STATE STREET CORP

Form 4

February 18, 2015

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

OMB APPROVAL

Number:

Expires:

January 31, 2005

0.5

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Check this box

obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Last)

STREET

(City)

STATE STREET

(Print or Type Responses)

1. Name and Address of Reporting Person * **ROGERS MICHAEL F**

(First)

(Middle)

(Zip)

CORPORATION, ONE LINCOLN

(Street)

(State)

Filed(Month/Day/Year)

2. Issuer Name and Ticker or Trading Symbol

STATE STREET CORP [STT]

3. Date of Earliest Transaction (Month/Day/Year)

02/15/2015

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

5. Relationship of Reporting Person(s) to

(Check all applicable)

President and COO

10% Owner

Other (specify

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Issuer

below)

Director

X_ Officer (give title

BOSTON, MA 02111

	united, Disposed of, of Denemerally Owned				
· · · · · · · · · · · · · · · · · · ·	7. Nature of				
Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Ownership Indirect					
(Instr. 3) any Code (Instr. 3, 4 and 5) Beneficially Form: Direct Benefici	al				
(Month/Day/Year) (Instr. 8) Owned (D) or Ownersh	nip				
Following Indirect (I) (Instr. 4))				
Reported (Instr. 4)					
(A) Transaction(s)					
or (Instr. 3 and 4)					
Code V Amount (D) Price (Histir 5 and 1)					
Common 02/15/2015 F 41,980 D \$ 789,208 (2) D					
Stock $\frac{02/13/2013}{76.93}$ $\frac{(1)}{76.93}$ $\frac{769,208}{76.93}$					
_					
Common 245,740 ⁽³⁾ I By a T	mot				
Stock 245,740 (3) I By a T	rust				

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

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and		7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration D	ate	Amount	t of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e			es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
								^	mount		
									mount		
						Date	Expiration	Title N	r Jumber		
						Exercisable	Date				
				C + V	(A) (D)			0			
				Code V	(A) (D)			S	hares		

Reporting Owners

Relationships Reporting Owner Name / Address

> Officer Other Director 10% Owner

ROGERS MICHAEL F STATE STREET CORPORATION ONE LINCOLN STREET BOSTON, MA 02111

President and COO

Signatures

/s/ Shannon C. Stanley, Attorney-in-fact

02/18/2015

**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) These shares were withheld to satisfy tax withholding obligations in connection with the vesting of previously awarded deferred stock.
- The balance reflects the amount of shares beneficially owned, including shares received due to dividend reinvestment, as of the date of **(2)** this report.
- By a trust. The reporting person continues to report beneficial ownership of STT common stock held by the trust but disclaims beneficial ownership except to the extent of his pecuniary interest therein.

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.

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