

CARP JEFFREY N
Form 4
February 17, 2012

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
CARP JEFFREY N

2. Issuer Name and Ticker or Trading Symbol
STATE STREET CORP [STT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
02/16/2012

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

EVP, CLO and Secretary

STATE STREET CORPORATION, ONE LINCOLN STREET

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

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

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

BOSTON, MA 02111

(City) (State) (Zip)

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount or Price | | |
| Common Stock | 02/16/2012 | | A | | 67,655 (1) | A | \$ 0 225,859 D |
| Common Stock | 02/16/2012 | | A | | 14,643 (2) | A | \$ 0 240,502 D |
| Common Stock | 02/16/2012 | | F | | 4,671 (3) | D | \$ 40.36 235,831 D |
| Common Stock | 02/16/2012 | | A | | 91,254 (4) | A | \$ 0 327,085 D |
| Common Stock | 02/16/2012 | | F | | 8,501 (5) | D | \$ 40.36 318,584 (6) D |

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- (5) These shares were withheld to satisfy tax withholding obligations in connection with the settlement of a performance award granted on February 24, 2011 as part of 2010 compensation.
- (6) The balance reflects the amount of shares beneficially owned, including shares received due to dividend reinvestment, as of the date of this report.

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