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BATEMAN MAUREEN SCANNELL

Form 5

January 22, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 WASHINGTON, D.C. 20549  
 FORM 5

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

- ( ) Form 3 Holdings Reported
- ( ) Form 4 Transactions Reported

1. Name and Address of Reporting Person

Bateman, Maureen Scannell  
 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

12/31/01

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)

Executive Vice President, General Counsel and Secretary

7. Individual or Joint/Group Reporting (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 Year
				17,752 (1)
				1,303 (1) (2)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Percentage of Total Ownership
						Title and Number of Shares	

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Employee Stock Option (right to buy)	51.975	12/20/01	A(1)	61,200	A	12/20/02-	12/19/11	Common Stock	61,200	
						12/20/04				
Employee Stock Option (right to buy)	29.0469					12/31/98-	12/31/07	Common Stock	40,000	(1)
						12/31/00				
Employee Stock Option (right to buy)	33.7188					12/17/99-	12/16/08	Common Stock	38,400	(1)
						12/17/01				
Employee Stock Option (right to buy)	34.6407					12/16/00-	12/15/09	Common Stock	50,000	(1)
						12/16/02				
Employee Stock Option (right to buy)	53.0469					6/15/05	6/14/10	Common Stock	12,500	(1)
(CONTINUED ON THE NEXT PAGE)										
Employee Stock Option (right to buy)	60.7375					12/21/01-	12/20/10	Common Stock	44,200	(1)
						12/21/03				

Explanation of Responses:

(1) Reflects two-for-one stock split distributed on May 30, 2001.

(2) As of last plan statement.

(3) Employee stock option granted pursuant to State Street Corporation 1997 Equity Incentive Plan exercisable in 33 1/3% installments over a three-year period commencing December 20, 2002.

SIGNATURE OF REPORTING PERSON

/s/Maureen Scannell Bateman

DATE

1/16/02