269,586
**	Olin Corp	Common Stock	307,636	421,686
	Oracle Corp	Common Stock	5,888,007	8,433,222
	Outotec Oyj Fgn	Common Stock	230,885	507,368
	Owens & Minor Inc	Common Stock	660,435	706,320
**	Owens Corning Inc	Common Stock	526,076	631,410
**	Owens Ill Inc	Common Stock	639,936	600,492
**	Paccar Inc	Common Stock	2,683,984	3,061,956
**	Pacwest Bancorp	Common Stock	435,672	502,430
**	Patterson-UTI Energy Co	Common Stock	468,871	668,050
**	Paychex Inc	Common Stock	4,039,018	4,295,810
	Peak Sport Products Ltd Fgn	Common Stock	270,174	253,255
**	Penn National Gaming Inc	Common Stock	567,306	700,364
**	Penn Va Corp	Common Stock	555,554	412,090
**	Perkinelmer Inc	Common Stock	535,662	697,140
**	Petroquest Energy Inc	Common Stock	293,058	308,730
	Pfeiffer Vacuum Technology Ag Fgn	Common Stock	273,510	267,751
	Pfizer Inc	Common Stock	8,278,697	9,254,035
	Pigeon Corp Fgn	Common Stock	281,418	352,245
	Pioneer Corp Fgn	Common Stock	268,059	321,896
	Plantronics Inc	Common Stock	396,903	413,328
**	PPG Inds Inc	Common Stock	652,034	1,000,013
	Principal Financial Group Inc	Common Stock	1,065,534	1,291,004
**	Prosperity Bancshares Inc	Common Stock	533,146	667,760
**	PS Business Parks Inc	Common Stock	430,619	473,620
**	Pulte Group Inc	Common Stock	871,010	652,398
**	QEP Resources Inc	Common Stock	1,002,324	1,182,798
**	Qlogic Corp	Common Stock	520,865	502,090
	Qualcomm Inc	Common Stock	7,694,094	10,071,215
	Raffles Medical Group Ltd Fgn	Common Stock	237,905	277,989
	Raytheon Co	Common Stock	3,750,194	3,684,030
**	Rent A Center Inc	Common Stock	497,945	629,460
	Rheinmetall Ag Fgn	Common Stock	221,944	430,161
**	RLI Corp	Common Stock	363,687	341,705
**	Roper Inds Inc	Common Stock	384,972	617,172
	Rotork PLC Fgn	Common Stock	207,807	334,484
	Rubis Fgn	Common Stock	244,860	288,547
**	Ruddick Corp	Common Stock	362,588	368,400
**	Rush Enterprises Inc CL A	Common Stock	224,338	429,240
	Sai Global Ltd Fgn	Common Stock	322,986	365,103

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

Key Corp
Cash Balance Pension Plan

EIN 34-6542451
Plan Number 003

December 31, 2010

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
	Sanyo Chemical Industries Ltd Fgn	Common Stock	83,946	87,704
	SATS Ltd Fgn	Common Stock	284,018	352,967
	Schibsted ASA Fgn	Common Stock	353,352	473,462
**	Schlumberger Ltd Fgn	Common Stock	8,455,265	10,929,231
**	Schulman A Inc	Common Stock	470,935	546,957
	Schwab Charles Corp	Common Stock	6,932,667	7,051,647
	Sensient Technologies Corp	Common Stock	476,535	661,140
**	Sigma Designs Inc	Common Stock	362,696	389,675
	Sika Ag Fgn	Common Stock	172,257	376,270
	Silgan Holdings Inc	Common Stock	490,088	608,770
**	SM Energy Co	Common Stock	202,789	439,795
	Smith A O	Common Stock	212,919	314,160
**	Smucker J M Co	Common Stock	522,332	677,180
	Southwest Airlines Co	Common Stock	2,616,138	3,751,220
**	Spartan Stores Inc	Common Stock	221,163	279,675
	Spirent Communication PLC Fgn	Common Stock	194,865	264,881
**	Stancorp Financial Group Inc	Common Stock	473,187	609,390
**	Stanley Black & Decker Inc	Common Stock	984,157	1,043,172
	Staples Inc	Common Stock	5,971,506	5,999,895
**	Starwood Hotels & Resorts WW Inc	Common Stock	568,055	887,266
**	Steiner Leisure Ltd	Common Stock	596,748	747,200
**	Steris Corp	Common Stock	468,920	539,608
	Sterling Construction Co Inc	Common Stock	436,093	352,080
	Storebrand ASA Fgn	Common Stock	261,625	348,450
	Subsea 7 S A Fgn	Common Stock	240,724	583,786
	Super Group Ltd Fgn	Common Stock	215,024	223,635
**	Superior Energy Svcs Inc	Common Stock	363,751	664,810
	Suruga Bank Ltd Fgn	Common Stock	363,228	354,209
	Symex Corp	Common Stock	235,574	347,081
	Symrise Ag Fgn	Common Stock	239,446	316,435
	Target Corp	Common Stock	4,728,170	6,592,172
	TD Ameritrade Holding Corp	Common Stock	799,933	797,865
	Telecity Group PLC	Common Stock	248,784	313,424
**	Tesco Corp Fgn	Common Stock	199,861	339,038
**	Texas Inds Inc	Common Stock	499,901	526,470
	Thomas & Betts Corp	Common Stock	259,094	410,550
	Tognum Ag Fgn	Common Stock	251,910	431,382
**	Toll Brothers Inc	Common Stock	2,351,783	2,119,431
	Tomra Systems ASA Fgn	Common Stock	268,752	318,519
	Toyo Tanso Co Ltd Fgn	Common Stock	296,392	332,290
	Travelers Cos Inc	Common Stock	3,651,096	3,962,151
	Ultra Electronics Hldgs PLC Fgn	Common Stock	266,350	295,673
**	Umpqua Holdings Corp	Common Stock	366,515	341,040
**	United Parcel Service Inc	Common Stock	6,358,325	8,350,402
	URS Corp	Common Stock	1,348,264	1,382,492
	Valeo Fgn	Common Stock	262,805	494,317
**	Viad Corp	Common Stock	258,760	382,050
	Virbac SA Fgn	Common Stock	218,719	328,745
**	Warnaco Group Inc CL A	Common Stock	500,055	490,123

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

Key Corp
Cash Balance Pension Plan

EIN 34-6542451
Plan Number 003

December 31, 2010

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
**	Washington Reit	Common Stock	333,376	449,355
**	Waste Management Inc	Common Stock	1,867,713	2,120,025
	Waters Corp	Common Stock	461,850	730,085
	West Pharmaceutical Services Inc	Common Stock	508,834	519,120
	Western Union Co	Common Stock	2,848,157	3,170,753
**	WGL Holdings Inc	Common Stock	599,608	643,860
	Wienerberger Ag Fgn	Common Stock	288,017	345,839
**	Williams Sonoma Inc	Common Stock	624,586	829,971
**	Wisconsin Energy Corp	Common Stock	609,705	746,639
**	Wolverine World Wide Inc	Common Stock	420,517	461,686
**	Xcel Energy Inc	Common Stock	915,817	932,580
	Yit Oyj Fgn	Common Stock	255,916	354,581
	Total Common Stock		<u>\$ 357,436,182</u>	<u>\$ 418,609,139</u>
Collective Investment Funds				
*	EB Money Market Fund	Money Market Fund	\$ 41,844,955	\$ 41,844,955
*	EB Convertible Securities Fund	Convertible Securities Fund	17,984,032	43,377,888
	Wellington CIF Emerging Markets Debt	Emerging Markets Debt Fund	21,890,580	23,010,033
	Total Collective Investment Funds		<u>\$ 81,719,567</u>	<u>\$ 108,232,876</u>
Mutual Funds				
	Fidelity Inst Treasury III Fund	Money Market Fund	\$ 355,689	\$ 355,689
*	Ishares Msci Eafe Index Fund Closed-End Fund	Index Fund	119,217,572	110,092,681
	Vanguard Inflation-Protected Open-End Fund	Inflation-Protected Fund	49,741,248	53,272,506
*	William Blair Emer Mkts Grwth Fd Open-End Fund	Growth Fund	16,582,230	15,985,825
	Total Mutual Funds		<u>\$ 185,896,739</u>	<u>\$ 179,706,701</u>
U.S. Government and Agency Issues				
***	FNMA Single Family 4.000%	Pool TBA 4.000% 30 yr maturity	\$ 2,458,669	\$ 2,427,044
***	FNMA Single Family 4.500%	Pool TBA 4.500% 15 yr maturity	3,017,079	3,024,288
***	FNMA Single Family 4.500%	Pool TBA 4.500% 30 yr maturity	1,815,000	1,806,482
***	FNMA Single Family 5.000%	Pool TBA 5.000% 15 yr maturity	920,025	923,018
***	FNMA Single Family 5.500%	Pool TBA 5.500% 15 yr maturity	1,746,056	1,741,500
***	FNMA Single Family 5.500%	Pool TBA 5.500% 30 yr maturity	3,903,002.00	3,908,126
***	FNMA Single Family 6.000%	Pool TBA 6.000% 30 yr maturity	1,309,641	1,310,777
***	FNMA Single Family 6.500%	Pool TBA 6.500% 30 yr maturity	110,750	111,125
***	GNMA I Single Family 5.500%	Pool TBA 5.500% 30 yr maturity	350,810	353,366
***	GNMA II Jumbos 4.500%	Pool TBA 4.500% 30 yr maturity	2,859,280	2,881,849
***	GNMA II Jumbos 5.000%	Pool TBA 5.000% 30 yr maturity	2,376,561	2,395,957
	Freddie Mac Gold	Pool D70285 6.00% Due 04/01/26	-	20,541
	Freddie Mac Gold	Pool G08023 6.50% Due 11/01/34	97,509	107,457
	Freddie Mac Gold	Pool G08086 5.50% Due 10/01/35	117,307	129,718
	Freddie Mac Gold	Pool G02554 6.50% Due 11/01/34	106,506	112,753
	Freddie Mac Gold	Pool C77935 8.00% Due 06/01/30	106,288	29,302
	Freddie Mac Gold	Pool C00653 6.50% Due 07/01/28	9,468	31,068
	Freddie Mac Gold	Pool C00785 6.50% Due 06/01/29	14,415	24,425
	Freddie Mac Gold	Pool C01649 5.50% Due 10/01/33	173,944	182,531
**	Freddie Mac Gold	Pool A90303 4.50% Due 12/01/39	1,120,371	1,137,775

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

Key Corp
Cash Balance Pension Plan

EIN 34-6542451
Plan Number 003

December 31, 2010

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
	Freddie Mac Gold	Pool A11986 5.00% Due 08/01/33	151,029	162,344
	Freddie Mac Gold	Pool A12329 5.00% Due 08/01/33	41,790	46,952
**	Freddie Mac Gold	Pool A12894 5.00% Due 08/01/33	314,253	370,813
**	Freddie Mac Gold	Pool A16175 6.50% Due 08/01/29	294,352	321,238
	Federal Home Ln Banks	Note 1.125% Due 05/18/12	1,702,590	1,704,635
	Freddie Mac Gold	Pool C80398 6.50% Due 05/01/26	-	39,923
**	Freddie Mac	Note 4.50% Due 01/15/14	1,700,517	1,709,380
	Fannie Mae	Global Bond 6.625% Due 11/15/30	312,051	321,751
	Fannie Mae	Note 5.00% Due 03/15/16	536,904	542,270
	Freddie Mac	Note 2.125% Due 03/23/12	627,546	627,257
	Fannie Mae	Pool 251967 6.50% Due 09/01/28	-	38,146
	Fannie Mae	Pool 252162 6.50% Due 12/01/28	89,502	69,757
	Fannie Mae	Pool 252874 7.50% Due 11/01/29	42,941	44,835
	Fannie Mae	Pool 323925 6.00% Due 09/01/29	62,647	94,367
	Fannie Mae	Pool 323995 6.00% Due 10/01/29	70,821	75,737
	Fannie Mae	Pool 357140 6.00% Due 07/01/31	66,891	65,680
	Fannie Mae	Pool 399910 7.00% Due 12/01/27	4,292	3,553
	Fannie Mae	Pool 426861 8.50% Due 11/01/17	15,241	5,292
	Fannie Mae	Pool 447808 6.50% Due 05/01/29	35,405	33,805
	Fannie Mae	Pool 523829 8.00% Due 11/01/19	65,108	41,571
	Fannie Mae	Pool 523849 10.00% Due 11/01/13	98,784	9,559
	Fannie Mae	Pool 523851 10.50% Due 11/01/13	53,367	5,182
	Fannie Mae	Pool 523853 11.00% Due 11/01/13	122,324	10,298
	Fannie Mae	Pool 535441 8.00% Due 03/01/30	19,222	15,236
	Fannie Mae	Pool 545382 8.00% Due 11/01/28	76,290	45,135
	Fannie Mae	Pool 677279 5.50% Due 01/01/33	208,007	215,340
**	Fannie Mae	Pool 677442 5.50% Due 01/01/33	385,832	421,575
	Fannie Mae	Note Ser 1 1.125% Due 07/30/12	1,570,898	1,573,634
	Fannie Mae	Note 1.00% Due 09/23/13	1,527,525	1,532,682
	Fannie Mae	Pool 683951 5.50% Due 02/01/33	200,087	197,928
	Fannie Mae	Pool 688983 6.00% Due 05/01/33	189,149	171,133
	Fannie Mae	Pool 713706 5.50% Due 08/01/33	27,804	28,186
	Fannie Mae	Pool 713735 5.00% Due 09/01/33	53,490	62,938
	Fannie Mae	Pool 723258 6.50% Due 07/01/32	65,015	53,287
**	Fannie Mae	Pool 725027 5.00% Due 11/01/33	1,334,956	1,351,171
**	Fannie Mae	Pool 725205 5.00% Due 03/01/34	941,003	1,111,648
**	Fannie Mae	Pool 725232 5.00% Due 03/01/34	490,345	538,076
**	Fannie Mae	Pool 725705 5.00% Due 08/01/34	800,010	802,705
**	Fannie Mae	Pool 735455 5.00% Due 03/01/34	492,620	554,776
**	Fannie Mae	Pool 745275 5.00% Due 02/01/36	740,713	743,043
**	Fannie Mae	Pool 762505 5.50% Due 11/01/33	631,871	665,687
	Fannie Mae	Pool 823753 6.50% Due 11/01/31	206,565	212,157
	Fannie Mae	Pool 838927 6.00% Due 08/01/35	167,280	177,955
	Fannie Mae	Pool 888430 5.00% Due 11/01/33	298,135	321,242
**	Fannie Mae	Pool 888606 4.50% Due 01/01/35	959,401	1,038,047
	Fannie Mae	Pool 889307 5.00% Due 07/01/37	256,821	277,065
	Fannie Mae	Pool 891805 6.00% Due 06/01/36	113,351	122,361
**	Fannie Mae	Pool 900852 6.00% Due 01/01/37	1,061,659	1,149,148
	Fannie Mae	Pool 902340 5.50% Due 11/01/36	16,939	19,277

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

Key Corp
Cash Balance Pension Plan

EIN 34-6542451
Plan Number 003

December 31, 2010

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
**	Fannie Mae	Pool 902551 6.00% Due 11/01/36	335,061	360,331
	Fannie Mae	Pool 918508 6.00% Due 05/01/37	64,754	70,683
**	Fannie Mae	Pool AE2100 4.50% Due 08/01/40	2,064,128	2,027,235
**	Government Natl Mtg Assn II	Pool 4638 5.50% Due 02/20/40	973,232	981,262
**	Government Natl Mtg Assn	Pool 782547 7.50% Due 02/15/35	800,523	816,117
	International Bk For Recon&Dev	Deb 7.625% Due 01/19/23	86,040	86,231
**	United States Treasury	Bonds 4.375% Due 05/15/40	5,394,458	4,885,532
**	United States Treasury	Notes 4.625% Due 07/31/12	456,113	450,791
**	United States Treasury	Notes 1.125% Due 06/30/11	13,034,398	13,017,736
	United States Treasury	Notes 2.625% Due 12/31/14	586,099	589,142
**	United States Treasury	Notes 2.50% Due 06/30/17	1,749,074	1,693,625
**	United States Treasury	Notes 2.625% Due 08/15/20	7,449,291	7,016,518
**	United States Treasury	Notes 1.25% Due 09/30/15	21,691,631	21,200,496
	Total U.S. Government and Agency Issues		<u>\$ 96,540,826</u>	<u>\$ 95,600,578</u>
	Corporate Bonds			
**	AES Corp	Senior Note 8.00% Due 06/01/20	\$ 403,000	\$ 424,000
	Advanced Mirco Devices Inc	Senior Note Ser 144A 7.75% Due 08/01/20	200,500	207,500
**	Albritton Communications Corp	Senior Note 8.00% Due 05/15/18	249,375	252,500
	Alcan Inc	Senior Note 5.75% Due 06/01/35	158,271	156,221
**	Alcoa Inc	Note 6.00% Due 07/15/13	130,805	132,049
	Ally Financial Inc	Senior Note Ser 144A 7.50% Due 09/15/20	298,290	314,625
	American Axle & Mfg Inc	Senior Note 7.875% Due 03/01/17	43,750	51,187
	Anheuser-Busch Cos Inc	Note 5.05% Due 10/15/16	185,243	178,723
	Aramark Corp	Senior Note 8.50% Due 02/01/15	651,625	679,250
**	Arvinmeritor Inc	Senior Note 8.125% Due 09/15/15	232,946	261,562
**	AT&T Inc	Bond 6.30% Due 01/15/38	191,667	184,616
**	AT&T Wireless Services Inc	Note 8.125% Due 05/01/12	82,227	77,559
	Autonation Inc	Senior Note 6.75% Due 04/15/18	201,250	206,500
	Avaya Inc	Term Loan	445,366	469,490
	Avis Budget Car Rental LLC/Fin	Senior Note 7.75% Due 05/15/16	327,250	357,000
**	Avis Budget Car Rental	Senior Note Ser Wi 9.625% Due 03/15/18	99,155	107,750
	Avis Budget Car Rental LLC	Senior Note Ser 144A 8.25% Due 01/15/19	101,000	101,000
**	B&G Foods Inc	Senior Note 7.625% Due 01/15/18	351,375	368,375
	BAC Capital XI	Bond 6.625% Due 05/23/36	116,250	118,792
	Baldor Electric Co	Senior Note 8.625% Due 02/15/17	305,625	336,000
**	Bank of America Corp	Senior Note 6.25% Due 04/15/12	178,475	179,066
**	Bank of America NA	Med Term Bk Note Ser L 5.65% Due 05/01/18	334,444	321,858
	Bank of New York Co Inc	Med Term Bk Note 4.95% Due 11/01/12	238,269	236,047
	Boeing Capital Corp	Bond 5.80% Due 01/15/13	129,276	130,955
	Boise Paper HDG/Co-Issuer Co	Senior Note 8.00% Due 04/01/20	344,391	374,500
**	Bresnan Broadband Holdings LLC	Senior Note Ser 144A 8.00% Due 12/15/18	250,237	257,500
**	Bristow Group Inc	Senior Note 7.50% Due 09/15/17	252,500	263,750
**	Burlington Northern Santa Fe	Senior Note 5.75% Due 03/15/18	86,315	95,773
	Cablevision Systems Corp	Senior Note 8.00% Due 04/15/20	306,074	321,000
	Calpine Corp	Senior Note Ser 144A 7.25% Due 10/15/17	388,000	400,000
	Caterpillar Financial Svcs Corp	Med Term Note Ser F 4.60% Due 01/15/14	47,573	53,992
**	CBS Corp	Senior Bond 5.90% Due 10/15/40	359,039	346,781
	CCO Hldgs LLC/ CCO Hldgs Cap Corp	Senior Note 7.875% Due 04/30/18	103,000	103,500

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

Key Corp
Cash Balance Pension Plan

EIN 34-6542451
Plan Number 003

December 31, 2010

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
	CCO Hldgs LLC/ Cap Corp	Senior Note 8.125% Due 04/30/20	298,500	315,750
	Cengage Learning ACQ Inc	Term Loan	221,461	233,215
	Central Garden & Pet Co	Senior Sub Note 8.25% Due 03/01/18	200,000	202,500
	Cenveo Corp	Senior Note 8.875% Due 02/01/18	348,252	338,625
	Cincinnati Bell Inc	Senior Note 8.25% Due 10/15/17	248,750	247,500
	Cincinnati Financial Corp	Senior Note 6.125% Due 11/01/34	100,233	94,343
**	Cisco Systems Inc	Senior Note 5.50% Due 02/22/16	182,638	182,578
	Citigroup Inc	Sub Note 5.00% Due 09/15/14	359,284	362,068
	Citigroup Inc	Note 6.125% Due 11/21/17	349,862	339,726
	Citigroup Commercial Mtg Tr	CMO 2006-C4 AM FI Rt% Due 03/15/49	223,125	310,905
**	CIT Group Inc	Senior Note Ser A 7.00% Due 05/01/16	437,875	451,687
	Clear Channel Communications Inc	Senior Note 6.25% Due 03/15/11	284,000	299,250
	Clear Channel Worldwide Hldgs	Senior Note Ser B 9.25% Due 12/15/17	255,000	273,750
**	Cloud Peak Energy Res/Fin Corp	Senior Note 8.25% Due 12/15/17	348,250	375,812
	Comcast Corp	Note 4.95% Due 16/15/16	180,159	204,708
**	Comcast Corp	Note 6.45% Due 03/15/37	118,488	128,215
	Commerical Mtg Pass-Thru Certs	CMO 2006-C7 A4 FI Rt% Due 06/10/46	608,112	590,422
**	Complete Production Services Inc	Senior Note 8.00% Due 12/15/16	242,187	258,750
	Consol Energy Inc	Senior Note Ser 144A 8.25% Due 04/01/20	350,000	378,000
	Copano Energy LLC	Senior Note 8.125% Due 03/01/16	257,519	257,500
	Cox Communications Inc	Note 7.125% Due 10/01/12	258,073	266,503
	Credit Suisse First Boston USA	Note 6.50% Due 01/15/12	239,080	237,712
	Dana Holding Corp	Term Loan	206,839	217,370
	Denbury Resources Inc	Senior Sub Note 8.25% Due 02/15/20	200,000	217,000
	Dominion Resources Inc	Senior Note Ser C 5.15% Due 07/15/15	106,861	121,753
**	Dominion Resources Inc	Senior Note 5.60% Due 11/15/16	235,100	264,500
	Dow Chemical	Note 6.00% Due 10/01/12	5,229	5,387
	Dresser-Rand Group Inc	Senior Sub Note 7.375% Due 11/01/14	349,125	358,750
	Duke Energy Corp	Note 6.25% Due 01/15/12	143,946	142,518
	Ebay Inc	Senior Note 3.25% Due 10/15/20	765,534	716,231
**	El Paso Corp	Senior Note 7.00% Due 06/15/17	247,500	263,827
	Endo Pharmaceuticals Hldgs Inc	Senior Deb Ser 144A 7.00% Due 12/15/20	206,000	204,000
	Enterprise Products Partners LP	Senior Note 7.50% Due 02/01/11	205,201	210,928
	Equinix Inc	Senior Note 8.125% Due 03/01/18	400,000	418,000
	Exelon Corp	Senior Note 4.90% Due 06/15/15	160,250	154,632
	Firstenergy Corp	Note Ser C 7.375% Due 11/15/31	150,344	147,582
**	Ford Motor Credit Co LLC	Senior Bond 8.125% Due 01/15/20	151,125	174,511
	Frontier Communications Corp	Senior Note 7.875% Due 04/15/15	300,000	327,750
	General Elect Cap Corp	Med Term Note 6.00% Due 06/15/12	339,142	336,738
	General Elect Cap Corp	Med Term Note Ser A 6.15% Due 08/07/37	176,453	184,466
	General Elect Cap Corp	Med Term Note 5.625% Due 05/01/18	154,344	152,671
	Goldman Sachs Group Inc	Senior Note 6.60% Due 01/15/12	264,700	264,365
	Goldman Sachs Group Inc	Senior Note 5.75% Due 10/01/16	346,486	359,340
**	Goldman Sachs Capital I	Sub Note 6.345% Due 02/15/34	261,391	266,798
**	Goodyear Tire & Rubber	Senior Note 8.75% Due 08/15/20	389,553	421,000
	Graham Packaging Co LP/GPC Cap	Senior Note 8.25% Due 01/01/17	392,000	416,000
**	HCA Inc	Note 6.375% Due 01/15/15	293,250	294,750
	HCA Inc	Note 6.50% Due 02/15/16	93,750	97,750
**	HCA Holdings Inc	Senior Bond Ser 144A 7.75% Due 05/15/21	198,500	200,000

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

Key Corp
Cash Balance Pension Plan

EIN 34-6542451
Plan Number 003

December 31, 2010

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
	HSBC Finance Corp	Note 6.75% Due 05/15/11	127,134	121,586
	HSBC Finance Corp	Note 5.00% Due 06/30/15	120,650	116,842
	Hertz Corp	Senior Note 8.875% Due 01/01/14	403,000	409,000
**	Hexion US Fin/Nova Scotia Fing	Senior Note 8.875% Due 02/01/18	144,375	160,313
	Hughs Network Sys LLC/HNS	Senior Note 9.50% Due 04/15/14	257,500	257,813
**	Huntsman International LLC	Senior Note 5.50% Due 06/30/16	440,000	483,750
**	Iasis Cap LLC	Senior Sub Note 8.75% Due 06/15/14	356,125	359,188
**	IBM Corp	Deb 6.50% Due 01/15/28	127,998	135,199
	Inergy LP & Inergy Fin Corp	Senior Note 8.25% Due 03/01/16	351,750	364,875
	International Business Machines	Note 4.75% Due 11/29/12	226,772	226,525
	Intelsat Ltd	Senior Note 6.50% Due 11/01/13	93,750	104,000
	Iron Mountain Inc	Senior Sub Note 8.00% Due 06/15/20	353,937	367,500
**	Isle of Capri Casinos Inc	Senior Sub Note 7.00% Due 03/01/14	177,250	196,000
	Jarden Corp	Senior Sub Note 7.50% Due 01/15/20	399,000	417,000
	John Deere Capital Corp	Deb 5.10% Due 01/15/13	119,008	118,772
	JPMorgan Chase & Co	Sub Note 5.15% Due 10/01/15	435,112	417,760
**	JPMorgan Chase & Co	Note 6.40% Due 05/15/38	420,538	430,992
	JPMorgan Chase Coml Mtg Secs	CMO 2005-LDP1 A4 5.038% Due 03/15/46	731,006	709,616
	KCS Energy Inc	Senior Note 7.125% Due 04/01/12	225,000	225,563
**	Key Energy Services Inc	Senior Note 8.375% Due 12/01/14	350,000	369,250
	Kimberly Clark Corp	Bond 6.250% Due 07/15/18	81,250	88,590
	Kimberly Clark Corp	Note 5.00% Due 08/15/13	94,900	103,865
	Kraft Foods Inc	Note 5.25% Due 10/01/13	242,700	240,504
	Kraft Foods Inc	Note 6.125% Due 02/01/18	290,185	279,864
	Kroger Co	Note 7.500% Due 04/01/31	129,135	135,400
**	Lamar Media Corp	Senior Sub Note 6.625% Due 08/15/15	287,250	307,500
	Las Vegas Sand, LLC	Term Loan	359,635	403,498
	Las Vegas Sand, LLC	Term Loan	72,669	81,532
	LBI Escrow Corp	Senior Note Ser 144A 8.00% Due 11/01/17	200,000	221,250
	LB-UBS Commercial Mortgage Trust	CMO 2003-C8 A4 FI Rt% Due 11/15/32	609,919	598,452
	Levi Strauss & Co	Senior Bond 7.625% Due 05/15/20	307,750	309,750
**	Lin Television Corp	Senior Sub Note 6.50% Due 15/15/13	385,000	401,000
	Limited Brands Inc	Note 6.90% Due 07/15/17	191,143	212,500
	Macmillan Bloedel Ltd	Yankee Deb 7.700% Due 02/15/26	213,263	241,300
	Markwest Ener Partners LP/FIN Corp	Senior Note Ser B 8.75% Due 04/15/18	351,313	378,875
	Marsh & McLennan Cos Inc	Senior Note 5.75% Due 09/15/15	107,789	118,397
	Medassets Inc	Senior Note Ser 144A 8.00% Due 11/15/18	255,000	251,250
	Mediacom Broadbd LLC	Senior Note 8.50% Due 10/15/15	298,125	301,500
	Merrill Lynch & Co Inc	Med Term Note 6.40% Due 08/28/17	246,918	237,886
	Merrill Lynch & Co Inc	Med Term Note 5.00% Due 01/15/15	148,085	145,781
	MGM Mirage Inc	Senior Note 6.75% Due 04/01/13	244,063	248,500
**	MGM Mirage Inc	Senior Note Ser 144A 9.00% Due 03/15/20	150,000	165,000
	Metlife Inc	Senior Note 5.375% Due 12/15/12	100,840	107,083
	Micheals Stores Inc	B1 Term Loan	235,749	236,965
	Midamerican Energy Hldgs	Senior Deb 6.50% Due 09/15/37	227,032	243,212
	Mirant Americas Generation LLC	Senior Note 8.50% Due 10/01/21	436,000	450,000
	Morgan Stanley	Euro Med Term Note 5.45% Due 01/09/17	226,475	228,144
	Morgan Stanley	Sub Note 4.75% Due 04/01/14	268,438	261,128
	Morgan Stanley Capital I Trust	CMO Seq PYR 2007-IQ16 A3 5.852% Due 12/12/49	587,651	567,623

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

Key Corp
Cash Balance Pension Plan

EIN 34-6542451
Plan Number 003

December 31, 2010

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
	Multiplan Inc	Senior Note Ser 144A 9.875% Due 09/01/18	250,000	265,625
**	News America Inc	Deb 6.20% Due 12/15/34	81,397	86,099
**	Nextel Communications Inc	Senior Note Ser D 7.375% 08/01/15	144,750	150,188
**	Nexstar/Mission Broadcasting Inc	Senior Note Ser 144A 8.875% Due 04/15/17	299,081	318,750
	Nielsen Finance LLC/CO	Senior Sub Disc Note 0% Due 08/01/16	245,938	262,500
**	Nielsen Finance LLC/CO	Senior Note Ser 144A 7.75% Due 10/15/18	154,500	155,250
	Nisource Finance Corp	Note 10.75% Due 03/15/16	121,303	120,365
	NRG Energy Inc	Senior Note 7.375% Due 02/01/16	346,840	358,750
	NRG Energy Inc	Senior Note 7.375% Due 01/15/17	101,000	103,000
**	NRG Energy Inc	Senior Bond Ser 144A 8.25% Due 09/01/20	203,500	205,000
	Nuveen Investments	Term Loan	437,500	478,750
**	Oracle Corp	Note 5.75% Due 04/15/18	204,874	228,790
**	Oshkosh Corp	Senior Note 8.25% Due 03/01/17	500,000	543,750
	Pacific Gas & Elec Co	Note 4.80% Due 03/01/14	119,064	131,110
	Pacific Gas & Elec Co	Bond 6.05% Due 03/01/34	200,146	208,031
	Pacificorp	Bond 6.00% Due 01/15/39	139,919	143,387
**	Paetec Holding Corp	Senior Note 8.875% Due 06/30/17	404,250	427,000
	Pantry Inc	Senior Sub Note 7.75% Due 02/15/14	199,000	201,000
	Parker-Hannifin Corp	Med Term Note Ser A 3.50% Due 09/15/22	805,611	765,986
	Penn National Gaming Inc	Senior Sub Note 8.75% Due 08/15/19	292,631	314,213
	Penske Auto Group Inc	Senior Sub Note 7.75% Due 12/15/16	334,250	357,000
	Petrohawk Energy Corp	Senior Note 7.25% Due 08/15/18	99,125	101,000
	Pfizer Inc	Senior Note 4.45% Due 03/15/12	94,485	93,911
	Pinnacle Entertainment Inc	Senior Note 8.625% Due 08/01/17	402,000	436,000
**	Plains Explor & Prodtn Co	Senior Note 7.625% Due 06/01/18	400,313	421,000
	Procter & Gamble Co	Note 4.95% Due 08/15/14	142,620	161,070
	Progress Energy Inc	Senior Note 6.85% Due 04/15/12	110,824	109,259
	PQ Corp 2nd Lien	Term Loan	461,250	478,750
	Raytheon Co	Senior Note 3.125% Due 10/15/20	547,058	507,150
	Raytheon Co	Senior Bond 4.875% Due 10/15/40	829,664	782,086
**	Rghl US Escrow I Inc/LLC/Escrow	Senior Note Ser 144A 7.125% Due 04/15/19	450,000	457,875
	Rghl US Escrow I Inc/LLC/Escrow	Senior Note Ser 144A 9.00% Due 04/15/19	150,000	155,438
	Rental Svc Corp/Rsc Hldgs III	Senior Note 9.50% Due 12/01/14	130,938	131,250
	Rental Svc Corp 2nd Lien	Term Loan	241,250	246,563
**	RRI Energy Inc	Senior Note 7.625% Due 06/15/14	193,500	204,500
**	Sanmina-Sci Corp	Senior Sub Note 8.125% Due 03/01/16	404,625	404,000
**	SBC Communications Inc	Note 5.10% Due 09/15/14	303,440	295,407
	Scientific Games Intl Inc	Senior Sub Note 9.25% Due 06/15/19	103,750	103,250
**	Sears Holding Corp	Senior Note Ser 144A 6.625% Due 10/15/18	300,125	279,750
	Sensata Technologies	US Term Loan	233,776	244,657
	Sequa Corp (Blue Jay)	Term Loan	461,115	483,608
**	Service Corp Intl	Senior Note 7.625% Due 10/01/18	401,000	420,000
	Service Master	CDL	410,371	421,954
	Service Master	Term Loan	49,860	51,267
	SLM Corp	Note 5.00% Due 10/01/13	120,000	120,311
	Southern Calif Edison Co	Bond 5.625% Due 02/01/36	145,786	160,919
	Spectrum Brands	Term Loan	222,133	230,917
	Spirit Aerosystems Inc	Senior Note 7.50% Due 10/01/17	400,000	416,000
	Sprint Nextel Corp	Note 6.00% Due 12/01/16	354,375	386,500

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

Key Corp
Cash Balance Pension Plan

EIN 34-6542451
Plan Number 003

December 31, 2010

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
	Steel Dynamics Inc	Senior Note 7.75% Due 04/15/16	294,750	315,750
**	Target Corp	Note 5.875% Due 03/01/12	119,657	118,991
	Tenet Healthcare Corp	Senior Note Ser 144A 8.00% Due 08/01/20	200,094	203,000
	Tenneco Inc	Senior Note 8.125% Due 11/15/15	245,625	265,000
	Time Warner Inc	Note 6.875% Due 05/01/12	57,775	57,029
	Tops Hldgs Corp/Tops Mkts LLC	Senior Note 10.125% Due 10/15/15	253,750	256,875
	Toys R Us	Bond 7.375% Due 10/15/18	471,000	490,000
	Treehouse Foods Inc	Senior Note 7.75% Due 03/01/18	350,000	379,313
	TRW Automotive Inc	Senior Note Ser 144A 7.25% Due 03/15/17	380,000	431,000
**	TW Telecom Holdings Inc	Senior Note 8.00% Due 03/01/18	398,846	425,000
	Unilever Capital Corp	Senior Note 5.90% Due 11/15/32	58,777	63,762
	Univar Inc	Opco Tranche B Term Loan	240,023	248,752
**	United Rentals North America Inc	Senior Sub Note 8.375% Due 09/15/20	351,113	356,125
	US Foodservice	Term Loan	437,962	449,097
**	US Steel Corp	Senior Note 7.375% Due 04/01/20	148,950	153,750
	US Telepacific Corp	Term Loan	243,163	249,055
	US West Capital Funding Inc	Bond 6.50% Due 11/15/18	361,000	397,000
	Valassi Communications Inc	Senior Note 8.25% Due 03/01/15	159,159	164,261
	Vanguard Hlth Hldgs Co LLC/Inc	Senior Note 8.00% Due 02/01/18	442,438	461,250
	Verizon Global Funding Corp	Note 7.375% Due 09/01/12	340,676	336,744
	Verizon Global Funding Corp	Senior Note 5.85% Due 09/15/35	190,735	186,185
	Wachovia Corp	Sub Note 5.25% Due 08/01/14	356,296	357,274
	Wal Mart Stores Inc	Note 4.125% Due 02/15/11	110,132	113,479
	Wellpoint Inc	Note 5.95% Due 12/15/34	77,592	87,416
	Wellpoint Inc	Bond 6.80% Due 08/01/12	106,869	108,602
	Wells Fargo Co	Sub Note 5.125% Due 09/15/16	337,854	341,421
**	Windstream Corp	Senior Note 7.875% Due 11/01/17	390,500	420,500
	Wyeth	Senior Note 5.50% Due 02/01/14	180,744	177,874
	Wyeth	Senior Note 6.50% Due 02/01/34	183,617	198,727
	XM Satellite Radio Inc	Senior Note Ser 144A 7.625% Due 11/01/18	349,125	361,375
	Yankee Acquisition Corp	Senior Note Ser B 8.50% Due 02/15/15	399,000	416,000
	Total Corporate Bonds		\$ 55,840,375	\$ 57,634,993
	Foreign Bonds			
**	Ardagh Packaging Finance PLC Fgn	Senior Note Ser 144A 7.375% Due 10/15/17	\$ 250,000	\$ 257,812
	Asian Development Bank	Note 4.50% Due 09/04/12	239,450	239,008
**	Astrazeneca PLC Fgn	Senior Note 5.90% Due 09/15/17	269,338	260,557
**	Bombardier Inc Fgn	Senior Note Ser 144A 7.50% Due 03/15/18	300,000	321,750
	Cascades Inc Fgn	Senior Note 7.75% Due 12/15/17	402,000	417,000
	CIE Gen Geophysique Fgn	Senior Note 7.75% Due 05/15/17	346,500	358,750
**	Deutsche Telekom Intl Fin B V Fgn	Bond 8.75% Due 06/15/30	240,203	235,191
	European Investments Bank	Note 5.125% Due 09/13/16	441,125	440,404
	European Investments Bank Fgn	Note 4.625% Due 03/21/12	94,511	94,344
	European Investments Bank Fgn	Senior Unsub Note 2.375% Due 03/14/14	324,787	324,104
**	FMG Resources Aug 2006 PTY Ltd Fgn	Senior Note Ser 144A 6.875% Due 02/01/18	150,000	149,250
	Inter-American Development Bank Fgn	Med Term Bank Note 4.50% Due 09/15/14	266,710	297,869
**	Intelsat Bermuda Ltd Fgn	Senior Note 11.25% Due 02/04/17	498,750	545,000
	Intelsat Jackson Holdings S A Fgn	Senior Bond Ser 144A 7.25% Due 10/15/20	102,875	101,000
	Kreditanstalt Fur Wiederaufbau Fgn	Note 4.125% Due 10/15/14	407,021	407,738

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

Key Corp
Cash Balance Pension Plan

EIN 34-6542451
Plan Number 003

December 31, 2010

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
**	Kreditanstalt Fur Wiederaufbau Fgn	Note 4.00% Due 01/27/20	407,640	414,684
**	Kreditanstalt Fur Wiederaufbau Fgn	Note 1.25% Due 06/15/12	181,501	181,530
	Landwirtschaftliche Rentenbank Fgn	Med Term Bank Note 1.875% Due 09/24/12	178,147	178,182
	Ontario Prov CDA Fgn	Deb 4.00% Due 10/07/19	410,990	416,044
	Ontario Prov CDA Fgn	Deb Ser 1 1.875% Due 11/19/12	157,926	157,979
	Rio Tinto Finance USA Ltd Fgn	Note 6.50% Due 07/15/18	221,044	215,682
	United Mexican States	Med Term Note 6.75% Due 09/27/34	13,819	14,625
**	Virgin Media Finance PLC Fgn	Senior Note 8.375% Due 10/15/19	406,000	437,000
	Vodafone Group PLC Fgn	Note 5.625% Due 02/27/17	66,603	83,726
**	Vodafone Group PLC Fgn	Bond 6.15% Due 02/27/37	63,474	85,640
	Warner Chilcott Co LLC Fgn	Senior Note Ser 144A 7.75% Due 09/15/18	257,500	252,500
	Wind Acquisition Fin S A Fgn	Senior Note Ser 144A 7.25% Due 02/15/18	397,292	407,000
	Total Foreign Bonds		<u>\$ 7,095,206</u>	<u>\$ 7,294,369</u>
Convertible Bonds				
**	Advanced Micro Devices Inc	Convertible Senior Note 6.00% Due 05/01/15	\$ 188,215	\$ 201,500
	General Cable Corp	Convertible Senior Note .875% Due 11/15/13	172,030	173,031
	Hologic Inc	Convertible Senior Note 2.00% Due 12/15/37	139,125	140,438
**	Level 3 Communications Inc	Convertible Senior Note 3.50% Due 06/15/12	273,375	285,000
	Lifepoint Hospitals Inc	Convertible Senior Sub Note 3.50% Due 05/15/14	201,893	201,750
	Lucent Technologies Inc	Convertible Senior Deb Ser B 2.875% Due 06/15/25	258,375	283,125
	Trinity Industries Inc	Convertible Sub Note 3.875% Due 06/01/36	223,500	284,625
			<u>\$ 1,456,513</u>	<u>\$ 1,569,469</u>
State and Municipal Bonds				
	Illinois St	General Obligation 5.10% Due 06/01/33	\$ 317,917	\$ 240,800
	Total State and Municipal Bonds		<u>\$ 317,917</u>	<u>\$ 240,800</u>
Insurance Company Contracts				
	Mutual Of New York Insurance Co	EV-30177 Var Rate	\$ 4,675,934	\$ 5,046,075
	Principal Mutual Life Ins Co	GA #3-65407 FI Rate Due 12/31/20	4,784,545	4,969,347
	Total Insurance Company Contracts		<u>\$ 9,460,479</u>	<u>\$ 10,015,422</u>
Pooled Separate Accounts				
	Principal Finl Grp Ptr L/C BL I	GAC #3-65407 Due 12/31/20	\$ 661,348	\$ 630,633
	Principal Finl Grp Stk Separate	GAC #3-65407 Due 12/31/20	551,522	1,073,862
	Total Pooled Separate Accounts		<u>\$ 1,212,870</u>	<u>\$ 1,704,495</u>
Other Assets				
*	Austin Cap Safe Harbor ERISA Dedicated Fund, Ltd. CI C	Multi-strategy Private Investment Fund	\$ 9,269,296	\$ 5,195,753
	Total Other Assets		<u>\$ 9,269,296</u>	<u>\$ 5,195,753</u>
	Total Investments		<u>\$ 806,245,970</u>	<u>\$ 885,804,595</u>

- * Indicates party in interest in relation to investment advisory services
- ** Indicates party in interest in relation to securities lending
- *** Securities purchased on a To Be Announced/delayed delivery basis

SCHEDULE OF REPORTABLE TRANSACTIONS
Form 5500, Schedule H, Part IV, Line 4j

KeyCorp
Cash Balance Pension Plan

EIN 34-6542451
Plan Number 003

December 31, 2010

(a) Identity of Party Involved	(b) Description of Asset	(c) Purchase Price	(d) Selling Price	(e) Lease Rental	(f) Expense Incurred with Transaction	(g) Cost of Asset	(h) Current Value of Asset on Transaction Date	(i) Net Gain (Loss)
Category (i)--Individual transactions in excess of 5 percent of plan assets.								
*	EB Money Market Fund	\$ 40,000,000	\$ 40,007,381			\$ 40,000,000	\$ 40,000,000	\$ -
						\$ 40,007,381	\$ 40,007,381	\$ -
*	Ishares Msci Eafe Index Fund Closed-End Fund	\$ 39,999,988			\$ 7,393	\$ 40,007,381	\$ 40,007,381	\$ -
Category (iii)--Series of transactions in excess of 5 percent of plan assets.								
	EB Money Market Fund	\$ 436,283,691	\$423,875,240			\$ 436,283,691	\$ 436,283,691	\$ -
						\$ 423,875,240	\$ 423,875,240	\$ -
	United States Treas Notes 2.125% Dtd 04/30/08 Due 04/30/10	\$ 47,829,870	\$ 59,206,349			\$ 47,829,870	\$ 47,829,870	\$ -
						\$ 59,361,764	\$ 59,206,349	\$ (155,415)
	United States Treas Notes 1.50% Dtd 10/31/08 Due 10/31/10	\$ 48,322,324	\$ 48,212,054			\$ 48,322,324	\$ 48,322,324	\$ -
						\$ 48,322,324	\$ 48,212,054	\$ (110,270)
	United States Treas Notes 1.125% Dtd 6/30/09 Due 6/30/11	\$ 45,175,154				\$ 45,175,154	\$ 45,175,154	\$ -
*	Victory Gov't Reserves Fd Tr Cl	\$ 42,104,082	\$ 42,104,082			\$ 42,104,082	\$ 42,104,082	\$ -
						\$ 42,104,082	\$ 42,104,082	\$ -

The purchase price of securities acquired represented the fair value at the dates of the above transactions.
There were no category (ii) or (iv) reportable transactions during 2010.
Indicates party in interest in relation to investment advisory services.

Form 5500Department of the Treasury
Internal Revenue ServiceDepartment of Labor
Employee Benefits Security
Administration

Pension: Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**OMB Nos. 1210-0110
1210-0089**2010****This Form is Open to Public Inspection****Part I Annual Report Identification Information**For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010

- A** This return/report is for: ☐ a multiemployer plan; ☐ a multiple-employer plan; or ☒ a single-employer plan; ☐ a DFE (specify) _____
- B** This return/report is: ☐ the first return/report; ☐ the final return/report; ☐ an amended return/report; ☐ a short plan year return/report (less than 12 months).
- C** If the plan is a collectively-bargained plan, check here. ☐
- D** Check box if filing under: ☒ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☐ special extension (enter description) _____

Part II Basic Plan Information - enter all requested information

1 a Name of plan KEYCORP CASH BALANCE PENSION PLAN	1 b Three-digit plan number (PN) ▶ <u>003</u>
2 a Plan sponsor's name and address (employer, if for a single-employer plan) (Address should include room or suite no.) KEYCORP 127 PUBLIC SQUARE CLEVELAND OH 44114	1 c Effective date of plan <u>01/01/1951</u> 2 b Employer Identification Number (EIN) <u>34-6542451</u> 2 c Sponsor's telephone number <u>216-813-6569</u> 2 d Business code (see instructions) <u>522110</u>

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	<i>Kathleen A. Egan</i> Signature of plan administrator	<u>10/17/11</u> Date	<u>KATHLEEN A. EGAN</u> Enter name of individual signing as plan administrator
SIGN HERE	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE	Signature of DFE	Date	Enter name of individual signing as DFE

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.

Form 5500 (2010)
v.092307.1

3 a Plan administrator's name and address (if same as plan sponsor, enter "Same")
 SAME

3 b Administrator's EIN

3 c Administrator's telephone number

4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:

a Sponsor's name

4 b EIN

4 c PN

5 Total number of participants at the beginning of the plan year

5

29794

6 Number of participants as of the end of the plan year (welfare plans complete only lines 6a, 6b, 6c, and 6d).

a Active participants

6 a

12412

b Retired or separated participants receiving benefits

6 b

5190

c Other retired or separated participants entitled to future benefits

6 c

9594

d Subtotal. Add lines 6a, 6b, and 6c

6 d

27196

e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits

6 e

423

f Total. Add lines 6d and 6e

6 f

27619

g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)

6 g

0

h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested

6 h

623

7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)

7

8 a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:
 1C 1G 1I 3H

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristic Codes in the instructions:

9 a Plan funding arrangement (check all that apply)

(1) ☒

Insurance

(2) ☐

Code section 412(e)(3) insurance contracts

(3) ☒

Trust

(4) ☐

General assets of the sponsor

9 b Plan benefit arrangement (check all that apply)

(1) ☒

Insurance

(2) ☐

Code section 412(e)(3) insurance contracts

(3) ☒

Trust

(4) ☐

General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

(1) ☒

R (Retirement Plan Information)

(2) ☐

MB (Multiemployer Defined Benefit and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary

(3) ☒

SB (Single - Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

(1) ☒

H (Financial Information)

(2) ☐

I (Financial Information - Small Plan)

(3) ☒ 3

A (Insurance Information)

(4) ☒

C (Service Provider Information)

(5) ☒

D (DFE/Participating Plan Information)

(6) ☐

G (Financial Transaction Schedules)