

STATE STREET CORP  
Form FWP  
August 15, 2012

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Registration No. 333-179875

August 14, 2012

**Final Term Sheet**

**State Street Corporation**

**Depository Shares, Each Representing a 1/4,000th Ownership Interest  
in a Share of Non-Cumulative Perpetual Preferred Stock, Series C**

**Issuer:** State Street Corporation (Ticker: STT)

**Security:** Depository shares, each representing a 1/4,000th ownership interest in a share of Non-Cumulative Perpetual Preferred Stock, Series C (the Series C Preferred Stock )

**Size:** \$500,000,000 (20,000,000 depository shares)

**Over-allotment Option:** None

**Maturity:** Perpetual

**Expected Ratings\*:** Baa1 (stable) / BBB+ (negative) / BBB- (stable) / A low (stable) (Moody s / S&P / Fitch / DBRS)

**Liquidation Preference:** \$100,000 per share (equivalent to \$25 per depository share)

**Dividend Rate (Non-Cumulative):** At a rate per annum equal to 5.25% from the date of issuance

**Dividend Payment Date:** 15th day of March, June, September and December of each year, commencing on December 15, 2012

**Optional Redemption:** On September 15, 2017, or any dividend payment date thereafter, the Series C Preferred Stock may be redeemed at the Issuer's option, in whole or in part, at a redemption price equal to \$100,000 per share (equivalent to \$25 per depository share), plus any declared and unpaid dividends, without accumulation of any undeclared dividends. The Series C Preferred Stock also may be redeemed at the Issuer's option in whole, but not in part, prior to September 15, 2017, upon the occurrence of a regulatory capital treatment event, as described in the prospectus supplement, at a redemption price equal to \$100,000 per share (equivalent to \$25 per depository share), plus any declared and unpaid dividends, without accumulation of any undeclared dividends. Neither the holders of Series C Preferred Stock nor holders of depository shares will have the right to require the redemption or repurchase of the Series C Preferred Stock.

**Trade Date:** August 14, 2012  
**Settlement Date:** August 21, 2012 (T+5)  
**Public Offering Price:** \$25.00 per depositary share  
**Underwriting Discount:** \$11,236,824.81  
**Net Proceeds (before expenses) to Issuer:** \$488,763,175.19  
**Joint Book-Running Managers:** Morgan Stanley & Co. LLC

Goldman, Sachs & Co.

Merrill Lynch, Pierce, Fenner & Smith Incorporated

UBS Securities LLC

Wells Fargo Securities, LLC

**Co-Managers:** Barclays Capital Inc.

Credit Suisse Securities (USA) LLC

Deutsche Bank Securities Inc.

**Listing:** We intend to apply to list the depositary shares on the New York Stock Exchange under the symbol STT PrC

**CUSIP/ISIN:** 857477 509 / US8574775099

**\* A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.**

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