STATE STREET CORP

Form 4 April 26, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

if no longer subject to Section 16. Form 4 or Form 5

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

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

may continue. See Instruction 1(b).

obligations

(Print or Type Responses)

BOSTON, MA 02111

Stock

Stock

1. Name and Address of Reporting Person * **CHOW JOSEPH W**

2. Issuer Name and Ticker or Trading Symbol

STATE STREET CORP [STT]

(First) (Middle) (Last)

3. Date of Earliest Transaction (Month/Day/Year) 04/22/2005

STATE STREET CORPORATION, ONE LINCOLN **STREET**

(Street)

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

OMB

Number:

Expires:

response...

OMB APPROVAL

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

Issuer

(Check all applicable)

Director 10% Owner Other (specify X_ Officer (give title below)

EVP, Head of Risk & Corp.Admin

6. Individual or Joint/Group Filing(Check

Applicable Line)

Following

Reported

Transaction(s)

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

or Indirect

(Instr. 4)

(Instr. 4)

Person

| (City) | (State) | (Zip) Tab | le I - Non- | Derivative Securities Acqui | red, Disposed of, | or Beneficiall | y Owned |
|------------|---------------------|--------------------|-------------|-----------------------------|-------------------|----------------|--------------|
| 1.Title of | 2. Transaction Date | 2A. Deemed | 3. | 4. Securities Acquired (A) | 5. Amount of | 6. | 7. Nature of |
| Security | (Month/Day/Year) | Execution Date, if | Transactio | omr Disposed of (D) | Securities | Ownership | Indirect |
| (Instr. 3) | | any | Code | (Instr. 3, 4 and 5) | Beneficially | Form: | Beneficial |
| | | (Month/Day/Year) | (Instr. 8) | | Owned | Direct (D) | Ownership |

(A)

| | | Code | V | Amount | (D) | Price | (Instr. 3 and 4) | |
|-----------------|------------|------|---|--------|-----|---------------|------------------|---|
| Common Stock | 04/22/2005 | M | | 8,000 | A | \$ 13.2031 | 18,125 | D |
| Common | 04/22/2005 | S | | 1,000 | D | \$ 45.3 | 17,125 | D |

Common 04/22/2005 S 7,000 D \$45.27 10,125 D Stock

Common 401(k) T 4,369 Stock Plan (1) I Common 1,000 By a

family

member (2)

(9-02)

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 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)

| (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. Transactic Code (Instr. 8) | and the second of the second o | | e | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | |
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Option (right to buy) | \$ 13.2031 | 04/22/2005 | | M | | 8,000 | 06/20/2001 | 06/21/2006 | Common Stock | 8,000 |
| Employee Stock Option (right to buy) | \$ 44.53 | | | | | | <u>(3)</u> | 03/01/2015 | Common Stock | 42,400 |
| Employee Stock Option (right to buy) | \$ 15.875 | | | | | | 12/19/1999 | 12/20/2006 | Common Stock | 24,000 |
| Employee Stock Option (right to buy) | \$ 33.7187 | | | | | | 12/17/2001 | 12/18/2008 | Common Stock | 38,400 |
| Employee Stock Option (right to | \$ 34.6406 | | | | | | 12/16/2002 | 12/17/2009 | Common Stock | 50,000 |

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| buy) | | | | | |
|--|------------|------------|------------|-----------------|--------|
| Employee Stock Option (right to buy) | \$ 60.7375 | 12/21/2003 | 12/22/2010 | Common Stock | 38,400 |
| Employee Stock Option (right to buy) | \$ 51.975 | 12/20/2004 | 12/21/2011 | Common Stock | 51,500 |
| Employee Stock Option (right to buy) | \$ 49.705 | 02/21/2004 | 02/22/2012 | Common Stock | 7,200 |
| Employee Stock Option (right to buy) | \$ 40.22 | <u>(4)</u> | 12/19/2012 | Common Stock | 40,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|--------------------------------|---------------|-----------|---------|-------|--|--|
| | Director | 10% Owner | Officer | Other | | |

CHOW JOSEPH W
STATE STREET CORPORATION
ONE LINCOLN STREET

EVP, Head of Risk & Corp. Admin

BOSTON, MA 02111

Signatures

Richard P. Jacobson, Attorney-in-fact 04/26/2005

**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).
- The reporting person indirectly beneficially owns 4,369 shares of common stock of State Street Corporation through State Street
- (1) Corporation's 401(k) plan, as of April 25, 2005. The plan accounts for interest in units of shares and a small amount of cash. As a result, the number of underlying shares may fluctuate from time to time.
- (2) Shares held in an IRA account by a member of the reporting person's family, with respect to which the reporting person disclaims beneficial ownership of any such shares.
- (3) Options become exercisable in 25% installments over a four-year period commencing on March 2, 2006.
- (4) Options become exercisable in 33 1/3% installments over a three-year period commencing on December 19, 2004.

Reporting Owners 3

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