

STATE STREET Corp  
Form 8-K  
February 11, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

**Date of Report (Date of earliest event reported): February 11, 2011**

**STATE STREET CORPORATION**

(Exact name of registrant as specified in its charter)

Massachusetts  
(State or other jurisdiction  
of incorporation)

001-07511  
(Commission  
File Number)

04-2456637  
(IRS Employer  
Identification No.)

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**One Lincoln Street, Boston, Massachusetts**  
**(Address of principal executive offices)**  
**617-786-3000**

**02111**  
**(Zip Code)**

**(Registrant's telephone number, including area code)**

**Not Applicable**

**(Former name or former address, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ..  Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ..  Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ..  Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ..  Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01. Other Events**

On February 11, 2011, State Street Corporation (the Company) issued \$500.1 million aggregate principal amount of 4.956% Junior Subordinated Debentures due 2018 (the Junior Subordinated Debentures) in a public offering pursuant to a registration statement on Form S-3 (File No. 333-157882) and a related preliminary prospectus supplement and prospectus supplement, each as filed with the Securities and Exchange Commission. In connection with the issuance of the Junior Subordinated Debentures, the Company entered into the First Amendment to the Third Supplemental Indenture dated as of February 11, 2011 (the Supplemental Indenture Amendment) with U.S. Bank National Association, as trustee. The Junior Subordinated Debentures were sold pursuant to the terms of an Underwriting Agreement dated as of February 2, 2011 (the Underwriting Agreement), among the Company and Goldman, Sachs & Co., as underwriter. The Supplemental Indenture Amendment is filed as Exhibit 4.1 hereto. The Underwriting Agreement has been included as Exhibit 1.1 to the Company's Current Report on Form 8-K, filed on February 7, 2011. The above descriptions of the Supplemental Indenture Amendment and the Underwriting Agreement are qualified in their entirety by reference to such exhibits, which are incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits**

(d) Exhibits

Exhibit No.	Description
4.1	First Amendment to the Third Supplemental Indenture dated as of February 11, 2011, between State Street Corporation and U.S. Bank National Association, as trustee

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

STATE STREET CORPORATION

Date: February 11, 2011

By: /s/ David C. Phelan

Name: David C. Phelan

Title: Executive Vice President and General Counsel

Exhibit Index

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