

Edgar Filing: STATE STREET CORP - Form 4

STATE STREET CORP

Form 4

December 24, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person

Towers, John R.

State Street Corporation

225 Franklin Street

Boston, MA 02110

2. Issuer Name and Ticker or Trading Symbol

State Street Corporation

STT

3. IRS or Social Security Number of Reporting Person (Voluntary)

4. Statement for Month/Year

12/23/02

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

() Director () 10% Owner (X) Officer (give title below) () Other

(specify below)

Vice Chairman and Chief Administrative Officer

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

(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

1. Title of Security	2. Transaction Date	3. Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned at End of Month
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Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative	3. Transaction Date	4. Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities	8. Put or Call
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Employee Stock Option (right to buy)	39.95	12/23/02	A(1)	133,300	A 12/19/04-12/22/12	Common Stock	133,300
					12/19		

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							/06				
Employee Stock Option (right to buy)	9.8125						9/14/99	9/14/04	Common Stock	20,000	
Employee Stock Option (right to buy)	13.2031						6/19/01	6/19/06	Common Stock	20,000	
Employee Stock Option (right to buy)	18.3125						12/19/97-	2/19/07	Common Stock	34,000	
							12/19/99				
Employee Stock Option (right to buy)	28.125						12/18/98-	12/17/07	Common Stock	20,000	
							12/18/00				
Employee Stock Option (right to buy)	26.2188						9/17/01-	9/16/08	Common Stock	30,000	
							9/17/03				
Employee Stock Option (right to buy)	33.7188						12/17/99-	12/16/08	Common Stock	76,066	
							12/17/01				
Employee Stock Option (right to buy)	34.6407						12/16/00-	12/15/09	Common Stock	69,800	
							12/16/02				
Employee Stock Option (right to buy)	60.7375						12/21/01-	12/20/10	Common Stock	88,600	
							12/21/03				
Employee Stock Option (right to buy)	51.975						12/20/02-	12/19/11	Common Stock	161,000	
							12/20/04				
Employee Stock Option (right to buy)	49.705						2/21/04	2/20/12	Common Stock	21,400	

Explanation of Responses:

(1) Employee stock option granted pursuant to State Street Corporation 1997 Equity Incentive Plan.

SIGNATURE OF REPORTING PERSON

/s/John R. Towers

DATE

12/24/2002