



16004191

CERTNYS  
File # 1-11302

**Silvio Conte (Joe)**  
Head of Corporate Actions  
Global Listings

New York Stock Exchange  
11 Wall Street, 14<sup>th</sup> Floor  
New York, NY 10005  
T +1 212 656 5024  
[silvio.conte@nyse.com](mailto:silvio.conte@nyse.com)

Received SEC  
July  
JUN 29 2016  
Washington, DC 20549

July 29, 2016

Chief, Information Technology  
Securities and Exchange Commission  
Division of Corporate Finance  
100 F Street, NE MS 3040  
Washington, DC 20549

To whom it may concern:

The New York Stock Exchange certifies its approval for listing and registration of the Fixed-to-Floating Rate Perpetual Noncumulative Preferred Stock, Series C of **KeyCorp** under the Exchange Act of 1934.

Sincerely,