Investor Meetings: August 2012

KeyCorp

Strong, Focused and Building Momentum

FORWARD-LOOKING STATEMENTS AND ADDITIONAL INFORMATION DISCLOSURE

This presentation contains and we may, from time to time, make forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, including statements about Key's financial condition, results of operations, earnings outlook, asset quality trends, capital levels and profitability. Forward-looking statements are not historical facts but instead represent only management's current expectations and forecasts regarding future events, many of which, by their nature, are inherently uncertain and outside of Key's control. Forward-looking statements usually can be identified by the use of words such as "goal," "objective," plan," "expect," "anticipate," "intend," "project," "believe," "estimate" or other words of similar meaning.

Our forward-looking statements are subject to the following principal risks and uncertainties: the economic recovery may face challenges causing its momentum to falter or a further recession; the Dodd-Frank Wall Street Reform and Consumer Protection Act and other reforms will subject us to a variety of new and more stringent legal and regulatory requirements, including increased scrutiny from our regulators; changes in local, regional and international business, economic or political conditions in the regions where we operate or have significant assets; changes in trade, monetary and fiscal policies of various governmental bodies and central banks could affect the economic environment in which we operate; our ability to effectively deal with an economic slowdown or other economic or market difficulty; adverse changes in credit quality trends; our ability to determine accurate values of certain assets and liabilities; adverse behaviors in foreign exchange rates, securities, public debt, and capital markets, including changes in market liquidity and volatility; our ability to anticipate interest rate changes correctly and manage interest rate risk presented through unanticipated changes in our interest rate risk position and/or short- and long-term interest rates; unanticipated changes in our liquidity position, including but not limited to our ability to enter the financial markets to manage and respond to any changes to our liquidity position; adequacy of our risk management program; reduction of the credit ratings assigned to KeyCorp and KeyBank; increased competitive pressure due to industry consolidation; unanticipated adverse affects of acquisitions and dispositions of assets, business units or affiliates; and operational or risk management failures due to technological, cybersecurity threats or other factors.

We provide greater detail regarding some of these factors in our 2011 Form 10-K, including in Item 1A. Risk Factors and in Item 7. Management's Discussion and Analysis of Financial Condition and Results of Operation under the heading "Risk Management," as well as in our subsequent SEC filings, all of which are accessible on our website at www.key.com/ir and on the SEC's website at www.sec.gov.

Key does not undertake any obligation to update the forward-looking statements to reflect the impact of circumstances or events that may arise after the date of the forward-looking statements. Actual results or future events could differ, possibly materially, from those anticipated in forward-looking statements, as well as from historical performance.

This presentation also includes certain Non-GAAP financial measures related to "tangible common equity, "Tier 1 common equity," and "pre-provision net revenue." Management believes these ratios may assist investors, analysts and regulators in analyzing Key's financials. Although Key has procedures in place to ensure that these measures are calculated using the appropriate GAAP or regulatory components, they have limitations as analytical tools and should not be considered in isolation, or as a substitute for analysis of results under GAAP. For more information on these calculations and to view the reconciliations to the most comparable GAAP measures, please refer to the Appendix to this presentation or our most recent earnings press release, which is accessible at www.key.com/ir.

Web addresses referenced in this slide are inactive textual references only. Information on these websites is not part of this document.

Investor Highlights

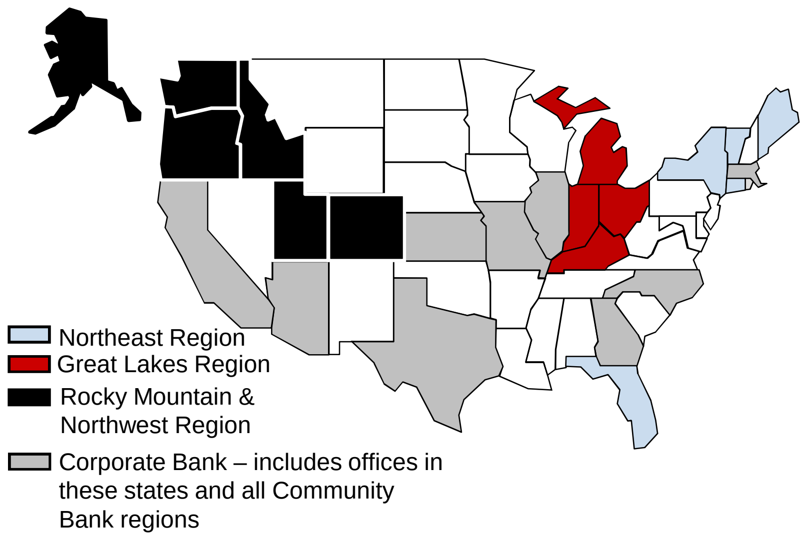
Execution of Business Plan	▪ Second quarter net income up 11% from 1Q12 ▪ Company-wide initiatives to improve efficiency ▪ Continued improvement in credit quality
Growing the Franchise	▪ Acquisition of 37 branches in Upstate New York ▪ Acquired $725 million credit card portfolio; began self-issuance of cards ▪ Growth in average loans driven by C&I
Disciplined Capital Management	▪ Executing common stock repurchase program ▪ Increased common dividend for 2Q12 from $.03 to $.05 ▪ Strong capital levels; positioned for Basel III

Strategic statement: Key grows by building enduring relationships through client-focused solutions and extraordinary service

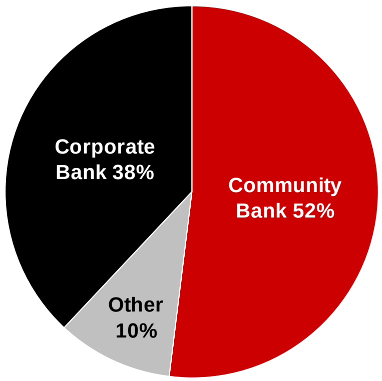
Key – An Overview

Key is a strong company that is well-positioned to leverage its distinctive capabilities

- **15th largest U.S. bank-based financial services company**
- **Assets: $87 billion**
- **Deposits: $62 billion**
- **Market capitalization: $7.4 billion**
- **Strong footprint with 1,062 branches, over 1,500 ATMs**
- **Approximately 2 million customers**
- **15,455 employees**



2Q12 YTD Revenue



Data as of June 30, 2012
Ranking based on asset size

Distinctive Business Model

Advantaged and winning in the marketplace

Retail Banking

Private Banking

Investments

Commercial Banking

Community Bank

One Bank
One Team
One Key

Loans & Leases

Deposits

Treasury Management

Corporate Bank

Industry Expertise

Financial Advisory

Capital Markets

Investment Banking

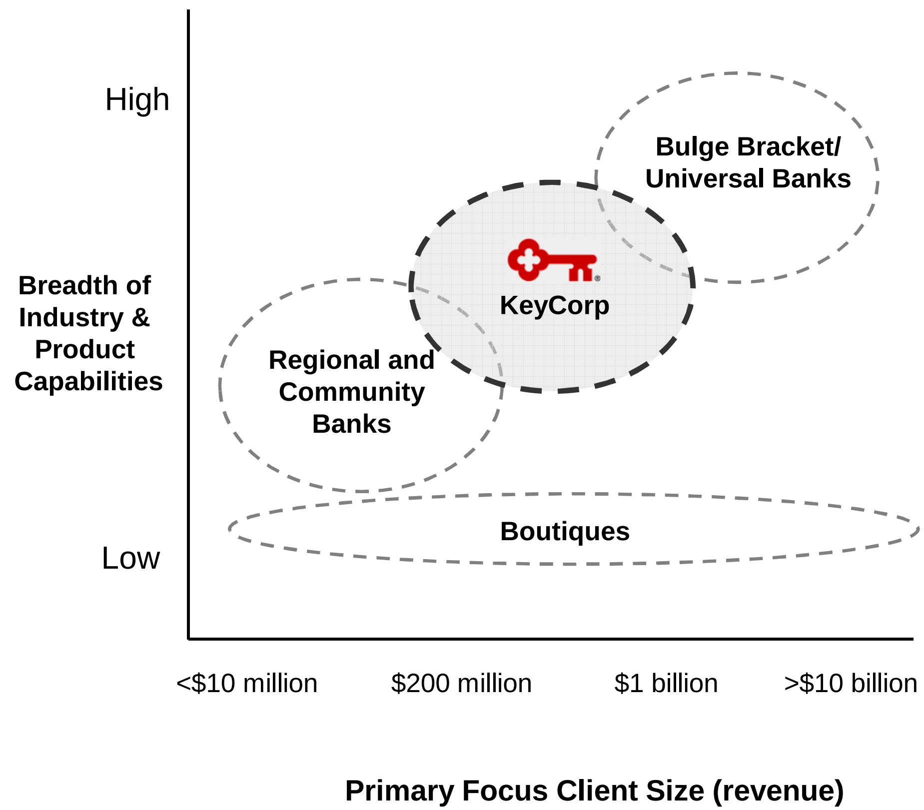
Targeted Industries

Industrial	Healthcare	Energy	Consumer	Real Estate	Public Sector

Competitive Advantage

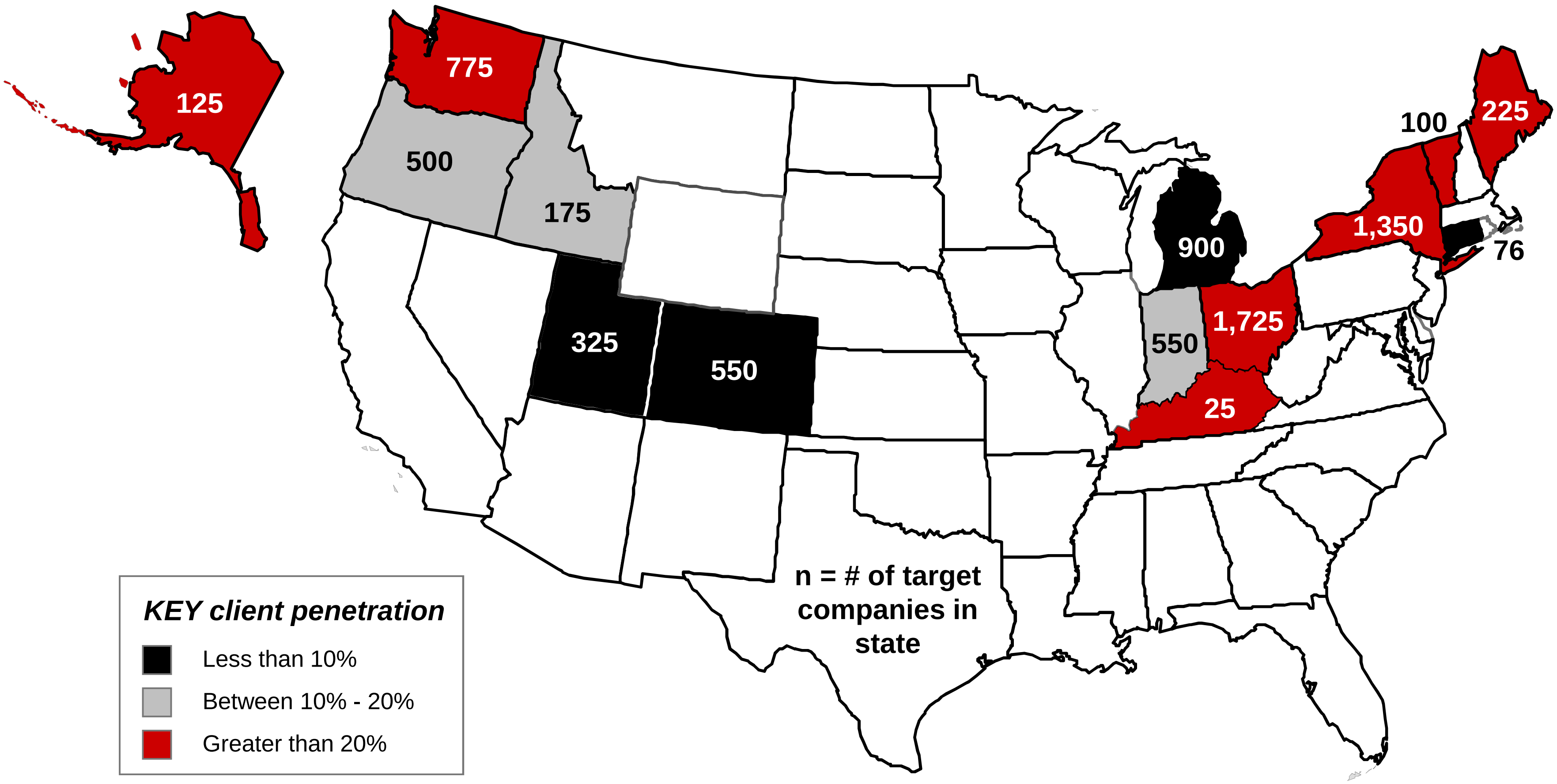
Community and Corporate Bank Business Continuum

- **Combining local knowledge and service with specialized expertise and industry knowledge**
- **Distinctive capabilities in the middle market and targeted industries**
- **Unique go-to-market alignment of Community and Corporate Bank**
- **Broadest range of products and expertise delivered with local authority**



Targeted Collaboration for Growth
Community and Corporate Bank

Our footprint contains more than 7,000 targets in our focus industry segments with revenue between $25 million and $1.5 billion — 18% are clients



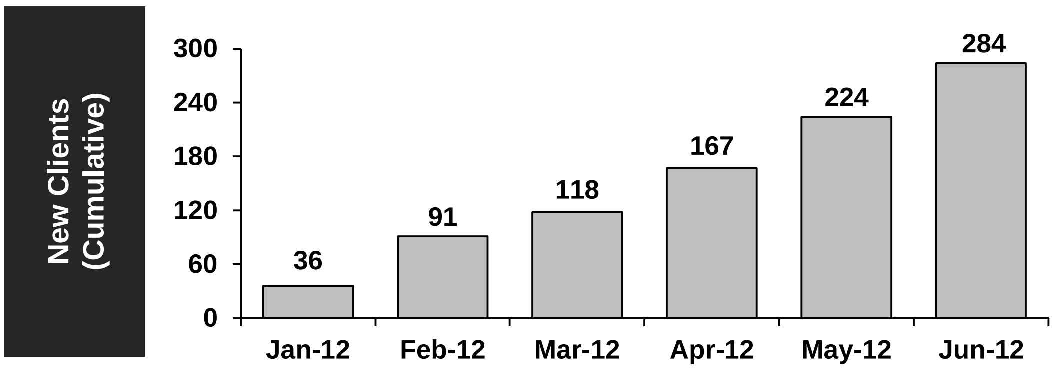
Source: *Dun & Bradstreet, Capital IQ, Thomson Reuters*

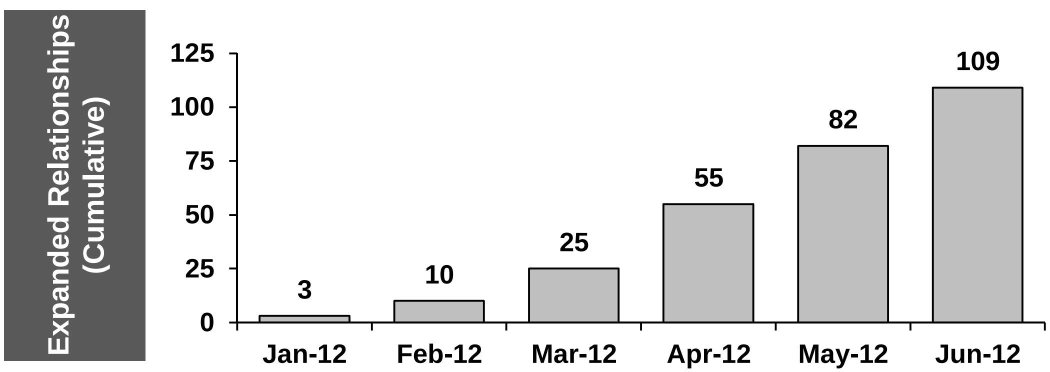
Corporate Bank: Deepening Relationships

Leveraging product breadth, industry focus, distinctive knowledge and capabilities

- Results in client acquisition and broadened relationships

Performance Metrics





- $37MM in YTD revenue from new client relationships
- New corporate and investment banking and real estate capital clients have average YTD revenue of $300K
- Our targeted new clients provide more fee income, borrow more and have a better risk profile than our overall portfolio average
- $54MM in YTD revenue from expanded client relationships, an average of $497K per client

Note: New client relationships have YTD revenue exceeding $5,000
Expanded client relationships require YTD revenue to exceed FY11 revenue by more than $100,000

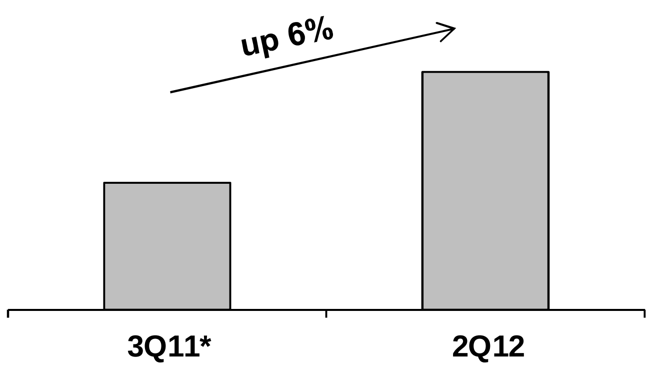
Community Bank: Engaging Relationships

Focusing on targeted clients, alignment, capabilities and channels

- Results in deeper, more profitable engaged clients

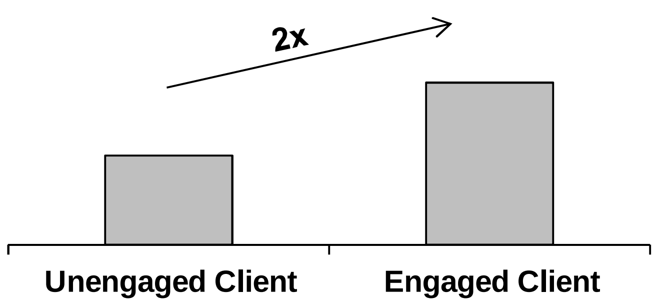
Performance Metrics

Engaged Client Growth



** Initiated tracking of engaged clients*

Client Profitability



- **Four consecutive quarters of average loan growth**
- **Strong spring borrowing campaign drove home equity balances 5% higher during 2Q12**
- **Continued improvement in deposit mix**
- **Net charge-offs of 74 bps for 2Q12 at lowest level in 4 years**
- **2Q12 noninterest income up 8% from prior quarter and 2% from prior year**
- **Relationship Rewards program enrollment continues to grow**

Engaged: A relationship client as determined by product or transaction activity

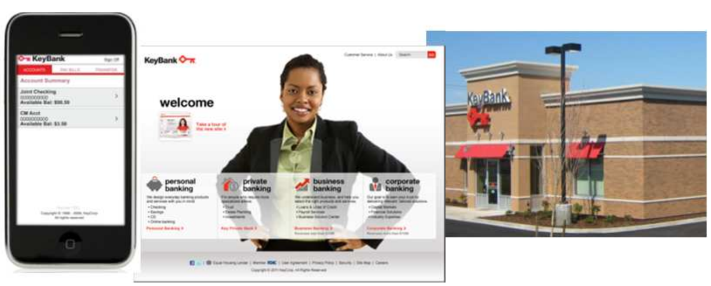
Client-focused Strategy Delivering Results

Delivering Superior Service

ACSI American Customer Satisfaction Index™
monitor 100
Phoenix-Hecht
THOMSON REUTERS
Compuware
THE WALL STREET JOURNAL.
STARMINE
MORTGAGE BANKERS ASSOCIATION®
GREENWICH ASSOCIATES
Freddie Mac We make home possible℠
corporate insight MONITOR AWARDS

Investing for Growth

People, Infrastructure and Technology



Winning with Clients

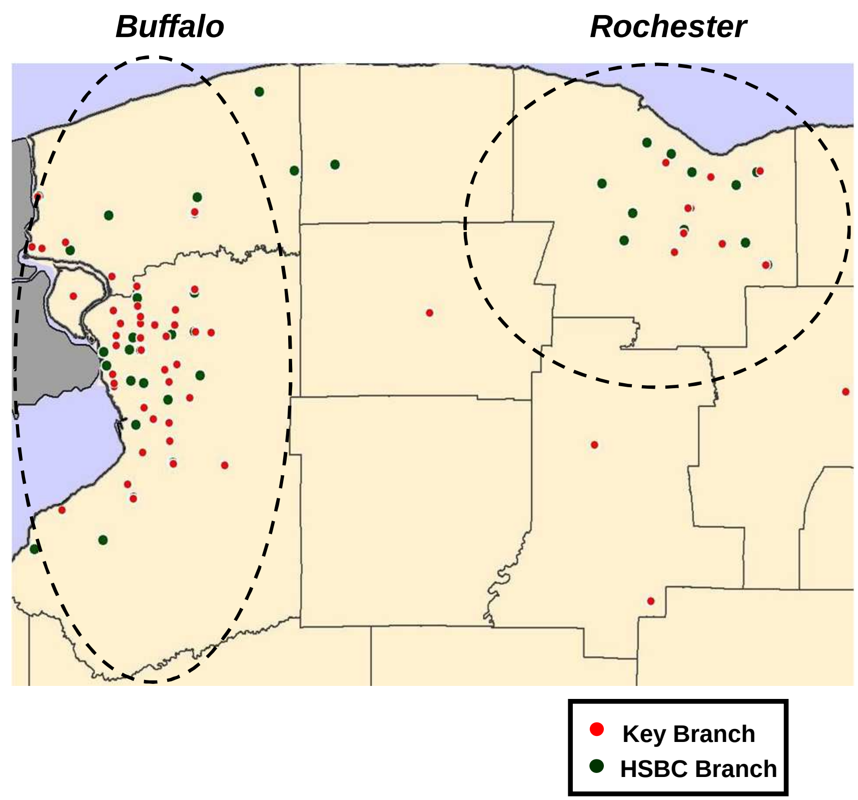
M&A	May 2012 Healthcare Client $50,000,000 Sell-Side Transaction *Financial Advisor*	April 2012 Industrial Client $300,000,000 Sell-Side Transaction *Financial Advisor*	February 2012 Consumer Client $100,000,000 Sell-Side Transaction *Financial Advisor*
Debt	March 2012 Industrial Client $275,000,000 Senior Secured Credit Facilities *Joint Lead Arranger, Sole Bookrunner & Administrative Agent*	March 2012 Native American Gaming Client $375,000,000 Senior Secured Credit Facilities *Joint Lead Arranger & Co-Syndication Agent*	January 2012 Native American Gaming Client $200,000,000 Senior Secured Credit Facilities *Joint Lead Arranger, Joint Bookrunner & Syndication Agent*
Equity	April 2012 Real Estate Client $300,000,000 Initial Public Offering *Joint Bookrunner*	February 2012 Real Estate Client $225,000,000 Follow-on Offering *Joint Bookrunner*	January 2012 Energy Client $75,000,000 Follow-on Offering *Sole Bookrunner*

Branch Acquisition Strengthens Market Share

Benefits of Acquisition

- **Strengthens Key's local presence in attractive markets of Buffalo and Rochester, New York**
- **Enhances ability to acquire customers and provide exceptional service**
- **Adds ATM check imaging capabilities**
- **Provides liquidity to fund organic growth and remain flexible with debt maturities**
- **Leverages existing cost structure across larger base**
- **Seamless and successful conversion**

Gaining Meaningful Share



Transaction closed July 13, 2012, adding $2.1 billion in deposits and $260 million[(a)] in loans

Source: SNL; based on Buffalo-Niagara Falls MSA and Rochester MSA

(a): $260 million in loans acquired at closing with an additional $70 million in credit card receivables expected in September 2012

Driving Growth through Efficiency

Company-wide Initiatives

Community Bank

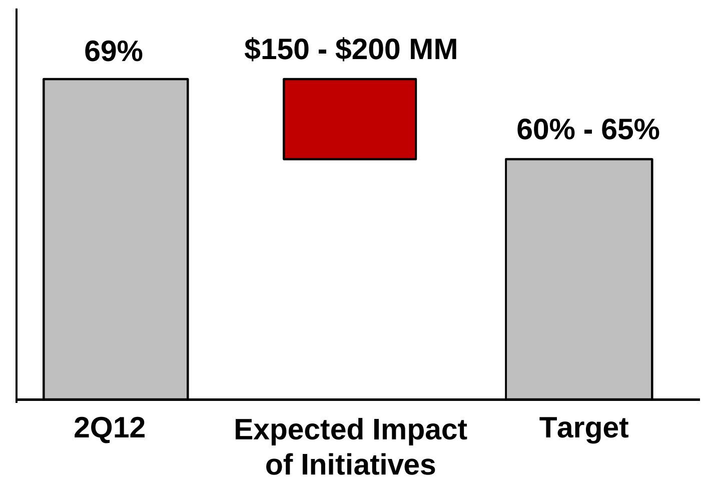
Corporate Bank

Shared Services

- **End-to-end process optimization**
- **Organizational design – span and layers**
- **Strategic sourcing**
- **Branch rationalization**
- **Improve variability of cost to serve**
- **Sales and service productivity**
- **Occupancy**
- **Demand management**

Expected Benefit[a]

Efficiency Ratio[b]



Aligning cost structure with operating environment

(a) Targeting $150 - $200 million in expense reductions by December 2013, with full-year impact expected in 2014
(b) From continuing operations, before restructuring costs

Leveraging Strong Capital

Disciplined capital management drives shareholder value

Organic Growth

Investing in franchise

Dividends

Increased for 2Q12 from $.03 to $.05

Share Repurchases

Repurchased $85 million in 2Q12

Remaining authority of up to $259 million[a]

Opportunistic Growth

Acquisition of 37 branches in upstate NY

Acquired $725 million credit card portfolio; began self-issuance

Redemption of TruPS

Redeemed $707 million in 3Q12

Maximizing Shareholder Value

(a) Includes up to $230 million for general repurchase and up to $29 million for repurchase in connection with employee elections under compensation and benefit programs

Delivering Shareholder Value

Strong Balance Sheet

- Executing Relationship Strategy
- Moderate Risk Profile
- High Quality, Diverse Revenue Streams
- Positive Operating Leverage
- Disciplined Capital Management

ROA Target: 1.00% - 1.25%

Financial Summary – Second Quarter 2012

	Metrics	2Q12	1Q12	2Q11
Financial Performance [a]	Income from continuing operations attributable to Key common shareholders	$.23	$.21	$.26
	Net interest margin (TE)	3.06%	3.16%	3.19%
	Return on average total assets	1.12	1.02	1.23
Capital [b]	Tier 1 common equity [c]	11.6%	11.5%	11.1%
	Tier 1 risk-based capital	12.5	13.3	13.9
	Tangible common equity to tangible assets [c]	10.4	10.3	9.7
	Book value per common share	$10.43	$10.26	$9.88
Asset Quality [a]	Net loan charge-offs to average loans	.63%	.82%	1.11%
	NPLs to EOP portfolio loans	1.32	1.35	1.76
	NPAs to EOP portfolio loans + OREO + Other NPAs	1.51	1.55	1.98
	Allowance for loan losses to period-end loans	1.79	1.92	2.57
	Allowance for loan losses to NPLs	135.2	141.7	146.1

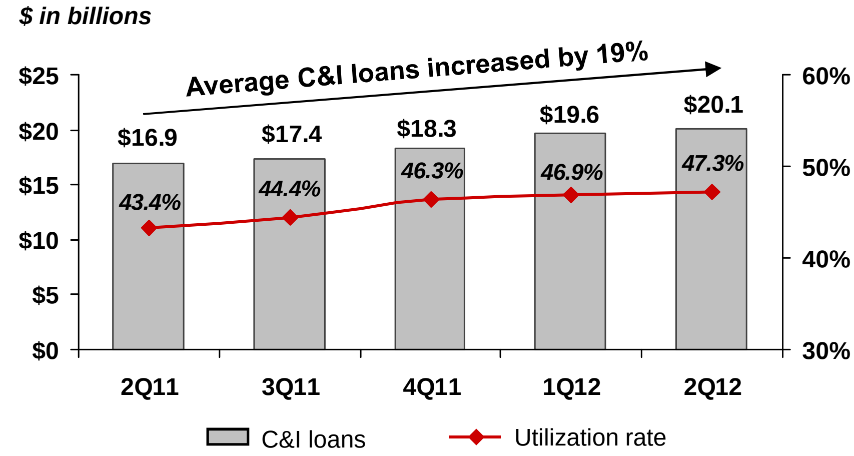
TE = Taxable equivalent, EOP = End of Period
(a) From continuing operations
(b) From consolidated operations
(c) Non-GAAP measure: see slide 29 of Appendix for reconciliation

Loan Growth

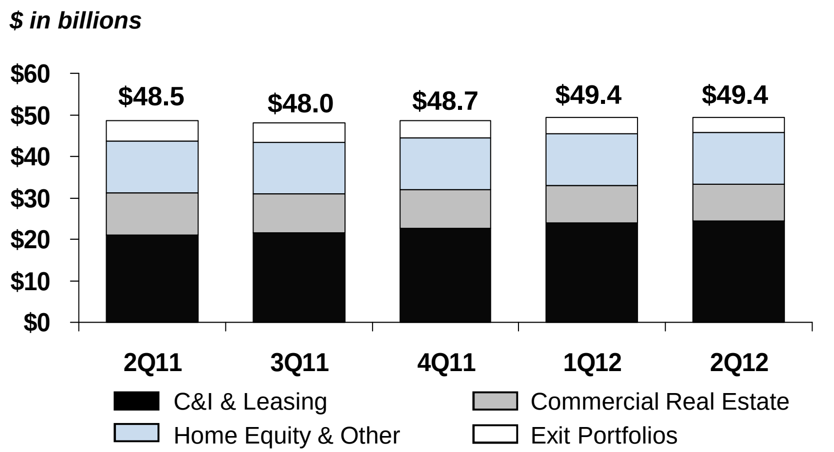
Highlights

- **Average balances grew for the third consecutive quarter, driven by growth in C&I loans**
- **Strong spring home equity campaign drove period-end Community Bank home equity loans 5% higher in 2Q12**
- **Originated $10.3 billion in new or renewed lending commitments during 2Q12, up 8% from prior year**
- **Continuing to leverage integrated business model and focus on targeted segments**

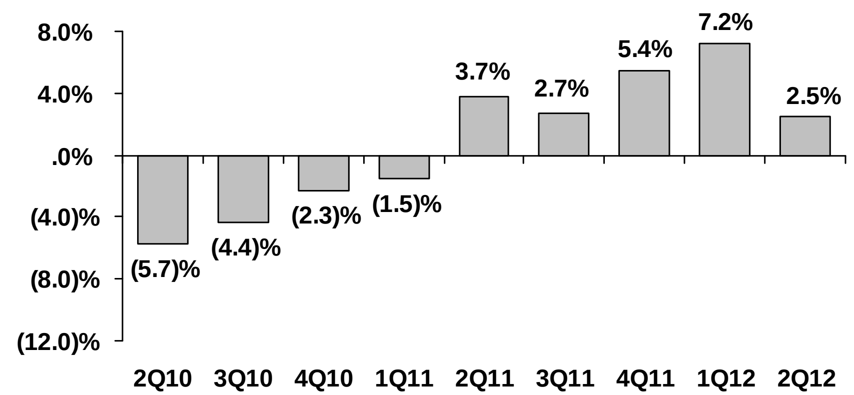
Average Commercial & Industrial Loans



Average Loans



Quarterly % Change in Average C&I Loans

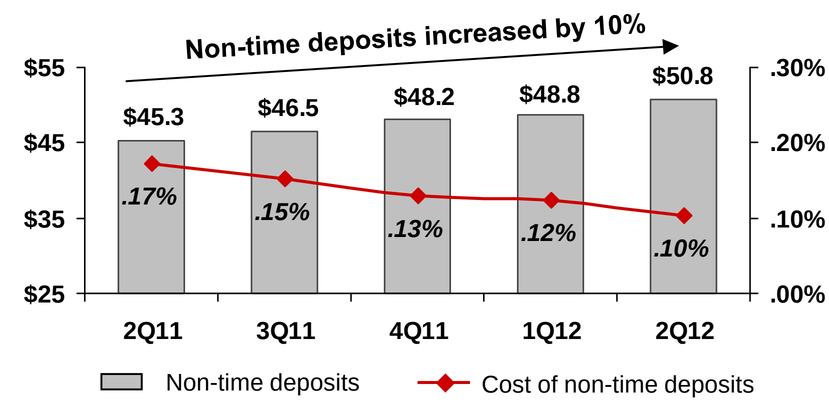


Improving Deposit Mix

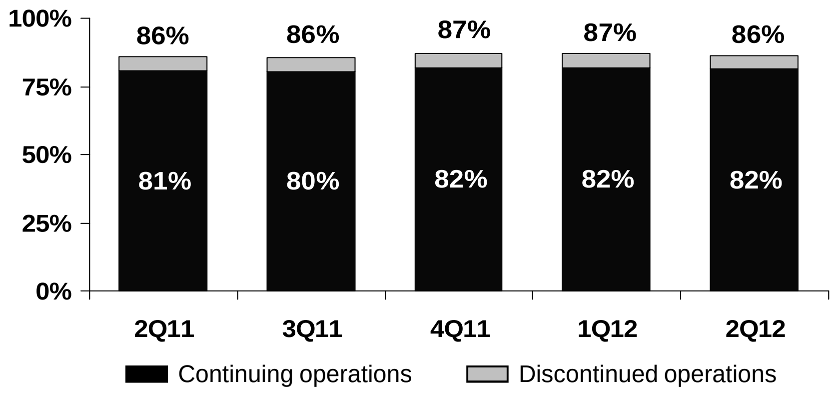
Highlights

- Higher cost CDs continue to decline, while lower cost deposits have remained strong
- Improved funding mix has reduced the cost of deposits, which is down 6 bps from 1Q12
- Total CD maturities and average cost
  - 2012 Q3: $2.5 billion at 2.23%
  - 2012 Q4: $1.3 billion at 2.18%
  - 2013: $3.2 billion at 1.77%
  - 2014 & beyond: $2.0 billion at 3.28%

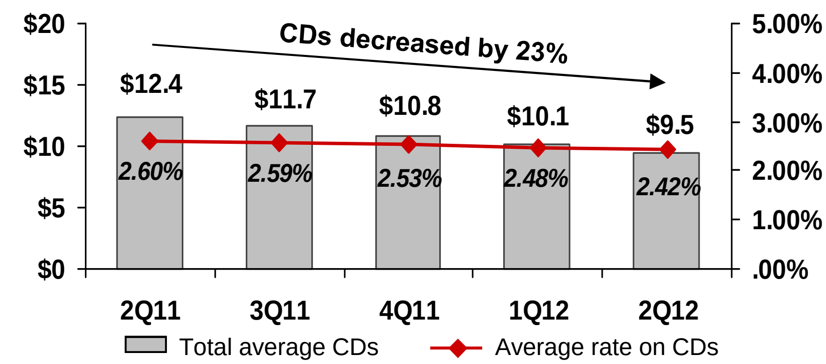
Average Non-time Deposits (a)



Loan to Deposit Ratio (b)



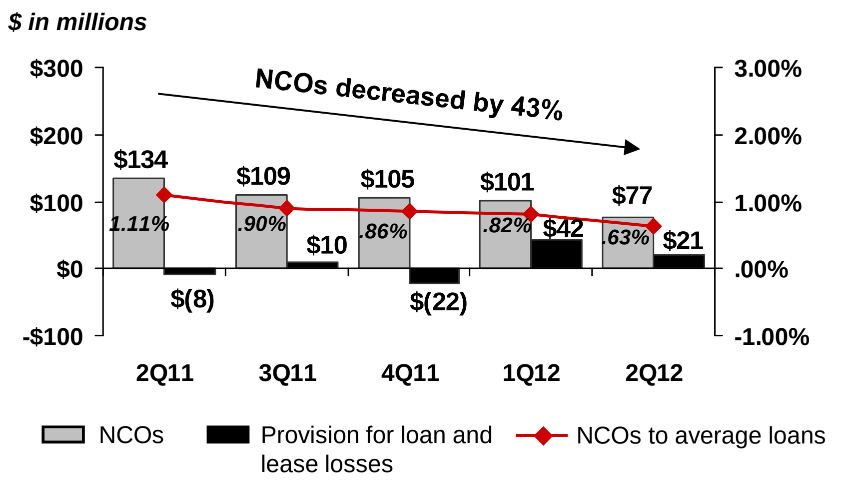
Average CD Balances



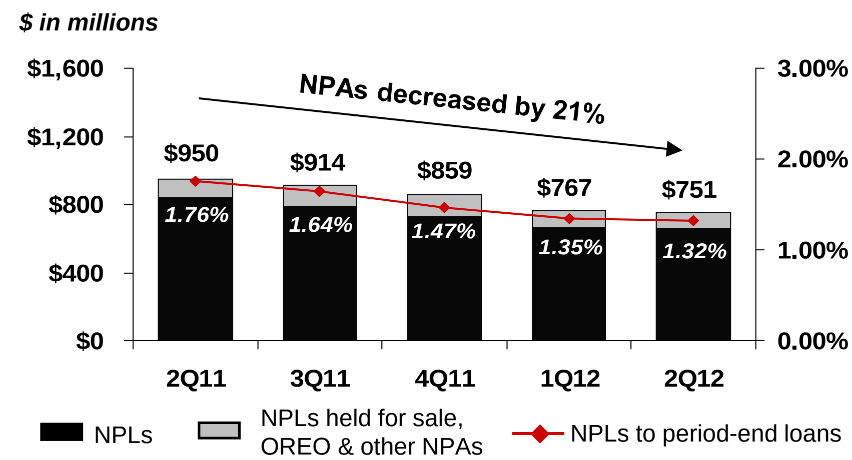
(a) Excludes time deposits and deposits in foreign office
(b) Represents period-end consolidated total loans and loans held for sale (excluding education loans in the securitization trusts) divided by period-end consolidated total deposits (excluding deposits in foreign office)

Continued Improvement in Asset Quality

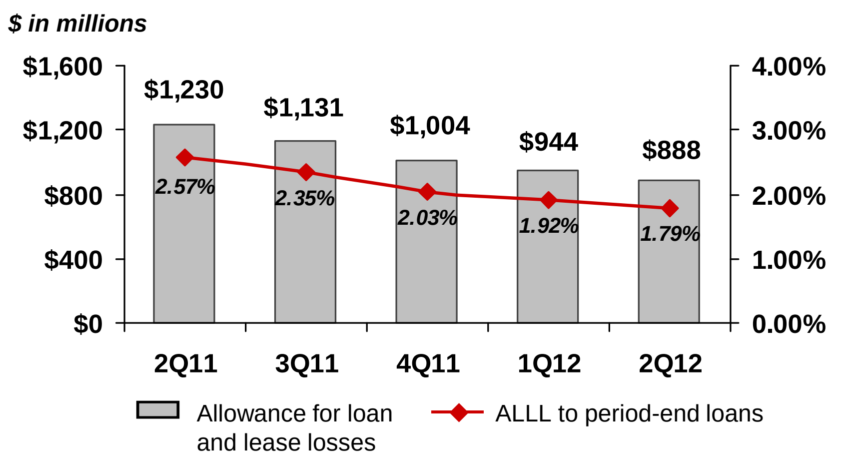
Net Charge-offs & Provision for Loan and Lease Losses



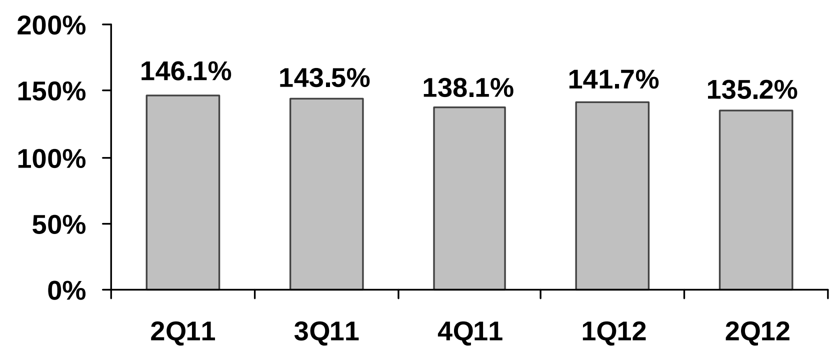
Nonperforming Assets



Allowance for Loan and Lease Losses



Allowance to Nonperforming Loans



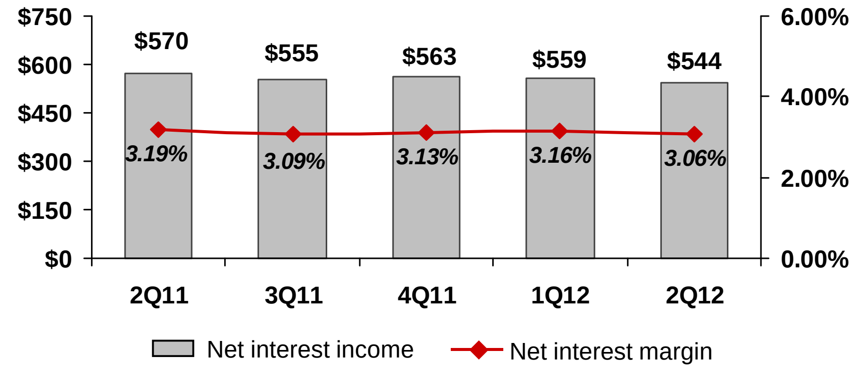
Total Revenue

Highlights

- Net interest margin down due to early termination of leveraged leases and continued low rate environment
- Higher noninterest income driven by leveraged lease terminations and gains from loan sales
- Pressure in market-sensitive businesses continues to challenge Key and the industry
- New client acquisition and execution of relationship-based model will provide opportunities to grow noninterest income

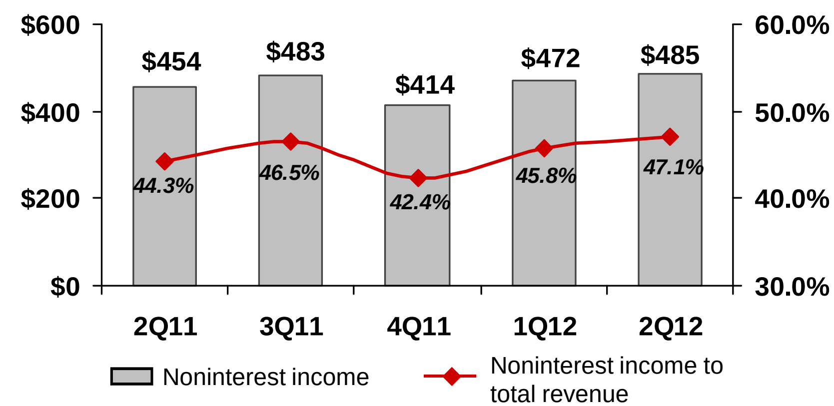
Net Interest Margin (TE) Trend

$ in millions
Continuing Operations



Noninterest Income and % of Total Revenue

$ in millions



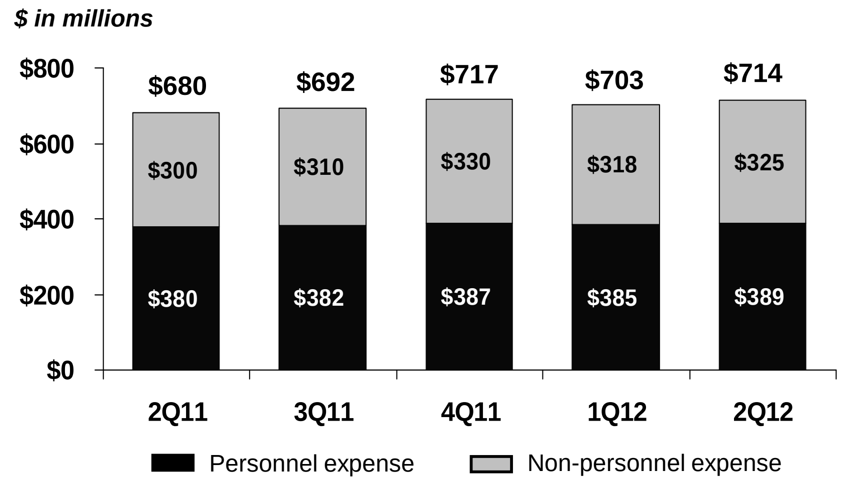
TE = Taxable equivalent

Focused Expense Management

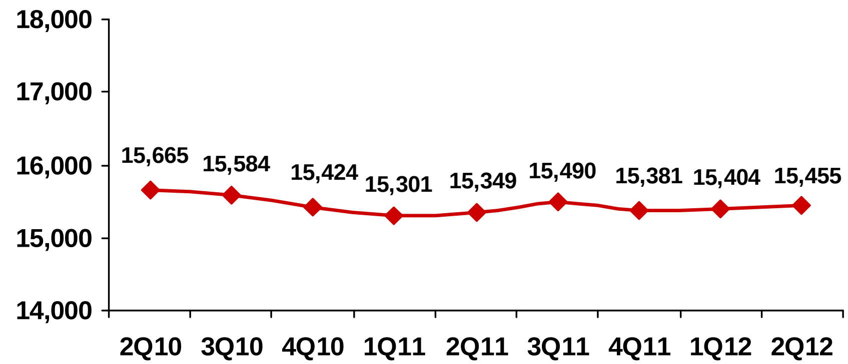
Highlights

- Noninterest expense increased $11 million from 1Q12
  - Elevated expenses related to acquisition of branches in Upstate New York
  - Costs related to company-wide efficiency initiatives
  - Higher marketing expense correlated with robust spring home equity campaign
- Key remains focused on operating leverage, with new efficiency initiatives recently announced
  - Targeting $150 - $200 million in expense reductions by December 2013, with full-year impact expected in 2014

Noninterest Expense



Average FTEs

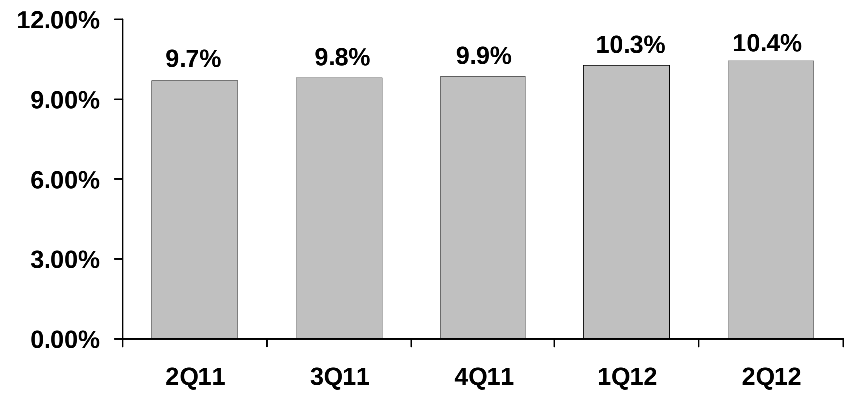


Strong Capital Ratios

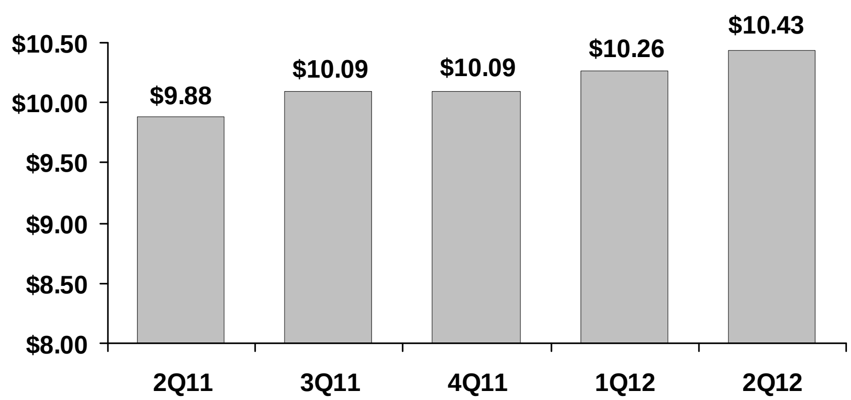
Highlights

- Strong capital position supports growth
- Disciplined capital management process
  - Executing share repurchases
  - Increased dividend for 2Q12 from $.03 to $.05 per common share
- Estimated Basel III tier 1 common equity ratio of 10.9%[a]

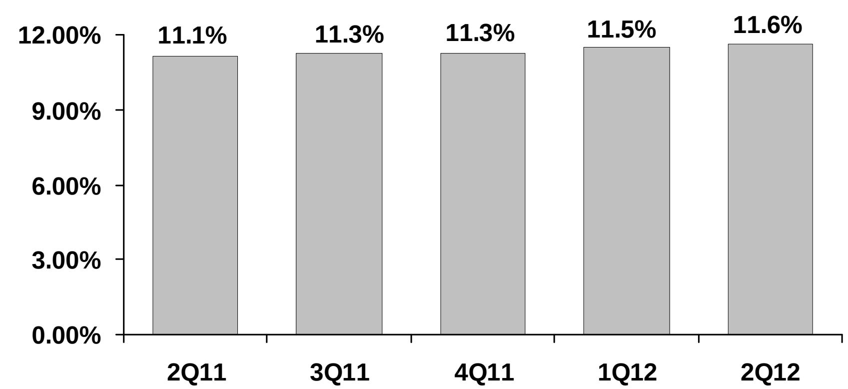
Tangible Common Equity to Tangible Assets [b]



Book Value per Share



Tier 1 Common Equity [b]



(a) Based upon June 30, 2012 pro forma analysis; see slide 30 of Appendix for further detail
(b) Non-GAAP measure: see slide 29 of Appendix for reconciliation

Appendix

Progress on Targets for Success

KEY Business Model	KEY Metrics [a]	KEY 2Q12	KEY 1Q12	Targets	Action Plans
Core funded	Loan to deposit ratio [b]	86%	87%	90-100%	▪ Leverage integrated model to grow relationships and loans ▪ Improve deposit mix
Returning to a moderate risk profile	NCOs to average loans	.63%	.82%	40-50 bps	▪ Focus on relationship clients ▪ Exit noncore portfolios ▪ Limit concentrations ▪ Focus on risk-adjusted returns
Growing high quality, diverse revenue streams	Net interest margin	3.06%	3.16%	>3.50%	▪ Improve funding mix ▪ Focus on risk-adjusted returns ▪ Grow client relationships ▪ Leverage Key's total client solutions and cross-selling capabilities
	Noninterest income to total revenue	47%	46%	>40%	
Creating positive operating leverage	Efficiency ratio	69%	68%	60-65%	▪ Improve efficiency and effectiveness ▪ Leverage technology ▪ Change cost base to more variable from fixed
Executing our strategies	Return on average assets	1.12%	1.02%	1.00-1.25%	▪ Execute our client insight-driven relationship model ▪ Focus on operating leverage ▪ Improved funding mix with lower cost core deposits

(a) Continuing operations, unless otherwise noted

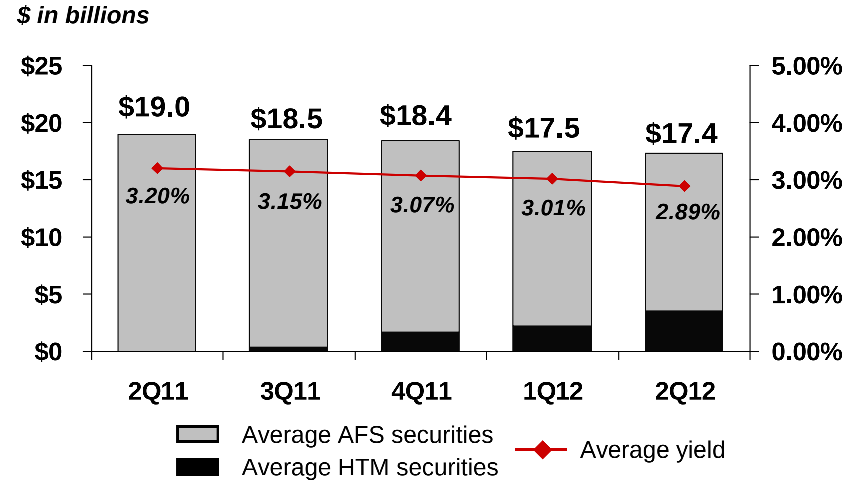
(b) Represents period-end consolidated total loans and loans held for sale (excluding education loans in the securitization trusts) divided by period-end consolidated total deposits (excluding deposits in foreign office)

High Quality Investment Portfolio

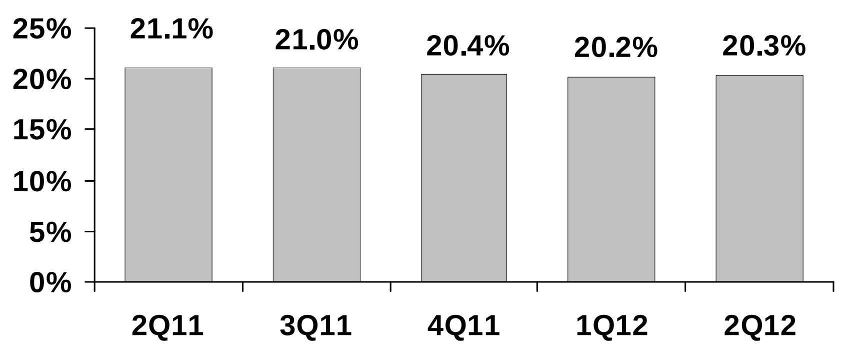
Highlights

- **Portfolio composed of Agency or GSE backed: GNMA, Fannie & Freddie**
  - **No private label MBS or financial paper**
- **Average portfolio life at 6/30/12: 2.3 years**
- **Unrealized net gain of $437 million on available-for-sale securities portfolio at 6/30/12**
- **Mortgage paydowns of $1.5 billion in both 2Q12 and 1Q12**

Average Total Investment Securities



Securities to Total Assets (a)



(a) Includes end of period held-to-maturity and available-for-sale securities

Credit Quality

Credit Quality by Portfolio

$ in millions

	Period-end loans	Average loans	Net loan charge-offs		Net loan charge-offs [a] / average loans		Nonperforming loans		Ending allowance [b]	Allowance / period-end loans [b]	Allowance / NPLs
	6/30/12	2Q12	2Q12	1Q12	2Q12	1Q12	6/30/12	3/31/12	6/30/12	6/30/12	6/30/12
Commercial, financial and agricultural	$20,386	$20,132	$3	$15	*.06 %*	*.31 %*	$141	$168	$304	*1.49 %*	*215.60 %*
Commercial real estate:											
Commercial mortgage	7,409	7,613	9	21	*.48*	*1.06*	172	175	250	*3.37*	*145.35*
Construction	1,172	1,216	4	10	*1.32*	*3.13*	68	66	55	*4.69*	*80.88*
Commercial lease financing	5,636	5,700	10	-	*.71*	-	18	22	68	*1.21*	*377.78*
Real estate - residential mortgage	2,016	1,990	6	5	*1.21*	*1.03*	78	82	26	*1.29*	*33.33*
Home equity:											
Key Community Bank	9,601	9,359	21	23	*.90*	*1.01*	141	109	80	*.83*	*56.74*
Other	479	493	7	7	*5.71*	*5.40*	17	12	24	*5.01*	*141.18*
Consumer other— Key Community Bank	1,263	1,247	8	9	*2.58*	*3.03*	2	1	34	*2.69*	*N/M*
Consumer other:											
Marine	1,542	1,596	7	10	*1.76*	*2.35*	19	30	47	*3.05*	*247.37*
Other	101	100	2	1	*8.04*	*3.41*	1	1	-	-	*N/M*
Continuing total	**$49,605**	**$49,446**	**$77**	**$101**	***.63 %***	***.82 %***	**$657**	**$666**	**$888**	***1.79 %***	***135.16 %***
Discontinued operations - education lending business	5,483	5,613	12	19	*1.64*	*2.51*	18	19	79	*2.72*	*438.89*
Consolidated total	**$55,088**	**$55,059**	**$89**	**$120**	***.68 %***	***.92 %***	**$675**	**$685**	**$967**	***1.84 %***	***143.26 %***

N/M = Not Meaningful

(a) Net loan charge-off amounts are annualized in calculation. NCO ratios for discontinued operations and consolidated Key exclude education loans in the securitization trusts since valued at fair-market value

(b) 6-30-12 allowance by portfolio is estimated. Allowance/period loans ratios for discontinued operations and consolidated Key exclude education loans in the securitization trusts since valued at fair-market value

Home Equity Loans – 6/30/12

Community Bank – Home Equity

$ in millions, except average loan size	Loan Balances	Average Loan Size ($)	Average FICO	Average LTV (a)	% of Loans LTV>90%	Vintage (% of Loans) 2011 and later	2010	2009	2008	2007 and prior
Home equity loans and lines										
First lien	$ 5,220	$ 62,244	756	67 %	.6 %	25 %	7 %	7 %	10 %	51 %
Second lien	4,381	46,995	754	75	3.1	16	6	6	17	55
Total home equity loans and lines	$ 9,601	$ 54,217	755	71	1.8	21	6	7	13	53
Nonaccrual loans										
First lien	$ 66	$ 65,339	719	72 %	1.1 %	1 %	3 %	6 %	5 %	85 %
Second lien	75	50,767	713	78	3.1	1	1	2	17	79
Total home equity nonaccrual loans	$ 141	$ 56,728	716	75	1.9	1	2	4	10	83
Community Bank - Home Equity										
Second quarter net charge-offs	$ 21					1 %	1 %	3 %	22 %	73 %
Net loan charge-offs to average loans	.90 %									

Exit Portfolio – Home Equity

$ in millions, except average loan size	Loan Balances	Average Loan Size ($)	Average FICO	Average LTV (a)	% of Loans LTV>90%	Vintage (% of Loans) 2011 and later	2010	2009	2008	2007 and prior
Home equity loans and lines										
First lien	$ 21	$ 23,012	745	33 %	.4 %	-	-	-	2 %	98 %
Second lien	458	24,321	730	82	32.4	-	-	-	2	98
Total home equity loans and lines	$ 479	$ 24,260	731	80	31.0	-	-	-	1	99
Nonaccrual loans										
First lien	$ 1	$ 19,377	730	29 %	-	-	-	-	-	100 %
Second lien	16	27,016	706	84	37.2 %	-	-	-	1 %	99
Total home equity nonaccrual loans	$ 17	$ 26,598	706	82	35.7	-	-	-	1	99
Exit Portfolio - Home Equity										
Second quarter net charge-offs	$ 7					-	-	-	1 %	99 %
Net loan charge-offs to average loans	5.71 %									

(a) Average LTVs are at origination. Current average LTVs for Community Bank total home equity loans and lines is approximately 79%, which compares to 81% at the end of the first quarter 2012.

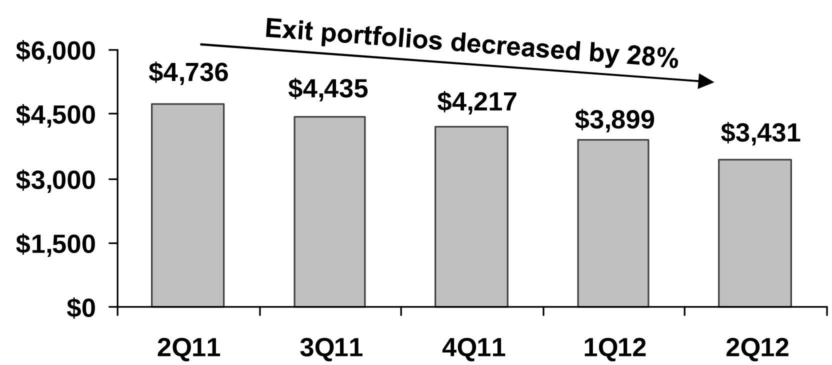
Exit Loan Portfolio

Exit Loan Portfolio

$ in millions	Balance Outstanding 6-30-12	Balance Outstanding 3-31-12	Change 6-30-12 vs. 3-31-12	Net Loan Charge-offs 2Q12	Net Loan Charge-offs 1Q12[c]	Balance on Nonperforming Status 6-30-12	Balance on Nonperforming Status 3-31-12
Residential properties – homebuilder	$33	$34	$(1)	-	$2	$14	$17
Marine and RV floor plan	39	59	(20)	$2	7	15	32
Commercial lease financing [a]	1,237	1,534	(297)	1	(1)	9	11
Total commercial loans	1,309	1,627	(318)	3	8	38	60
Home equity – Other	479	507	(28)	7	7	17	12
Marine	1,542	1,654	(112)	7	10	19	31
RV and other consumer	101	111	(10)	2	1	1	-
Total consumer loans	2,122	2,272	(150)	16	18	37	43
Total exit loans in loan portfolio	$3,431	$3,899	$(468)	$19	$26	$75	$103
Discontinued operations - education lending business (not included in exit loans above) [b]	$5,483	$5,715	$(232)	$12	$19	$18	$19

Exit Loan Portfolio Trend (Excluding Discontinued Operations)

$ in millions



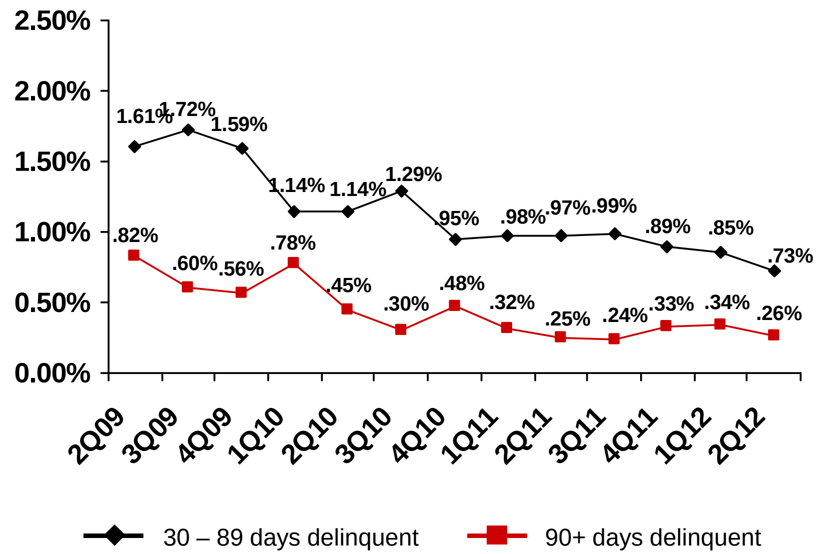
(a) Includes (1) the business aviation, commercial vehicle, office products, construction and industrial leases; (2) Canadian lease financing portfolios; and (3) all remaining balances related to lease in, lease out; sale in, lease out; service contract leases; and qualified technological equipment leases

(b) Includes loans in Key's consolidated education loan securitization trusts

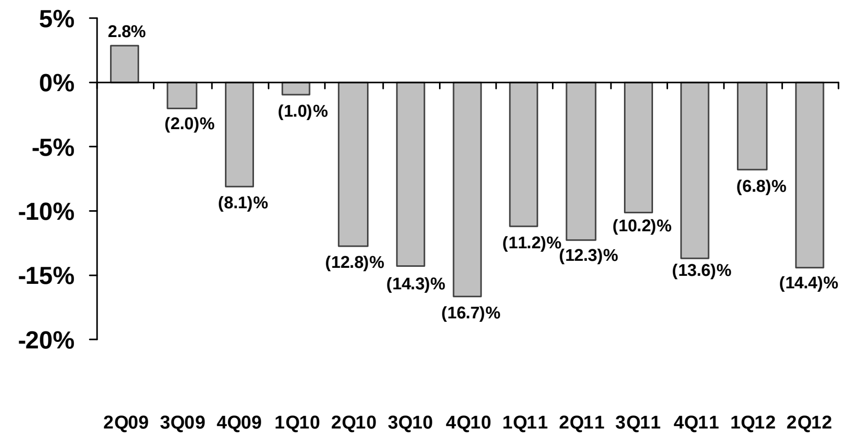
(c) Credit amounts indicate recoveries exceeded charge-offs

Credit Quality Trends

Delinquencies to Period-End Total Loans



Quarterly Change in Criticized Outstandings [(a)]



(a) Loan and Lease Outstandings

GAAP to Non-GAAP Reconciliation

$ in millions

	Three months ended 6-30-12	Three months ended 3-31-12	Three months ended 6-30-11
Tangible common equity to tangible assets at period end			
Key shareholders' equity (GAAP)	$ 10,155	$ 10,099	$ 9,719
Less: Intangible assets	932	932	936
Preferred Stock, Series A	291	291	291
Tangible common equity (non-GAAP)	$ 8,932	$ 8,876	$ 8,492
Total assets (GAAP)	$ 86,523	$ 87,431	$ 88,782
Less: Intangible assets	932	932	936
Tangible assets (non-GAAP)	$ 85,591	$ 86,499	$ 87,846
Tangible common equity to tangible assets ratio (non-GAAP)	10.44 %	10.26 %	9.67 %
Tier 1 common equity at period end			
Key shareholders' equity (GAAP)	$ 10,155	$ 10,099	$ 9,719
Qualifying capital securities	339	1,046	1,791
Less: Goodwill	917	917	917
Accumulated other comprehensive income (loss) [(a)]	(109)	(70)	47
Other assets [(b)]	71	69	157
Total Tier 1 capital (regulatory)	9,615	10,229	10,389
Less: Qualifying capital securities	339	1,046	1,791
Preferred Stock, Series A	291	291	291
Total Tier 1 common equity (non-GAAP)	$ 8,985	$ 8,892	$ 8,307
Net risk-weighted assets (regulatory) [(b)]	$ 77,236	$ 76,956	$ 74,578
Tier 1 common equity ratio (non-GAAP)	11.63 %	11.55 %	11.14 %
Pre-provision net revenue			
Net interest income (GAAP)	$ 538	$ 553	$ 564
Plus: Taxable-equivalent adjustment	6	6	6
Noninterest income	485	472	454
Less: Noninterest expense	714	703	680
Pre-provision net revenue from continuing operations (non-GAAP)	$ 315	$ 328	$ 344

(a) Includes net unrealized gains or losses on securities available for sale (except for net unrealized losses on marketable equity securities), net gains or losses on cash flow hedges, and amounts resulting from the application of the applicable accounting guidance for defined benefit and other postretirement plans since its adoption.

(b) Other assets deducted from Tier 1 capital and risk-weighted assets consist of disallowed deferred tax assets of $75 million at June 30, 2011, disallowed intangible assets (excluding goodwill) and deductible portions of nonfinancial equity investments. There were no disallowed deferred tax assets at June 30, 2012 and March 31, 2012.

Tier 1 Common Equity under Basel III *(estimated)*

KeyCorp & Subsidiaries

TIER 1 COMMON EQUTIY UNDER BASEL III (ESTIMATES) (1)

($'s in billions)	Quarter ended June 30, 2012
Tier 1 Common Equity under Basel I	$9.0
Adjustments from Basel I to Basel III:	
Cumulative Other Comprehensive Income (2)	(0.1)
Deferred Tax Assets (3)	(0.1)
Tier 1 common equity anticipated under Basel III (4)	$8.7
Total risk-weighted assets under Basel I	$77.2
Adjustments from Basel I to Basel III:	
Market Risk Impact	0.5
Loan Commitments < 1 Year	1.1
Residential Mortgage Loans & Home Equity	1.3
Other	0.0
Total risk-weighted assets under Basel III	$80.1
Tier 1 common equity to total risk-weighted assets anticipated under Basel III	10.9%

(1) Tier 1 common equity is a non-generally accepted accounting principle (GAAP) financial measure that is used by investors, analysis and bank regulatory agencies to assess the capital position of financial services companies. Management reviews Tier 1 common equity along with other measures of capital as part of its financial analyses.

(2) Includes AFS mark-to-market, cash flow hedges on items recognized at fair value on the balance sheet, and defined benefit pension liability.

(3) Deferred tax asset subject to future taxable income for realization, primarily tax credit carryforwards.

(4) The amount of regulatory capital and risk-weighted assets estimated under Basel III (as fully phased-in on January 1, 2019) is based upon the federal banking agencies' notices of proposed rulemaking, which implement Basel III and the Standardized Approach.