

Barclays Global Financial Services Conference

KeyCorp

September 10, 2012

Beth E. Mooney

Chairman and
Chief Executive Officer

Jeffrey B. Weeden

Chief Financial Officer



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.



Highlights

Strong, Focused and Building Momentum

- **Gaining traction with distinctive business model**
- **Focused on improving efficiency**
- **Investing for growth and delivering results**
- **Leveraging strong capital position**

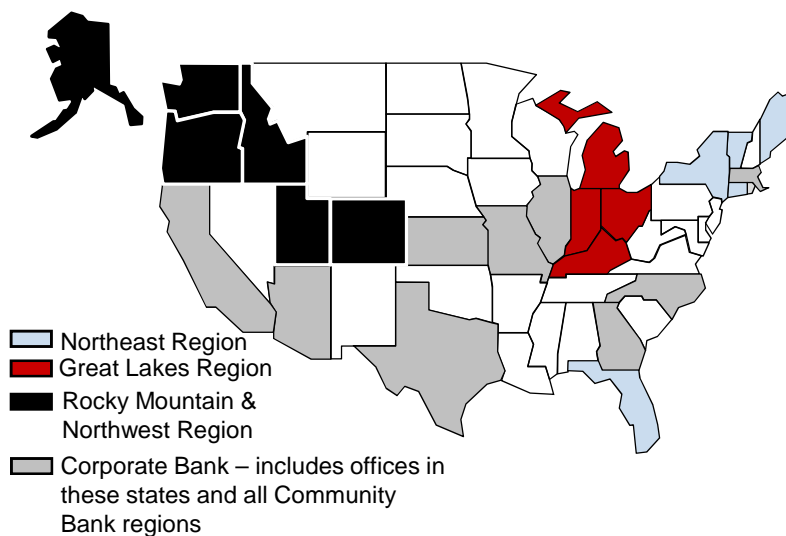
Strategic statement: Key grows by building enduring relationships through client-focused solutions and extraordinary service



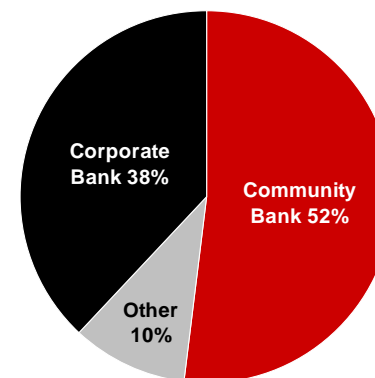
Key – An Overview

Strong company, well-positioned to leverage 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



Compelling Value Proposition

You expect us to focus on you, your company and your industry. In that order.

That's KeyBank. Here, your success is our priority. We provide you with an experienced banker who gives you access to product and industry experts, and Key's executive leadership.

So whether it's meeting your capital needs or advising you on strategic acquisitions through our affiliate, KeyBank Capital Markets Inc., you'll always feel like you're a priority. Because you are.

We're not just the bank you deserve. We're what you expect.

To learn more, visit key.com/whatyouexpect.

KeyBank Relationship Rewards can take you places

KeyBank

everyone needs someone to back them up

When it comes to finance, sometimes life throws more at you than you can handle all by yourself. That's why KeyBank believes you need someone who can back you up when you need it. That's the power of a good relationship. And relationships are what KeyBank is all about. Together, we can unlock your possibilities.

go to key.com
call 1-800-KEY2YOU
visit your local branch

KeyBank
Unlock your possibilities

You expect us to not only help you merge and acquire, but also invest and retire.

That's Key, where we can help you with all your financial services. We are KeyBank Capital Markets Inc., a full service investment bank that in 2011 raised over \$1.25 billion in the capital markets, including debt, equity, and M&A advisory.

We are also KeyBank, the community bank you know with local knowledge and expertise. So you get the best of both worlds. The expertise and capability to help you find the right path.

We're not just the expert you deserve. We're what you expect.

To learn more, visit key.com/whatyouexpect.

rewards for everyday banking

Member FDIC

Key



Driving Growth through Efficiency

Company-wide Initiatives

Community Bank

Corporate Bank

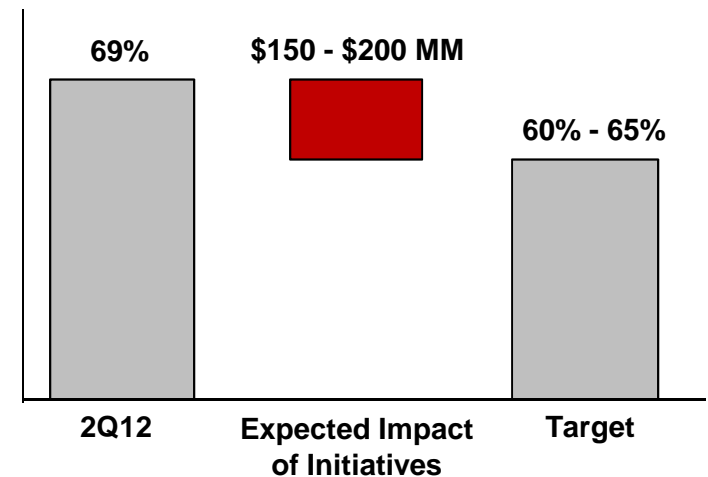
Shared Services

- 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

Efficiency Initiatives: Early Wins

Real Estate Servicing

- Strategic partnership with Berkadia Commercial Mortgage
- Reduces fixed cost base
- Enhances revenue streams
- Improves access to commercial real estate CMBS loan servicing market
- Adds more than \$500 million in deposit balances

Branch Rationalization

- Consolidated 8 branches in August
- An additional 8 branches have received notification for September consolidation
- Continuing to analyze branch performance and productivity for future action
- Accelerated relocations and consolidations

Strategic Sourcing

- Leveraging third party providers to enhance service
- Enhances capabilities while creating a more variable cost structure

Key Equipment Finance

- Consolidated back room operations
- Rationalized delivery system, driving efficiencies

Fulfilling client needs and delivering solutions in the most efficient way

Consistent with relationship strategy



Investing for Growth

Enhancing our growth trajectory and driving shareholder returns

Strategic Actions

Payments

- Acquired \$725 million Key-branded credit card portfolio
- Began self-issuance of credit cards
- New arrangement for merchant services

Franchise Investments

- Acquired 37 branches in Upstate NY, gaining meaningful market share
- Rationalizing branch network and selectively investing in priority markets
- Developing a talented and engaged workforce, improving productivity and performance management

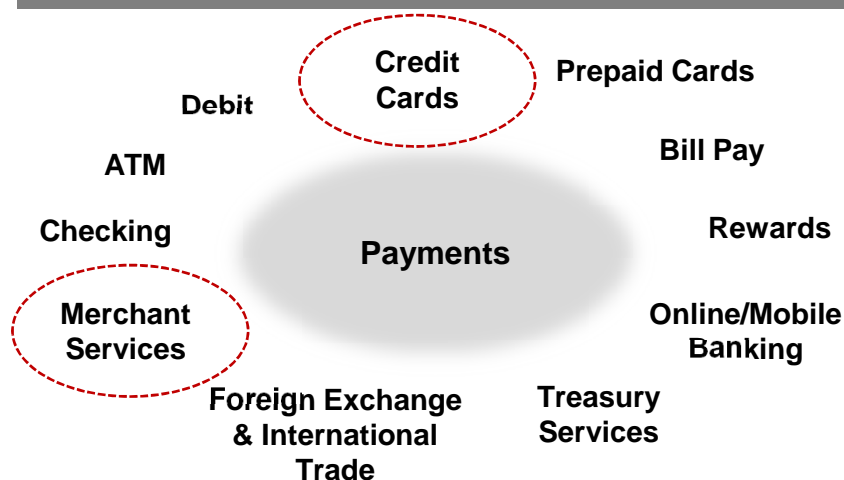
Technology

- Investing in online and mobile capabilities
- Enhancing sales and service tools in support of relationship strategy
- Image-enabled infrastructure to support efficiency and client preferences



Enhancing Payments Business

Integrated Payments Solution



Benefits

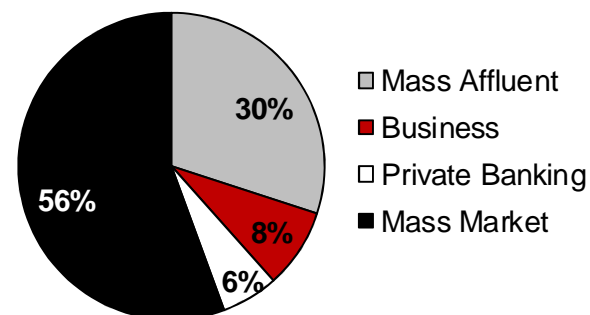
- Solidifies integrated payments solution
- Mitigates financial impact of recent regulations
- Captures attractive client economics
- Diversifies and augments revenue
- Allows Key to own and control more of the client experience

Recent Enhancements

- Acquired relationship credit card assets
 - 400,000 consumer and business accounts with over \$725 million in balances
 - Clients with current or former relationships at Key
- Began credit card self-issuance
- Entered exclusive agreement for merchant services to optimize value of client relationships

Credit Card: Relationship Assets Acquired

Client Segmentation



Enhancing Online and Mobile Capabilities

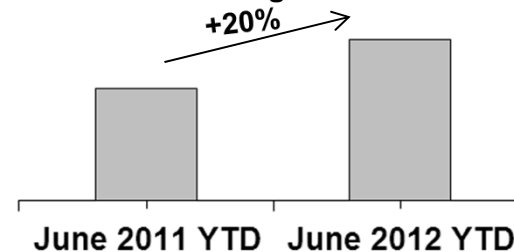
Highlights

- Investing in emerging technologies to redefine “convenience”
 - Recent re-launch of key.com
 - Expanded Bill Pay system capabilities
 - New mobile apps in 1Q12
- Winner of the 2011 Best of the Web Banking Mobile Leader award from Compuware Gomez
 - Recognizes best combined performance for response time, availability and consistency of a mobile website
- Received four awards from Corporate Insight’s Bank Monitor
 - Awarded for service excellence in the areas of online bill pay, online account opening, alerts and fund transfers

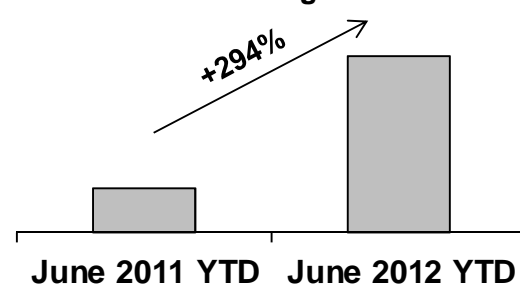


Online and Mobile Usage Continues to Grow

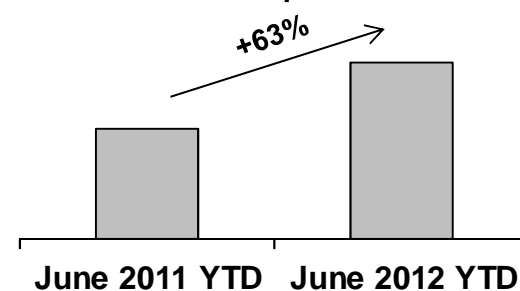
Online Banking Penetration



Mobile Banking Sessions



Text Inquiries

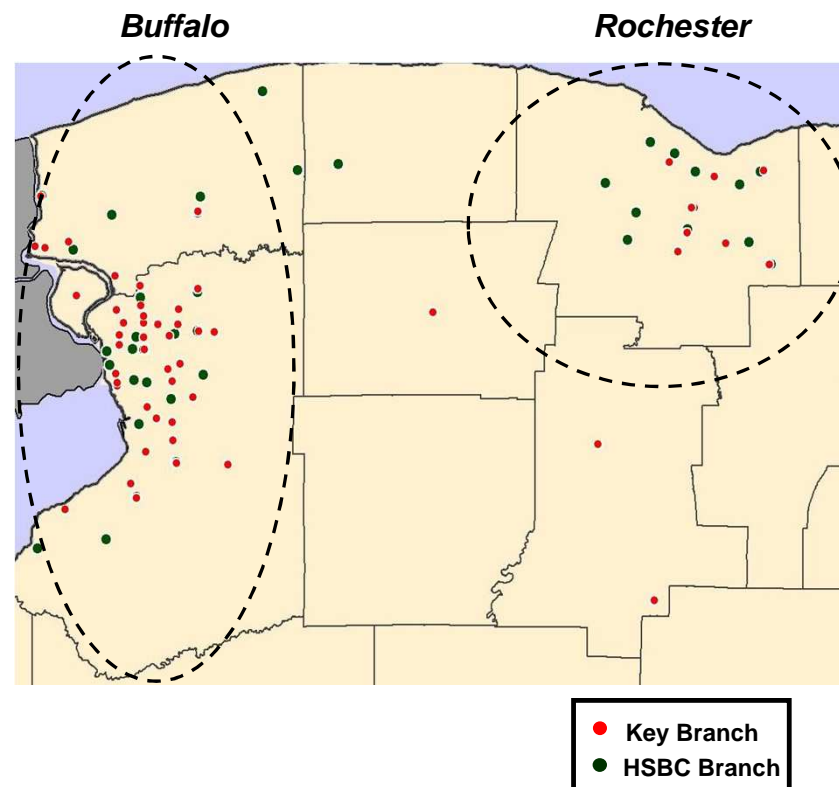


Branch Acquisition Strengthens Market Share

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
- Provided liquidity to fund asset growth and remain flexible with debt maturities
- Leverages existing cost structure across larger base
- Seamless and successful conversion
- Adds \$70 million in credit card receivables to recently acquired portfolio^(a)

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

Client-focused Strategy Delivering Results

Delivering Superior Service



Winning with Clients

M&A	July 2012 Industrial Client \$75,000,000 Sell-Side Transaction <i>Financial Advisor</i>	May 2012 Healthcare Client \$50,000,000 Sell-Side Transaction <i>Financial Advisor</i>	April 2012 Industrial Client \$300,000,000 Sell-Side Transaction <i>Financial Advisor</i>
	July 2012 Industrial Client \$750,000,000 Senior Secured Credit Facilities <i>Joint Lead Arranger, Joint Bookrunner & Administrative Agent</i>	July 2012 Native American Gaming Client \$165,000,000 Senior Secured Credit Facilities <i>Joint Lead Arranger, Sole Bookrunner & Administrative Agent</i>	April 2012 Healthcare Client \$300,000,000 Senior Unsecured Revolving Credit Facility <i>Sole Lead Arranger, Sole Bookrunner & Administrative Agent</i>
	August 2012 Real Estate Client \$200,000,000 Follow-on Offering <i>Joint Bookrunner</i>	July 2012 Consumer Client \$100,000,000 Initial Public Offering <i>Co-manager</i>	July 2012 Real Estate Client \$775,000,000 Follow-on Offering <i>Joint Bookrunner</i>

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)

Redemption of TruPS

Redeemed \$707 million in 3Q12

Opportunistic Growth

Acquisition of 37 branches in upstate NY
Acquired \$725 million credit card portfolio; began self-issuance

**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; data as of June 30, 2012

Financial Review



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

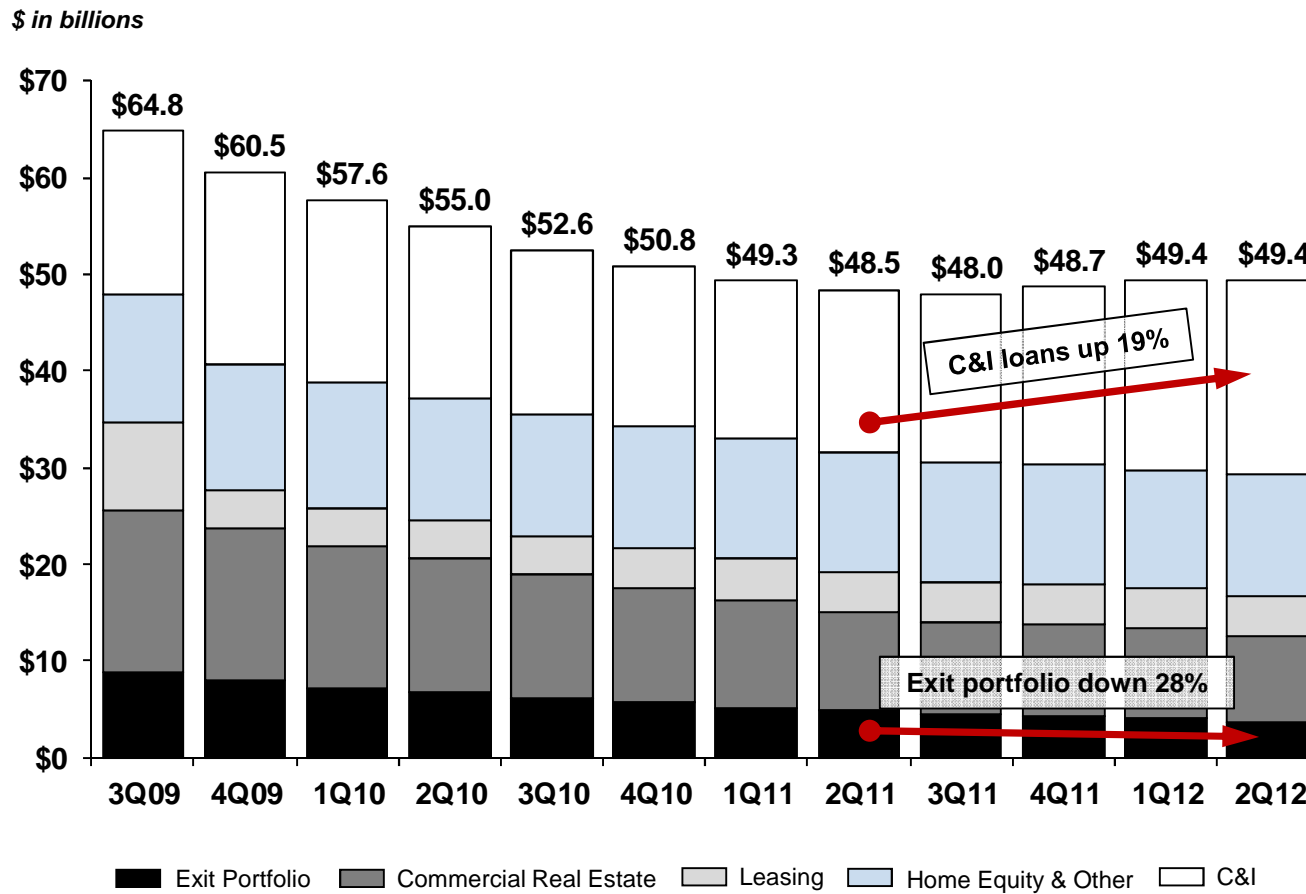
(b) From consolidated operations

(c) Non-GAAP measure: see slide 32 of Appendix for reconciliation



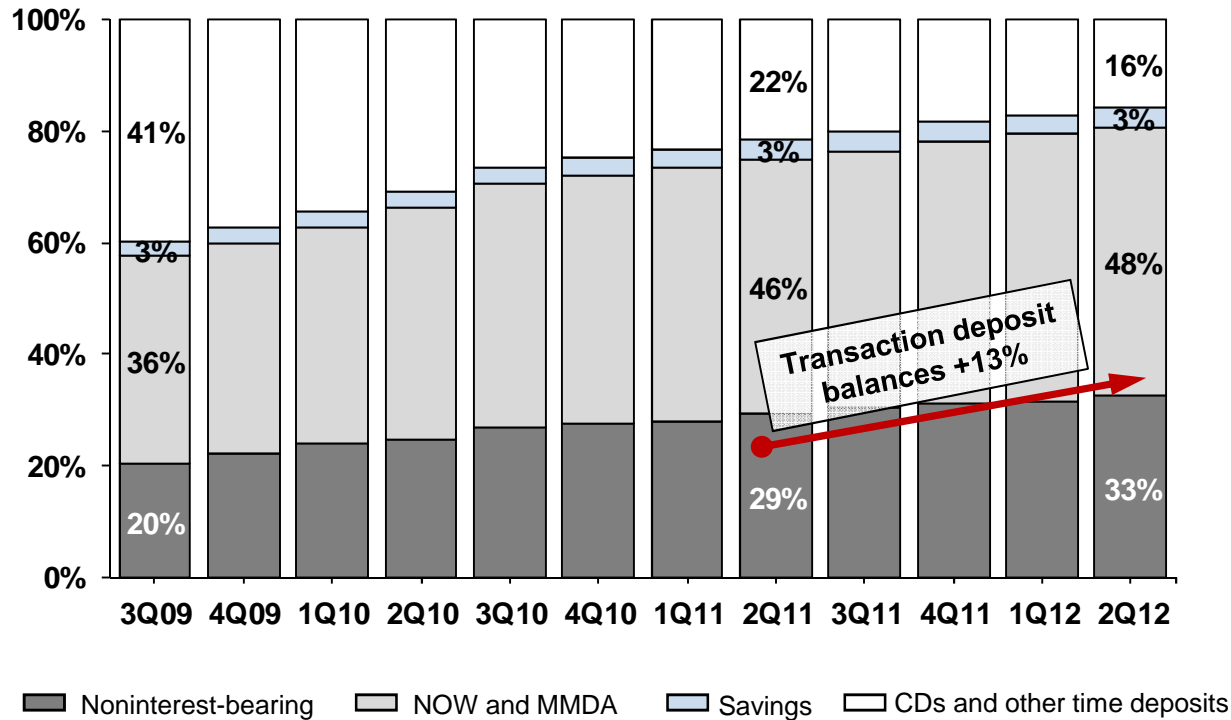
Average Loan Growth

Average loan growth driven by C&I, while the exit portfolio continues to run-off



Improving Deposit Mix

Funding cost continues to decline with improving deposit mix



	<u>3Q09</u>	Down 116 bps	<u>2Q12</u>
Cost of Deposits:	1.63%	----->	0.47%
Fed Funds:	0.25%		0.25%



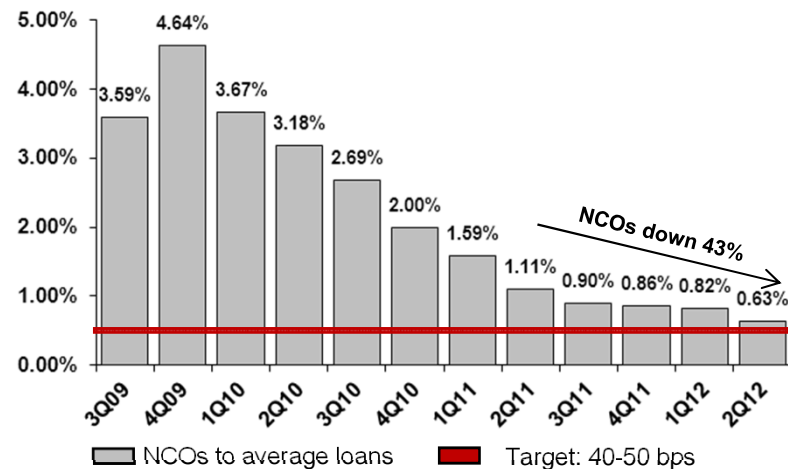
Notes: Excludes deposits in foreign office
Transaction deposits defined as noninterest-bearing, NOW and MMDA

Continued Improvement in Asset Quality

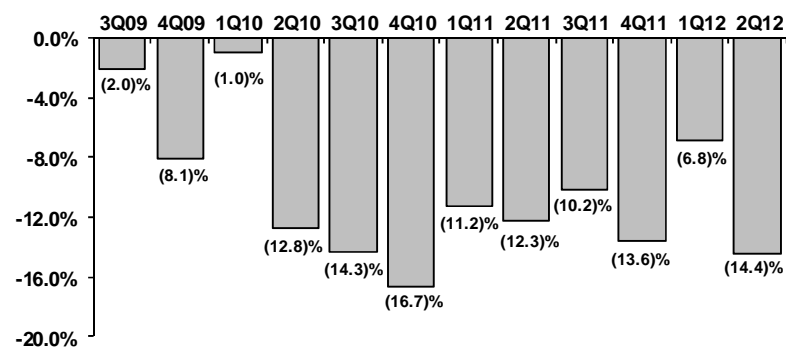
Highlights

- Net charge offs down 43% from prior year; approaching long-term target of 40-50 bps
- Nonperforming assets down 21% from prior year
- Allowance remains strong at 135% of nonperforming loans
- Past due and criticized loans continue to show improvement
- High quality new loan originations

Net Charge Offs to Average Loans



Quarterly Change in Criticized Outstandings^(a)



(a) Loan and Lease Outstandings

Total Revenue

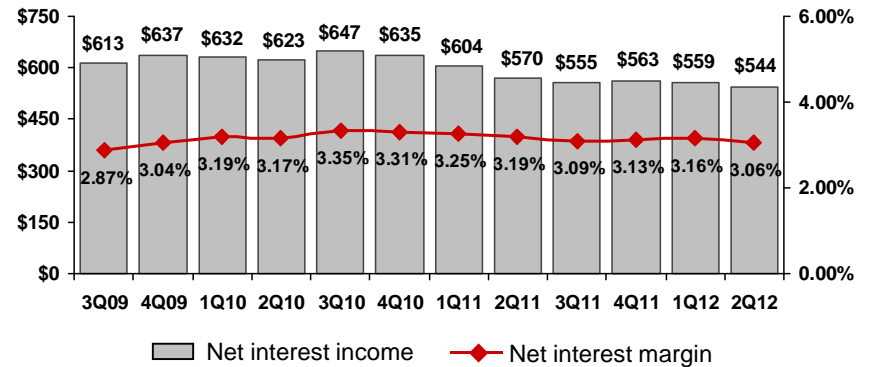
Highlights

- 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

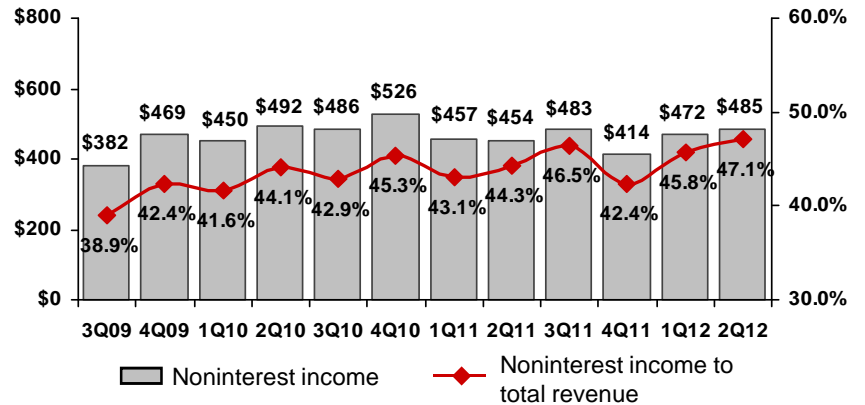
\$ in millions

Continuing Operations



Noninterest Income and % of Total Revenue

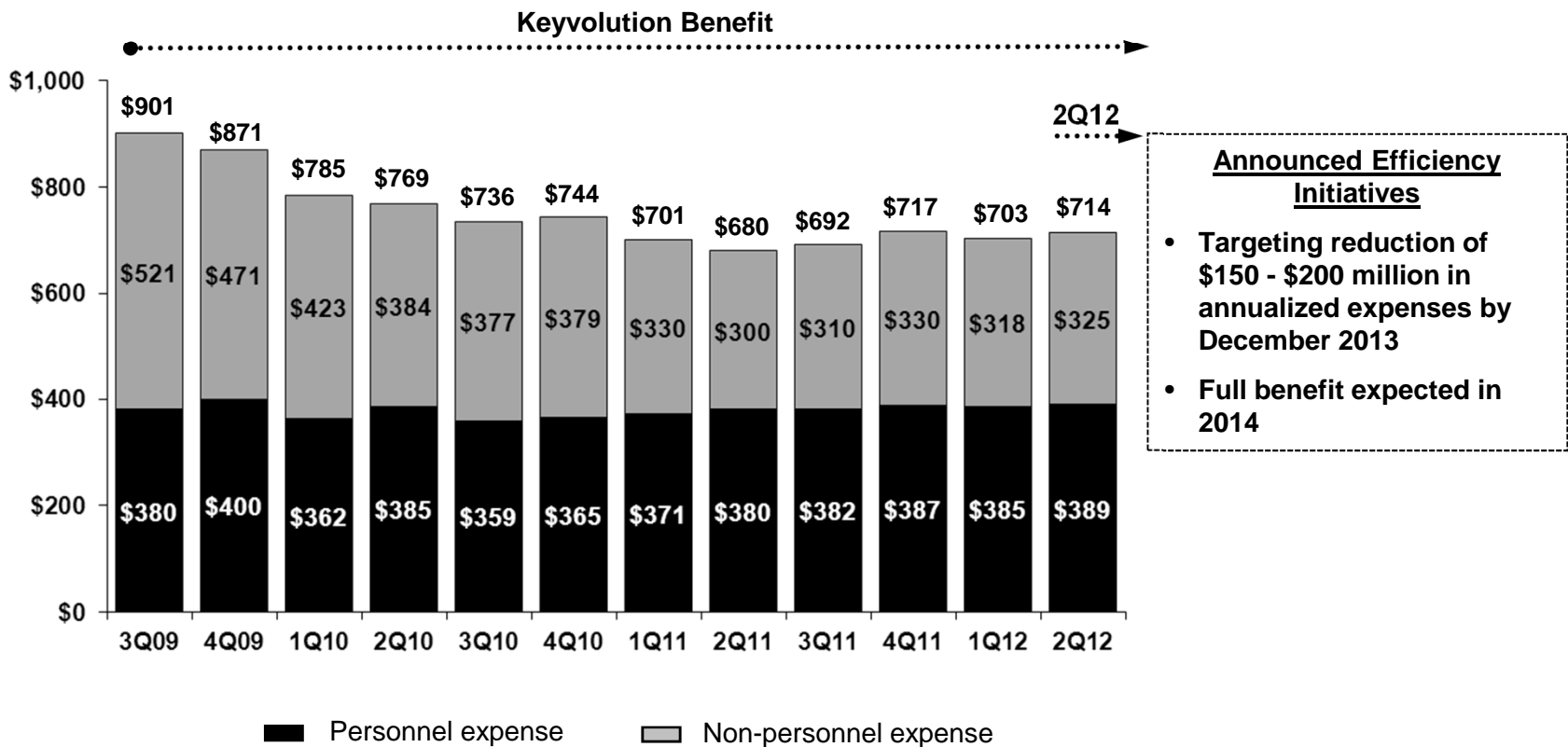
\$ in millions



TE = Taxable equivalent

Focused Expense Management

Maintaining disciplined expense control, with focus on improving operating leverage



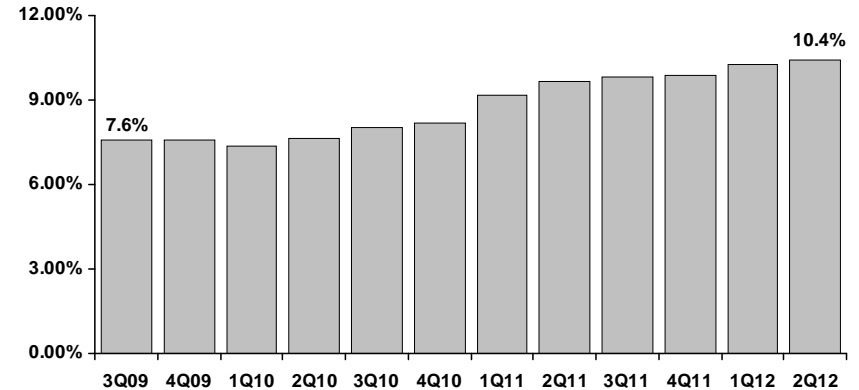
Note: Excludes intangible asset impairment in 3Q09

Strong Capital Ratios

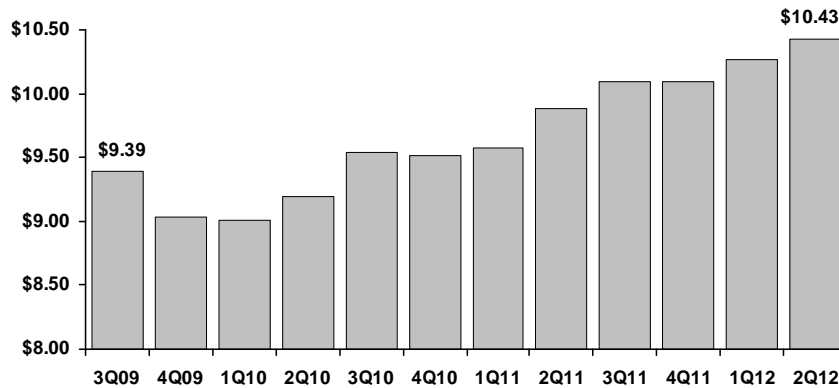
Highlights

- 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%

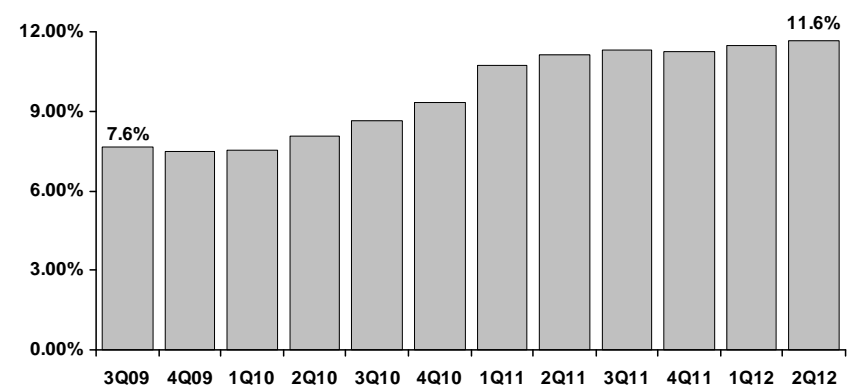
Tangible Common Equity to Tangible Assets (a)



Book Value per Share



Tier 1 Common Equity (a)



(a) Non-GAAP measure: see slide 32 of Appendix for reconciliation

Delivering Shareholder Value



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%	<ul style="list-style-type: none"> ▪ 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	<ul style="list-style-type: none"> ▪ 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%	<ul style="list-style-type: none"> ▪ 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%	<ul style="list-style-type: none"> ▪ 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%	<ul style="list-style-type: none"> ▪ 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)

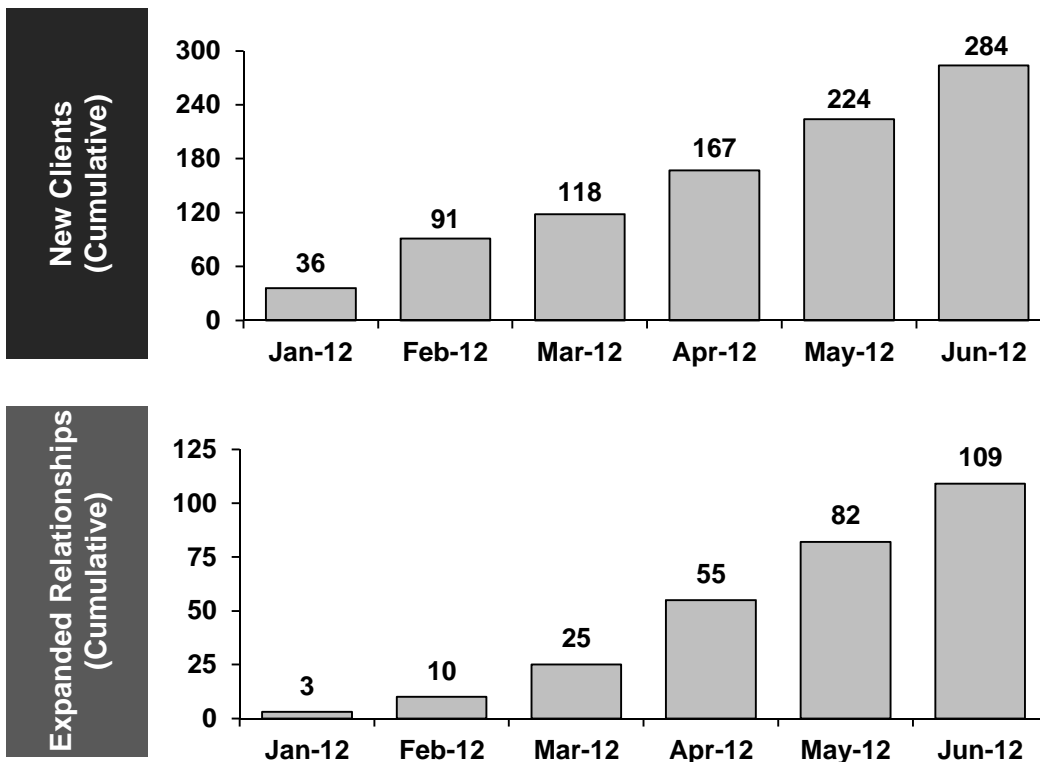


Corporate Bank: Deepening Relationships

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
 - Targeted new clients provide more fee income, borrow more and have a better risk profile than the overall portfolio average
- \$54MM in YTD revenue from expanded client relationships, an average of \$497K per client



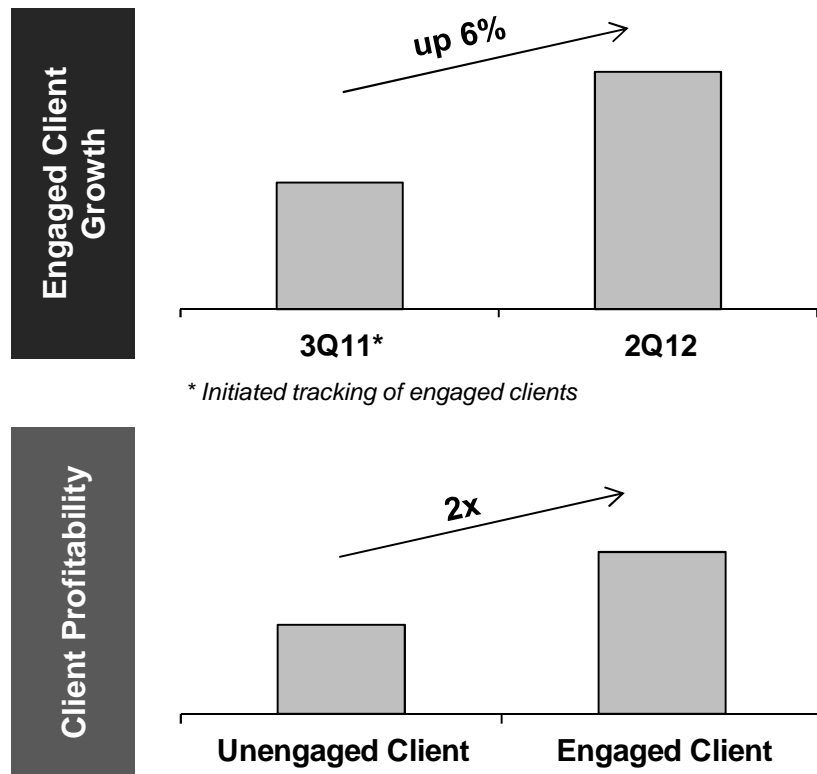
Note: New client relationships have YTD revenue exceeding \$5,000
Expanded client relationships require YTD revenue to exceed FY11 revenue by more than \$100,000

Community Bank: Engaging Relationships

Focusing on targeted clients, alignment, capabilities and channels

- Results in deeper, more profitable engaged clients

Performance Metrics



- 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



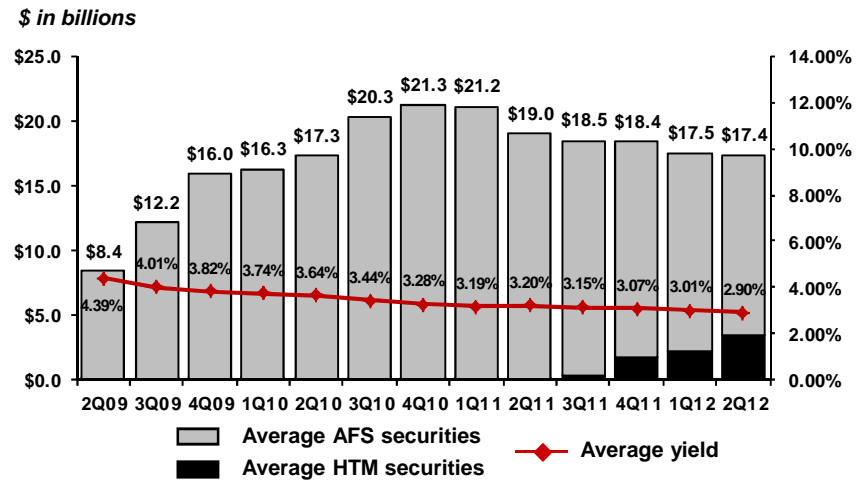
Engaged: A relationship client as determined by product or transaction activity

High Quality Investment Portfolio

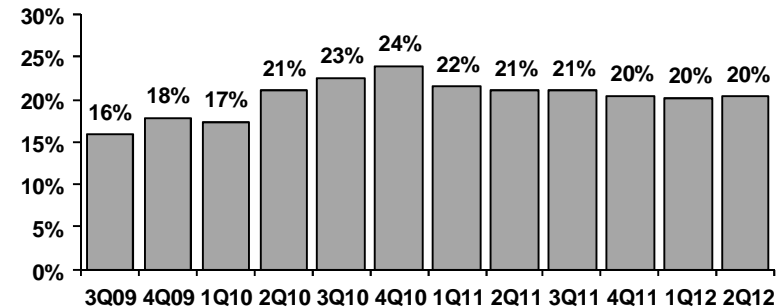
Highlights

- 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.

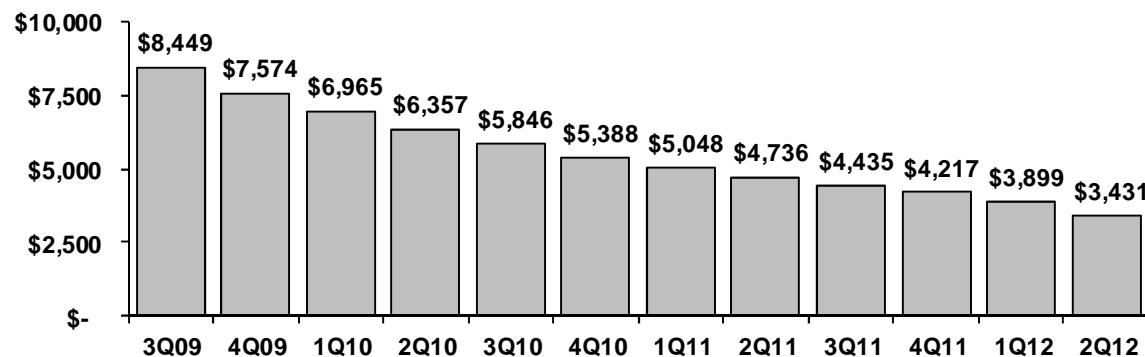
Exit Loan Portfolio

Exit Loan Portfolio

\$ in millions	Balance Outstanding		Change 6-30-12 vs. 3-31-12	Net Loan Charge-offs		Balance on Nonperforming Status	
	6-30-12	3-31-12		2Q12	1Q12 ^(c)	6-30-12	3-31-12
	Residential properties – homebuilder	\$33	\$34	\$(1)	-	\$2	\$14
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



GAAP to Non-GAAP Reconciliation

\$ in millions

	Three months ended		
	6-30-12	3-31-12	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)	\$ <u>8,932</u>	\$ <u>8,876</u>	\$ <u>8,492</u>
Total assets (GAAP)	\$ 86,523	\$ 87,431	\$ 88,782
Less: Intangible assets	932	932	936
Tangible assets (non-GAAP)	\$ <u>85,591</u>	\$ <u>86,499</u>	\$ <u>87,846</u>
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)	\$ <u>8,985</u>	\$ <u>8,892</u>	\$ <u>8,307</u>
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)	\$ <u>315</u>	\$ <u>328</u>	\$ <u>344</u>

(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.

