Grove Hannah M Form 4 March 04, 2019

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287 Number:

OMB APPROVAL

2005

January 31, Expires:

Estimated average

burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * Grove Hannah M | | | 2. Issuer Name Symbol STATE STR | e and Ticker or ' | - | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
|--|----------|-----------------|---------------------------------------|--------------------------|----------------|--|------------------|------------|--|--|
| (Last) | (First) | (Middle) | 3. Date of Earlie | est Transaction | | (Cir. | ock air appricat | ,,,, | | |
| STATE STREET CORPORATION, ONE LINCOLN STREET | | | (Month/Day/Ye 03/01/2019 | ar) | | Director 10% OwnerX_ Officer (give title Other (specify below) Executive Vice President | | | | |
| | (Street) | | 4. If Amendmer | nt, Date Original | | 6. Individual or | Joint/Group Fi | ling(Check | | |
| BOSTON, N | MA 02111 | | Filed(Month/Day | /Year) | | Applicable Line) _X_ Form filed by Form filed by Person | | | | |
| (City) | (State) | (Zip) | Table I - N | on-Derivative S | Securities Acq | uired, Disposed | of, or Benefici | ally Owned | | |
| 1.Title of | | on Date 2A. Dee | med 3. | 4. Securi | | 5. Amount of | 6. Ownership | 7. Nature | | |

| | | | | | | | 1 , F | , | , | |
|-----------------|---------------------|--------------------|------------|---------------------|-------|-------|------------------|--------------|-----------------|--|
| 1.Title of | 2. Transaction Date | 2A. Deemed | 3. | 4. Securi | ties | | 5. Amount of | 6. Ownership | 7. Nature of | |
| Security | (Month/Day/Year) | Execution Date, if | Transactio | onAcquired (A) or | | | Securities | Form: Direct | Indirect | |
| (Instr. 3) | | any | Code | Disposed | of (D |) | Beneficially | (D) or | Beneficial | |
| | | (Month/Day/Year) | (Instr. 8) | (Instr. 3, 4 and 5) | | | Owned | Indirect (I) | Ownership | |
| | | | | | | | Following | (Instr. 4) | (Instr. 4) | |
| | | | | | | | Reported | | | |
| | | | | | (A) | | Transaction(s) | | | |
| | | | | | or | | (Instr. 3 and 4) | | | |
| | | | Code V | Amount | (D) | Price | (| | | |
| Common | 03/01/2019 | | A | 4,067 | A | \$0 | 33,365 | D | | |
| Stock | | | | (1) | | | | | | |
| Common Stock | | | | | | | 23 (2) | I | 401 (k) Plan | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | cisable and | 7. Title | and | 8. Price of | 9. Nu |
|-------------|-------------|---------------------|--------------------|-------------------|------------|-----------------|-------------|-----------|--------------|-------------|--------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | TransactionNumber | | Expiration Date | | Amoun | t of | Derivative | Deriv |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Underly | ying | Security | Secui |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Securit | ies | (Instr. 5) | Bene |
| | Derivative | | | | Securities | | | (Instr. 3 | 3 and 4) | | Own |
| | Security | | | | Acquired | | | | | | Follo |
| | • | | | | (A) or | | | | | | Repo |
| | | | | | Disposed | | | | | | Trans |
| | | | | | of (D) | | | | | | (Instr |
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | | A manuat | | |
| | | | | | | | | | Amount | | |
| | | | | | | Date | Expiration | | Or Number | | |
| | | | | | | Exercisable | Date | | Number | | |
| | | | | C + V | (A) (D) | | | | of | | |
| | | | | Code V | (A) (D) | | | | Shares | | |

Reporting Owners

Relationships Reporting Owner Name / Address

> Officer Other Director 10% Owner

Grove Hannah M STATE STREET CORPORATION ONE LINCOLN STREET BOSTON, MA 02111

Executive Vice President

Signatures

/s/ Shannon C. Stanley, Attorney-in-fact

03/04/2019

**Signature of Reporting Person

Date

Explanation of Responses:

- If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Restricted stock units granted pursuant to State Street Corporation 2017 Stock Incentive Plan.
 - The reporting person indirectly beneficially owns the indicated shares of State Street common stock under State Street's 401(k) plan,
- (2) based on a plan statement dated as of February 28, 2019. The plan accounts for interest in units consisting of shares of State Street common stock and a small amount of cash. As a result, the number of underlying shares may fluctuate from time to time.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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