Edgar Filing: HEISLER ROBERT B JR - Form 4

HEISLER F	ROBERT B JR													
Form 4	2006													
January 03,											ОМ	R API	PROVA	71
FORM	A 4 UNITED	STATES				AND EX , D.C. 2			COMMISSI	ON	OMB Numbe			∿∟ -0287
Check the		511115	, 0.0.2				Expires		Janua	ry 31,				
if no lon subject t Section Form 4	F CHAN	RITIES		Estimated average burden hours per		2005 0.5								
Form 5 obligation may corn See Instruction 1(b).	ons ntinue. Section 17((a) of the		Jtility 1	Hol	ding Co	mpa	ny Act	nge Act of 193 of 1935 or Sec 940		L			
(Print or Type	Responses)													
1. Name and Address of Reporting Person <u>*</u> HEISLER ROBERT B JR						l Ticker o W/ [KE		ling	5. Relationship of Reporting Person(s) to Issuer					
(Last)	(First) (Middle)	3. Date of Earliest Transaction						(Check all applicable)					
(N				(Month/Day/Year) 12/31/2005					Director 10% Owner X Officer (give title Other (specify below) below) EVP					
(Street) 4. If Am Filed(Mo						ate Origir ^{r)}	al		 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 					
CLEVELA	ND, OH 44114								Person	by M	ore than O	ne kep	orung	
(City)	(State)	(Zip)	Tab	ole I - N	on-l	Derivativ	e Seci	ırities A	cquired, Dispose	ed of,	or Benef	ficially	Owne	d
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	3. 4. Securities Acquire Transactior(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5) (A)					SecuritiesOwBeneficiallyForOwnedDirFollowingorReported(I)Transaction(s)(In		vnership In rm: B rect (D) O	Indir Bene Own	Nature of direct eneficial wnership nstr. 4)		
				Code	V	Amount	or (D)	Price	(Instr. 3 and 4)					
Common Shares	12/31/2005			F		1,396	D	\$ 32.9	99,915	D				
Common Shares									1,160	Ι		Spo	use/Cl	hild
Common Shares									69,903	I		Exc	ings a ess ings P	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)

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required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3,	;		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	4, and 5)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships								
I O	Director	10% Owner	Officer	Other					
HEISLER ROBERT B JR									
KEYCORP			EVD						
127 PUBLIC SQUARE			EVP						
CLEVELAND, OH 44114									
Signatures									
Steven N. Bulloch POA for Ro Heisler Jr.	bert B.		01/03/	2006					

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) As of December 31, 2004.

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