

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	A/ D	Price	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 Title and Number of Shares	8. Put or Call or Other Feature of Underlying Securities

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