

平成 26 年 9 月期（平成 25 年 10 月 1 日～平成 26 年 9 月 30 日）決算短信

平成 26 年 12 月 2 日

ファンド名 SPDR® S&P 500® ETF 上場取引所 東京証券取引所
 コード番号 1557
 連動対象指標 S&P 500 指数
 主要投資資産 有価証券
 売買単位 1 口
 管理会社 ステート・ストリート・バンク・アンド・トラスト・カンパニー
 URL www.spdrs.com/product/fund.seam?ticker=SPY

代表者名 (役職名) エグゼクティブ・ヴァイス・プレジデント (氏名) ジェイムズ・E・ロス
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問合せ先責任者 (役職名) 代理人 (氏名) 伊東 啓 TEL (03) 5562-8500

有価証券報告書提出予定日 平成 27 年 2 月 27 日

I ファンドの運用状況

1. 2014 年 9 月期の運用状況（平成 25 年 10 月 1 日～平成 26 年 9 月 30 日）

(1) 資産内訳 (百万円未満四捨五入)

	主要投資資産		現金・その他の資産 (負債控除後)		合計 (純資産)	
	金額	構成比	金額	構成比	金額	構成比
	百万円	%	百万円	%	百万円	%
2014 年 9 月期	21,158,077	(99.86)	30,559	(0.14)	21,188,636	(100.00)
2013 年 9 月期	17,024,066	(99.95)	8,318	(0.05)	17,032,384	(100.00)

(2) 設定・交換実績 (千口未満四捨五入)

	前計算期間末 発行済口数(①)	設定口数(②)	交換口数(③)	当計算期間末 発行済口数 (①+②-③)
	千口	千口	千口	千口
2014 年 9 月期	861,082	2,061,700	2,009,400	913,382
2013 年 9 月期	820,582	2,724,700	2,684,200	861,082

(3) 基準価額 (百万円未満四捨五入)

	総資産 (①)	負債 (②)	純資産 (③) (①-②)	1 口当たり基準価額 (③/当計算期間末発行済口数)
	百万円	百万円	百万円	円
2014 年 9 月期	21,293,981	105,345	21,188,636	23,198.33
2013 年 9 月期	17,131,969	99,584	17,032,384	19,780.65

(4) 分配金

2014 年 9 月期	1 口当たり分配金	2013 年 9 月期	1 口当たり分配金
	* 円		* 円
2013 年 12 月 24 日	115.44404	2012 年 12 月 26 日	120.34092
2014 年 3 月 25 日	97.11432	2013 年 3 月 19 日	81.69940
2014 年 6 月 24 日	110.31398	2013 年 6 月 25 日	98.82316
2014 年 9 月 23 日	110.60841	2013 年 9 月 24 日	98.68537

* 各期間における分配のための基準日を記載しております。

* 日本円への換算は下記(注)記載の換算率で計算されており(小数第五位まで記載)、実際に受益者に分配される金額とは異なることがあります。

(注) 日本円への換算は、1 米ドル=117.77 円の換算率(2014 年 11 月 26 日に株式会社三菱東京 UFJ 銀行が発表した対顧客電信売・買相場の仲値)により計算されています。

2. 会計方針の変更

- ① 会計基準等の改正に伴う会計方針の変更
 ② ①以外の会計方針の変更

有・無
 有・無

SPDR® S&P 500® ETF Trust

A Unit Investment Trust

Annual Report

September 30, 2014

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SPDR S&P 500 ETF Trust
Statement of Assets and Liabilities
September 30, 2014

ASSETS

Investments in unaffiliated issuers, at value	\$179,109,047,577
Investments in affiliates of the Trustee and the Sponsor, at value	546,866,386
Total investments	179,655,913,963
Cash	897,429,515
Receivable for investments sold; when issued security	48,275,257
Dividends receivable — unaffiliated issuers net of withholding tax	206,225,582
Dividends receivable — affiliated issuers	2,046,093
Total Assets	180,809,890,410

LIABILITIES

Payable for units of fractional undivided interest (“Units”) redeemed in-kind	1,240,571
Income distribution payable	846,803,867
Accrued Trustee expense (Note 3)	5,862,067
Accrued marketing expense (Note 3)	17,964,869
Accrued expenses and other liabilities	22,622,600
Total Liabilities	894,493,974

NET ASSETS	\$179,915,396,436
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NET ASSETS CONSIST OF:

Paid in Capital (Note 4)	\$182,270,886,444
Distribution in excess of net investment income	(804,394,943)
Accumulated net realized gain on investments	(6,238,254,203)
Net unrealized appreciation on investments	4,687,159,138

NET ASSETS	\$179,915,396,436
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NET ASSET VALUE PER UNIT	\$ 196.98
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UNITS OUTSTANDING, UNLIMITED UNITS AUTHORIZED	913,382,116
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COST OF INVESTMENTS:

Unaffiliated issuers	\$174,427,438,748
Affiliates of the Trustee and the Sponsor (Note 3)	541,316,077
Total Cost of Investments	\$174,968,754,825

See accompanying notes to financial statements.

SPDR S&P 500 ETF Trust

Statements of Operations

	<u>For the Year Ended September 30, 2014</u>	<u>For the Year Ended September 30, 2013</u>	<u>For the Year Ended September 30, 2012</u>
INVESTMENT INCOME			
Dividend income — unaffiliated issuers	\$ 3,282,246,167	\$ 2,928,179,277	\$ 2,135,559,412
Dividend income — affiliates of the Trustee and the Sponsor	7,737,949	7,182,288	6,306,634
Foreign taxes withheld	(55,714)	(2,155,873)	—
Total Investment Income	<u>3,289,928,402</u>	<u>2,933,205,692</u>	<u>2,141,866,046</u>
EXPENSES			
Trustee expense (Note 3)	94,051,423	74,263,542	55,224,103
S&P license fee (Note 3)	49,409,863	39,725,196	30,163,235
Marketing expense (Note 3)	32,539,910	26,083,464	19,708,823
Legal and audit services	31,642	475,897	895,131
Other expenses	2,594,912	3,081,480	2,692,302
Total Expenses	<u>178,627,750</u>	<u>143,629,579</u>	<u>108,683,594</u>
Trustee expense waiver	(24,863,548)	(20,385,210)	(15,559,404)
Net Expenses	<u>153,764,202</u>	<u>123,244,369</u>	<u>93,124,190</u>
NET INVESTMENT INCOME	<u>3,136,164,200</u>	<u>2,809,961,323</u>	<u>2,048,741,856</u>
REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS			
Net realized gain (loss) on:			
Investment transactions — unaffiliated issuers	19,553,859,588	16,411,092,129	8,742,019,176
Investment transactions — affiliates of the Trustee and the Sponsor	71,893,864	75,913,401	(418,387)
Net change in unrealized appreciation (depreciation) on:			
Investment transactions — unaffiliated issuers	4,246,483,070	2,965,943,531	13,032,032,478
Investment transactions — affiliates of the Trustee and the Sponsor	(15,568,822)	65,931,190	35,928,935
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS	<u>23,856,667,700</u>	<u>19,518,880,251</u>	<u>21,809,562,202</u>
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	<u>\$26,992,831,900</u>	<u>\$22,328,841,574</u>	<u>\$23,858,304,058</u>

See accompanying notes to financial statements.

SPDR S&P 500 ETF Trust

Statements of Changes in Net Assets

	<u>For the Year Ended September 30, 2014</u>	<u>For the Year Ended September 30, 2013</u>	<u>For the Year Ended September 30, 2012</u>
INCREASE IN NET ASSETS RESULTING FROM OPERATIONS:			
Net investment income	\$ 3,136,164,200	\$ 2,809,961,323	\$ 2,048,741,856
Net realized gain (loss) on investment transactions	19,625,753,452	16,487,005,530	8,741,600,789
Net change in unrealized appreciation (depreciation) on investment transactions	4,230,914,248	3,031,874,721	13,067,961,413
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	<u>26,992,831,900</u>	<u>22,328,841,574</u>	<u>23,858,304,058</u>
NET EQUALIZATION CREDITS AND CHARGES	<u>62,384,940</u>	<u>69,879,138</u>	<u>115,422,459</u>
DISTRIBUTIONS TO UNITHOLDERS FROM NET INVESTMENT INCOME	<u>(3,236,399,773)</u>	<u>(2,898,906,428)</u>	<u>(2,209,395,148)</u>
INCREASE (DECREASE) IN NET ASSETS FROM UNIT TRANSACTIONS:			
Proceeds from issuance of Units	384,831,248,199	421,569,465,638	412,781,633,972
Cost of Units redeemed	(373,296,420,608)	(414,539,883,142)	(397,131,183,744)
Net income equalization (Note 2)	(62,384,940)	(69,879,138)	(115,422,459)
NET INCREASE IN NET ASSETS FROM ISSUANCE AND REDEMPTION OF UNITS	<u>11,472,442,651</u>	<u>6,959,703,358</u>	<u>15,535,027,769</u>
NET INCREASE IN NET ASSETS DURING THE YEAR	35,291,259,718	26,459,517,642	37,299,359,138
NET ASSETS AT BEGINNING OF YEAR	<u>144,624,136,718</u>	<u>118,164,619,076</u>	<u>80,865,259,938</u>
NET ASSETS AT END OF YEAR*	<u>\$ 179,915,396,436</u>	<u>\$ 144,624,136,718</u>	<u>\$ 118,164,619,076</u>
UNIT TRANSACTIONS:			
Units sold	2,061,700,000	2,724,700,000	3,116,800,000
Units redeemed	(2,009,400,000)	(2,684,200,000)	(3,011,050,000)
NET INCREASE	<u>52,300,000</u>	<u>40,500,000</u>	<u>105,750,000</u>
*INCLUDES UNDISTRIBUTED (DISTRIBUTIONS IN EXCESS OF) NET INVESTMENT INCOME	<u>\$ (804,394,943)</u>	<u>\$ (704,159,370)</u>	<u>\$ (615,214,265)</u>

See accompanying notes to financial statements.

SPDR S&P 500 ETF Trust
Financial Highlights
Selected data for a Unit outstanding throughout each year

	For the Year Ended September 30, 2014	For the Year Ended September 30, 2013	For the Year Ended September 30, 2012	For the Year Ended September 30, 2011	For the Year Ended September 30, 2010
Net asset value, beginning of year . . .	\$ 167.96	\$ 144.00	\$ 113.12	\$ 114.13	\$ 105.73
Investment operations:					
Net investment income(1)	3.60	3.36	2.77	2.42	2.20
Net realized and unrealized gain (loss) on investments	29.03	23.91	30.80	(1.16)	8.24
Total from investment operations	32.63	27.27	33.57	1.26	10.44
Net equalization credits and charges(1)	0.07	0.08	0.16	0.19	0.16
Less distributions from:					
Net investment income	(3.68)	(3.39)	(2.85)	(2.46)	(2.20)
Net asset value, end of year	\$ 196.98	\$ 167.96	\$ 144.00	\$ 113.12	\$ 114.13
Total return(2)	19.57%	19.09%	29.96%	1.01%	10.08%
Ratios and supplemental data					
Ratio to average net assets:					
Net investment income	1.93%	2.15%	2.08%	1.92%	1.98%
Total expenses(3)	0.09%	0.09%	0.09%	0.09%	0.09%
Total expenses excluding Trustee earnings credit	0.11%	0.11%	0.11%	0.11%	0.11%
Total expenses excluding Trustee earnings credit and fee waivers	0.11%	0.11%	0.11%	0.11%	0.11%
Portfolio turnover rate(4)	3.54%	2.99%	3.80%	3.72%	5.38%
Net assets, end of year (000's)	\$179,915,396	\$144,624,137	\$118,164,619	\$80,865,260	\$78,190,881

- (1) Per Unit numbers have been calculated using the average shares method, which more appropriately presents per Unit data for the year.
- (2) Total return is calculated assuming a purchase of Units at net asset value per Unit on the first day and a sale at net asset value per Unit on the last day of each period reported. Distributions are assumed, for the purposes of this calculation, to be reinvested at the net asset value per Unit on the respective payment dates of the Trust. Broker commission charges are not included in this calculation.
- (3) Net of expenses waived by the Trustee.
- (4) Portfolio turnover rate does not include securities received or delivered from processing creations or redemptions of Units.

See accompanying notes to financial statements.

SPDR S&P 500 ETF Trust

Notes to Financial Statements

September 30, 2014

Note 1 — Organization

SPDR S&P 500 ETF Trust (the “Trust”) is a unit investment trust created under the laws of the State of New York and registered under the Investment Company Act of 1940, as amended. The Trust was created to provide investors with the opportunity to purchase a security representing a proportionate undivided interest in a portfolio of securities consisting of substantially all of the component common stocks, in substantially the same weighting, which comprise the Standard & Poor’s 500® Index (the “S&P 500 Index”). Each unit of fractional undivided interest in the Trust is referred to as a “Unit”. The Trust commenced operations on January 22, 1993 upon the initial issuance of 150,000 Units (equivalent to three “Creation Units” — see Note 4) in exchange for a portfolio of securities assembled to reflect the intended portfolio composition of the Trust.

Under the Amended and Restated Standard Terms and Conditions of the Trust, as amended (the “Trust Agreement”), PDR Services, LLC, as sponsor of the Trust (the “Sponsor”), and State Street Bank and Trust Company, as trustee of the Trust (the “Trustee”), are indemnified against certain liabilities arising out of the performance of their duties to the Trust. Additionally, in the normal course of business, the Trust enters into contracts that contain general indemnification clauses. The Trust’s maximum exposure under these arrangements is unknown as this would involve future claims that may be made against the Trust that have not yet occurred. However, based on experience, the Trust expects the risk of material loss to be remote.

On November 13, 2013, Intercontinental Exchange, Inc. (formerly known as IntercontinentalExchange Group, Inc.) (“ICE”) announced the completion of its acquisition of NYSE Holdings LLC (the parent company of the Sponsor, formerly known as NYSE Euronext Holdings LLC) (“NYSE Holdings”). Upon the closing of the acquisition, Intercontinental Exchange Holdings, Inc. (formerly known as IntercontinentalExchange, Inc.) and NYSE Holdings became wholly owned subsidiaries of ICE. As the parent company, ICE is the publicly-traded entity, trading on the New York Stock Exchange under the symbol “ICE”.

Note 2 — Significant Accounting Policies

The following is a summary of significant accounting policies followed by the Trust in the preparation of its financial statements:

The preparation of financial statements in accordance with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts and disclosures in the financial statements. Actual results could differ from those estimates. The financial statements are presented in United States dollars.

Security Valuation

The value of the Trust’s portfolio securities is based on the market price of the securities, which generally means a valuation obtained from an exchange or other market (or based on a price quotation or other equivalent indication of value supplied by an exchange or other market) or a valuation obtained from an independent pricing service. If a security’s market price is not readily available or does not otherwise accurately reflect the fair value of the security, the security will be valued by another method that the Trustee believes will better reflect fair value in accordance with the Trust’s valuation policies and procedures. The Trustee has adopted procedures concerning securities valuation pursuant to which an Oversight Committee makes determinations as to whether market quotations are not readily available or do not otherwise accurately reflect the fair value of the security. The Oversight Committee, or a subgroup thereof, subject to oversight by the Trustee, may use fair value pricing in a variety of circumstances,

SPDR S&P 500 ETF Trust

Notes to Financial Statements (continued)

September 30, 2014

Note 2 — Significant Accounting Policies – (continued)

including but not limited to, situations when trading in a security has been suspended or halted. Fair value pricing involves subjective judgments and it is possible that the fair value determination for a security is materially different than the value that could be received on the sale of the security.

The Trust continues to follow the authoritative guidance for fair value measurements and the fair value option for financial assets and financial liabilities. The guidance establishes a hierarchy for inputs used in measuring fair value that maximizes the use of observable inputs and minimizes the use of unobservable inputs by requiring that the most observable inputs be used when available. The guidance establishes three levels of inputs that may be used to measure fair value:

- Level 1 — quoted prices in active markets for identical investments
- Level 2 — other significant observable inputs (including, but not limited to, quoted prices for similar investments, interest rates, prepayment speeds, credit risk, etc.)
- Level 3 — significant unobservable inputs (including the Trust's own assumptions in determining the fair value of investments)

Investments that use Level 2 or Level 3 inputs may include, but are not limited to: (i) an unlisted security related to corporate actions; (ii) a restricted security (*i.e.*, one that may not be publicly sold without registration under the Securities Act of 1933, as amended); (iii) a security whose trading has been suspended or which has been de-listed from its primary trading exchange; (iv) a security that is thinly traded; (v) a security in default or bankruptcy proceedings for which there is no current market quotation; (vi) a security affected by currency controls or restrictions; and (vii) a security affected by a significant event (*i.e.*, an event that occurs after the close of the markets on which the security is traded but before the time as of which the Trust's net assets are computed and that may materially affect the value of the Trust's investments). Examples of events that may be "significant events" are government actions, natural disasters, armed conflicts, acts of terrorism and significant market fluctuations.

Fair value pricing could result in a difference between the prices used to calculate the Trust's NAV and the prices used by the S&P 500 Index, which, in turn, could result in a difference between the Trust's performance and the performance of the S&P 500 Index. The inputs or methodology used for valuation are not necessarily an indication of the risk associated with investing in those investments. The types of inputs used to value each security are identified in the Schedule of Investments, which also includes a breakdown of the Trust's investments by industry.

The Trust did not hold any investments valued using Level 2 or Level 3 inputs as of September 30, 2014 and did not have any transfers between levels for the year ended September 30, 2014.

Investment Risk

The Trust's investments are exposed to risks, such as market risk. Due to the level of risk associated with certain investments, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the financial statements.

An investment in the Trust involves risks similar to those of investing in any fund of equity securities, such as market fluctuations caused by such factors as economic and political developments, changes in interest rates and perceived trends in stock prices. The value of a Unit will decline, more or less, in correlation with any decline in

SPDR S&P 500 ETF Trust

Notes to Financial Statements (continued)

September 30, 2014

Note 2 — Significant Accounting Policies – (continued)

value of the S&P 500 Index. The values of equity securities could decline generally or could underperform other investments. The Trust would not sell an equity security because the security's issuer was in financial trouble unless that security was removed from the S&P 500 Index.

Investment Transactions

Investment transactions are recorded on the trade date. Realized gains and losses from the sale or disposition of securities are recorded on the identified cost basis. Dividend income, which may be subject to withholding tax, is recorded on the ex-dividend date.

Distributions to Unitholders

The Trust declares and distributes dividends from net investment income to its holders of Units ("Unitholders") quarterly. The Trust declares and distributes net realized capital gains, if any, at least annually.

Equalization

The Trust follows the accounting practice known as "Equalization" by which a portion of the proceeds from sales and costs of reacquiring the Trust's Units, equivalent on a per Unit basis to the amount of distributable net investment income on the date of the transaction, is credited or charged to undistributed net investment income. As a result, undistributed net investment income per Unit is unaffected by sales or reacquisitions of the Trust's Units. Amounts related to Equalization can be found on the Statement of Changes in Net Assets.

U.S. Federal Income Tax and Certain Other Tax Matters

For U.S. federal income tax purposes, the Trust has qualified as a "regulated investment company" under Subchapter M of the Internal Revenue Code of 1986, as amended (a "RIC"), and intends to continue to qualify as a RIC. As a RIC, the Trust will generally not be subject to U.S. federal income tax for any taxable year on income, including net capital gains, that it distributes to its Unitholders, provided that it distributes on a timely basis at least 90% of its "investment company taxable income" determined prior to the deduction for dividends paid by the Trust (generally, its taxable income other than net capital gain) for such taxable year. In addition, provided that the Trust distributes substantially all of its ordinary income and capital gains during each calendar year, the Trust will not be subject to U.S. federal excise tax.

Accounting Standards Codification 740, Income Taxes ("ASC 740") established financial accounting and disclosure requirements for recognition and measurement of tax positions taken, and whether those tax positions are more likely than not to be sustained upon examination by the applicable taxing authority based on the technical merits of the position. The Trust has not recognized any liabilities relating to tax positions considered to be uncertain tax positions for the current year or prior years. The Trust may be subject to potential examinations by certain taxing authorities for all open tax years (the current and prior years, as applicable). Any potential tax liability is also subject to ongoing interpretation of laws by taxing authorities. The tax treatment of the Trust's investments may change over time based on factors including, but not limited to, new tax laws, regulations and interpretations thereof.

The Trust has reviewed the tax positions for the open tax years as of September 30, 2014 and has determined that no provision for income tax is required in the Trust's financial statements. The Trust's U.S. federal tax returns for the prior three fiscal years remain subject to examination by the Trust's major tax jurisdictions, which include the

SPDR S&P 500 ETF Trust
Notes to Financial Statements (continued)
September 30, 2014

Note 2 — Significant Accounting Policies – (continued)

United States of America and the State of New York. The Trust would recognize interest and penalties, if any, related to tax liabilities as income tax expense in the Statements of Operations. There were no such expenses for the year ending September 30, 2014.

At September 30, 2014, the Trust had the following capital loss carryforwards that may be utilized to offset any net realized gains, expiring September 30 of the year indicated:

2015	\$1,056,971,322
2016	917,820,735
2017	2,553,965,847
2018	188,539,023
Non-Expiring – Short Term	416,362,178
Non-Expiring – Long Term	1,096,002,821

During the tax year ended September 30, 2014, the Trust utilized capital loss carryforwards of \$0 and had \$1,174,140,896 of capital loss carryforwards expire.

During the year ended September 30, 2014, the Trust reclassified \$20,045,595,976 of non-taxable security gains realized from the in-kind redemption of Creation Units (Note 4) as an increase to paid in capital in the Statement of Assets and Liabilities. At September 30, 2014, the cost of investments for U.S. federal income tax purposes was \$174,977,347,102. Gross unrealized appreciation was \$9,145,606,731 and gross unrealized depreciation was \$4,467,039,870, resulting in net unrealized appreciation of \$4,678,566,861.

The tax character of distributions paid during the years ended September 30, 2014, 2013 and 2012 were as follows:

<u>Tax Year of Distribution</u>	<u>2014</u>	<u>2013</u>	<u>2012</u>
Ordinary Income	\$3,236,399,773	\$2,898,906,428	\$2,209,395,148

As of September 30, 2014, the components of distributable earnings (excluding unrealized appreciation/ (depreciation)) were undistributed ordinary income of \$42,408,924 and undistributed net capital gain of \$0.

Net capital losses realized by the Trust after October 31 and ordinary losses realized by the Trust after December 31 may be deferred and treated as occurring on the first day of the following fiscal year. The Trust elected for U.S. federal income tax purposes to defer the following current year post October 31 and post December 31 losses, as applicable, as though the losses were incurred on the first day of the next fiscal year:

Post October Loss Deferral	\$0
Late Year Ordinary Loss Deferral	0

Note 3 — Transactions with the Trustee and Sponsor

In accordance with the Trust Agreement, the Trustee maintains the Trust's accounting records, acts as custodian and transfer agent to the Trust, and provides administrative services, including the filing of certain regulatory reports. The Trustee is also responsible for determining the composition of the portfolio of securities which must be delivered and/or received in exchange for the issuance and/or redemption of Creation Units of the Trust, and for adjusting the composition of the Trust's portfolio from time to time to conform to changes in the composition

SPDR S&P 500 ETF Trust

Notes to Financial Statements (continued)

September 30, 2014

Note 3 — Transactions with the Trustee and Sponsor – (continued)

and/or weighting structure of the S&P 500 Index. For these services, the Trustee received a fee at the following annual rates for the year ended September 30, 2014:

<u>Net asset value of the Trust</u>	<u>Fee as a percentage of net asset value of the Trust</u>
\$0 – \$499,999,999	0.10% per annum plus or minus the Adjustment Amount
\$500,000,000 – \$2,499,999,999	0.08% per annum plus or minus the Adjustment Amount
\$2,500,000,000 and above	0.06% per annum plus or minus the Adjustment Amount

The Adjustment Amount is the sum of (a) the excess or deficiency of transaction fees received by the Trustee, less the expenses incurred in processing orders for the creation and redemption of Units and (b) the amounts earned by the Trustee with respect to the cash held by the Trustee for the benefit of the Trust. During the year ended September 30, 2014, the Adjustment Amount reduced the Trustee’s fee by \$4,168,306. The Adjustment Amount included an excess of net transaction fees from processing orders of \$3,644,973 and a Trustee earnings credit of \$523,333.

The Trustee has voluntarily agreed to waive a portion of its fee, as needed, for one year until February 1, 2015, so that the total operating expenses would not exceed 0.0945% per annum of the daily NAV of the Trust. The total amount of such waivers by the Trustee for the years ended September 30, 2012, September 30, 2013 and September 30, 2014 are identified in the Statements of Operations. The Trustee has not entered into an agreement with the Trust to recapture waived fees in subsequent periods and the Trustee may discontinue the voluntary waiver.

S&P Dow Jones Indices LLC (“S&P”), per a license from Standard & Poor’s Financial Services LLC, and State Street Global Markets, LLC (“SSGM” or the “Marketing Agent”) have entered into a License Agreement. The License Agreement grants SSGM, an affiliate of the Trustee, a license to use the S&P 500 Index and to use certain trade names and trademarks of S&P in connection with the Trust. The S&P 500 Index also serves as a basis for determining the composition of the Trust’s portfolio. The Trustee (on behalf of the Trust), the Sponsor and NYSE Arca, Inc. (“NYSE Arca”) have each received a sublicense from SSGM for the use of the S&P 500 Index and certain trade names and trademarks in connection with their rights and duties with respect to the Trust. The License Agreement may be amended without the consent of any of the owners of beneficial interests of Units. Currently, the License Agreement is scheduled to terminate on December 31, 2017, but its term may be extended without the consent of any of the owners of beneficial interests of Units. Pursuant to such arrangements and in accordance with the Trust Agreement, the Trust reimburses the Sponsor for payment of fees under the License Agreement to S&P equal to 0.03% of the daily size of the Trust (based on Unit closing price and outstanding Units) plus an annual license fee of \$600,000.

The Sponsor has entered into an agreement with the Marketing Agent pursuant to which the Marketing Agent has agreed to market and promote the Trust. The Marketing Agent is reimbursed by the Sponsor for the expenses it incurs for providing such services out of amounts that the Trust reimburses the Sponsor. Expenses incurred by the Marketing Agent include, but are not limited to: printing and distribution of marketing materials describing the Trust, associated legal, consulting, advertising and marketing costs and other out-of-pocket expenses.

SPDR S&P 500 ETF Trust
Notes to Financial Statements (continued)
September 30, 2014

Note 3 — Transactions with the Trustee and Sponsor – (continued)

Investments in Affiliates of the Trustee and the Sponsor

SPDR S&P 500 ETF Trust has invested in State Street Corp., which is considered an affiliate of the Trustee, and Intercontinental Group, Inc., which is considered an affiliate of the Sponsor. Such investments were made according to the representative portion of the S&P 500 Index. The market value of these investments at September 30, 2014 is listed in the Schedule of Investments.

Note 4 — Unitholder Transactions

Units are issued and redeemed by the Trust only in Creation Unit size aggregations of 50,000 Units. Such transactions are only permitted on an in-kind basis, with a separate cash payment that is equivalent to the undistributed net investment income per Unit (income equalization) and a balancing cash component to equate the transaction to the NAV per Unit of the Trust on the transaction date. There is a transaction fee payable to the Trustee in connection with each creation and redemption of Creation Units made through the clearing process (“Transaction Fee”). The Transaction Fee is non-refundable, regardless of the NAV of the Trust. The Transaction Fee is the lesser of \$3,000 or 0.10% (10 basis points) of the value of one Creation Unit at the time of creation per participating party per day, regardless of the number of Creation Units created or redeemed on such day. The Transaction Fee is currently \$3,000. For creations and redemptions outside the clearing process, including orders from a participating party restricted from engaging in transactions in one or more of the common stocks that are included in the S&P 500 Index, an additional amount not to exceed three (3) times the Transaction Fee applicable for one Creation Unit is charged per Creation Unit per day.

Note 5 — Investment Transactions

For the year ended September 30, 2014, the Trust had in-kind contributions, in-kind redemptions, purchases and sales of investment securities of \$171,984,211,083, \$160,517,711,791, \$5,958,935,567 and \$5,766,195,390, respectively. Net realized gain (loss) on investment transactions in the Statements of Operations includes net gains resulting from in-kind transactions of \$20,056,112,897.

SPDR® S&P 500® ETF Trust

A Unit Investment Trust

Annual Report

September 30, 2013

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SPDR S&P 500 ETF Trust
Statement of Assets and Liabilities
September 30, 2013

ASSETS

Investments in unaffiliated issuers, at value	\$144,171,730,084
Investments in affiliates of the Trustee and the Sponsor, at value	381,774,858
Total investments	144,553,504,942
Cash	743,513,284
Dividends receivable — unaffiliated issuers net of withholding tax	171,570,283
Dividends receivable — affiliated issuers	1,130,446
Total Assets	<u>145,469,718,955</u>

LIABILITIES

Payable for investments purchased	66,286,445
Payable for units of fractional undivided interest (“Units”) redeemed in-kind	495,014
Income distribution payable	738,009,477
Accrued Trustee expense	5,771,766
Accrued marketing expense	15,236,883
Accrued expenses and other liabilities	19,782,652
Total Liabilities	<u>845,582,237</u>

NET ASSETS	<u>\$144,624,136,718</u>
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NET ASSETS CONSIST OF:

Paid in Capital (Note 4)	\$151,845,255,567
Distribution in excess of net investment income	(704,159,370)
Accumulated net realized loss on investments	(6,973,204,369)
Net unrealized appreciation on investments	456,244,890

NET ASSETS	<u>\$144,624,136,718</u>
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NET ASSET VALUE PER UNIT	<u>\$ 167.96</u>
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UNITS OUTSTANDING, UNLIMITED UNITS AUTHORIZED, \$0.00 PAR VALUE	<u>861,082,116</u>
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COST OF INVESTMENTS:

Unaffiliated issuers	\$143,736,604,325
Affiliates of the Trustee and the Sponsor	360,655,727
Total Cost of Investments	<u>\$144,097,260,052</u>

See accompanying notes to financial statements.

SPDR S&P 500 ETF Trust

Statements of Operations

	<u>For the Year Ended September 30, 2013</u>	<u>For the Year Ended September 30, 2012</u>	<u>For the Year Ended September 30, 2011</u>
INVESTMENT INCOME			
Dividend income — unaffiliated issuers	\$ 2,928,179,277	\$ 2,135,559,412	\$ 1,783,414,525
Dividend income — affiliates of the Trustee and the Sponsor	7,182,288	6,306,634	4,579,162
Foreign taxes withheld	(2,155,873)	—	—
Total Investment Income	<u>2,933,205,692</u>	<u>2,141,866,046</u>	<u>1,787,993,687</u>
EXPENSES			
Trustee expense	74,263,542	55,224,103	49,583,282
S&P license fee	39,725,196	30,163,235	27,574,288
Marketing expense	26,083,464	19,708,823	17,790,322
Legal and audit services	475,897	895,131	262,513
Other expenses	3,081,480	2,692,302	1,438,294
Total Expenses	<u>143,629,579</u>	<u>108,683,594</u>	<u>96,648,699</u>
Trustee expense waiver	(20,385,210)	(15,559,404)	(12,589,426)
Net Expenses	<u>123,244,369</u>	<u>93,124,190</u>	<u>84,059,273</u>
NET INVESTMENT INCOME	<u>2,809,961,323</u>	<u>2,048,741,856</u>	<u>1,703,934,414</u>
REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS			
Net realized gain (loss) on:			
Investment transactions — unaffiliated issuers	16,411,092,129	8,742,019,176	12,378,051,573
Investment transactions — affiliates of the Trustee and the Sponsor	75,913,401	(418,387)	14,104,238
Net change in unrealized appreciation (depreciation) on:			
Investment transactions — unaffiliated issuers	2,965,943,531	13,032,032,478	(13,392,528,820)
Investment transactions — affiliates of the Trustee and the Sponsor	65,931,190	35,928,935	(49,684,986)
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS	<u>19,518,880,251</u>	<u>21,809,562,202</u>	<u>(1,050,057,995)</u>
NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM OPERATIONS	<u>\$22,328,841,574</u>	<u>\$23,858,304,058</u>	<u>\$ 653,876,419</u>

See accompanying notes to financial statements.

SPDR S&P 500 ETF Trust

Statements of Changes in Net Assets

	<u>For the Year Ended September 30, 2013</u>	<u>For the Year Ended September 30, 2012</u>	<u>For the Year Ended September 30, 2011</u>
INCREASE (DECREASE) IN NET ASSETS RESULTING FROM OPERATIONS:			
Net investment income	\$ 2,809,961,323	\$ 2,048,741,856	\$ 1,703,934,414
Net realized gain (loss) on investment transactions	16,487,005,530	8,741,600,789	12,392,155,811
Net change in unrealized appreciation (depreciation) on investment transactions	<u>3,031,874,721</u>	<u>13,067,961,413</u>	<u>(13,442,213,806)</u>
NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM OPERATIONS	<u>22,328,841,574</u>	<u>23,858,304,058</u>	<u>653,876,419</u>
NET EQUALIZATION CREDITS AND CHARGES	<u>69,879,138</u>	<u>115,422,459</u>	<u>136,345,475</u>
DISTRIBUTIONS TO UNITHOLDERS FROM NET INVESTMENT INCOME	<u>(2,898,906,428)</u>	<u>(2,209,395,148)</u>	<u>(1,859,515,384)</u>
INCREASE (DECREASE) IN NET ASSETS FROM UNIT TRANSACTIONS:			
Proceeds from issuance of Units	421,569,465,638	412,781,633,972	442,329,234,719
Cost of Units redeemed	(414,539,883,142)	(397,131,183,744)	(438,449,217,218)
Net income equalization (Note 2)	<u>(69,879,138)</u>	<u>(115,422,459)</u>	<u>(136,345,475)</u>
NET INCREASE (DECREASE) IN NET ASSETS FROM ISSUANCE AND REDEMPTION OF UNITS	<u>6,959,703,358</u>	<u>15,535,027,769</u>	<u>3,743,672,026</u>
NET INCREASE (DECREASE) IN NET ASSETS DURING THE PERIOD	26,459,517,642	37,299,359,138	2,674,378,536
NET ASSETS AT BEGINNING OF PERIOD	<u>118,164,619,076</u>	<u>80,865,259,938</u>	<u>78,190,881,402</u>
NET ASSETS AT END OF PERIOD*	<u>\$ 144,624,136,718</u>	<u>\$ 118,164,619,076</u>	<u>\$ 80,865,259,938</u>
UNIT TRANSACTIONS:			
Units sold	2,724,700,000	3,116,800,000	3,550,100,000
Units redeemed	<u>(2,684,200,000)</u>	<u>(3,011,050,000)</u>	<u>(3,520,350,000)</u>
NET INCREASE (DECREASE)	<u>\$ 40,500,000</u>	<u>\$ 105,750,000</u>	<u>\$ 29,750,000</u>
*INCLUDES UNDISTRIBUTED (DISTRIBUTION IN EXCESS OF) NET INVESTMENT INCOME	<u>\$ (704,159,370)</u>	<u>\$ (615,214,265)</u>	<u>\$ (478,294,653)</u>

See accompanying notes to financial statements.

SPDR S&P 500 ETF Trust
Financial Highlights
Selected data for a Unit outstanding throughout each year

	For the Year Ended September 30, 2013	For the Year Ended September 30, 2012	For the Year Ended September 30, 2011	For the Year Ended September 30, 2010	For the Year Ended September 30, 2009
Net asset value, beginning of year	\$ 144.00	\$ 113.12	\$ 114.13	\$ 105.73	\$ 116.52
Investment operations:					
Net investment income(1)	3.36	2.77	2.42	2.20	2.32
Net realized and unrealized gain (loss) on investments	23.91	30.80	(1.16)	8.24	(10.90)
Total from investment operations	27.27	33.57	1.26	10.44	(8.58)
Net equalization credits and charges(1)	0.08	0.16	0.19	0.16	0.10
Less distributions from:					
Net investment income	(3.39)	(2.85)	(2.46)	(2.20)	(2.31)
Net asset value, end of year	\$ 167.96	\$ 144.00	\$ 113.12	\$ 114.13	\$ 105.73
Total return(2)	19.09%	29.96 %	1.01 %	10.08 %	(6.90) %
Ratios and supplemental data					
Ratio to average net assets:					
Net investment income	2.15 %	2.08 %	1.92 %	1.98 %	2.58 %
Total expenses(3)	0.09 %	0.09 %	0.09 %	0.09 %	0.09 %
Total expenses excluding Trustee earnings credit	0.11 %	0.11 %	0.11 %	0.11 %	0.10 %
Total expenses excluding Trustee earnings credit and fee waivers	0.11 %	0.11 %	0.11 %	0.11 %	0.10 %
Portfolio turnover rate(4)	2.99 %	3.80 %	3.72 %	5.38 %	6.68 %
Net assets, end of year (000's)	\$144,624,137	\$118,164,619	\$80,865,260	\$78,190,881	\$71,655,866

- (1) Per Unit numbers have been calculated using the average shares method, which more appropriately presents per Unit data for the year.
- (2) Total return is calculated assuming a purchase of Units at net asset value per Unit on the first day and a sale at net asset value per Unit on the last day of each period reported. Distributions are assumed, for the purposes of this calculation, to be reinvested at the net asset value per Unit on the respective payment dates of the Trust. Broker commission charges are not included in this calculation.
- (3) Net of expenses waived by the Trustee.
- (4) Portfolio turnover rate does not include securities received or delivered from processing creations or redemptions of Units.

See accompanying notes to financial statements.

SPDR S&P 500 ETF Trust

Notes to Financial Statements

September 30, 2013

Note 1 — Organization

SPDR S&P 500 ETF Trust (the “Trust”) is a unit investment trust created under the laws of the State of New York and registered under the Investment Company Act of 1940, as amended. The Trust was created to provide investors with the opportunity to purchase a security representing a proportionate undivided interest in a portfolio of securities consisting of substantially all of the component common stocks, in substantially the same weighting, which comprise the Standard & Poor’s 500[®] Index (the “S&P 500 Index”). Each unit of fractional undivided interest in the Trust is referred to as a “Unit”. The Trust commenced operations on January 22, 1993 upon the initial issuance of 150,000 Units (equivalent to three “Creation Units” — see Note 4) in exchange for a portfolio of securities assembled to reflect the intended portfolio composition of the Trust.

Under the Amended and Restated Standard Terms and Conditions of the Trust, as amended (the “Trust Agreement”), PDR Services, LLC, as sponsor of the Trust (the “Sponsor”), and State Street Bank and Trust Company, as trustee of the Trust (the “Trustee”), are indemnified against certain liabilities arising out of the performance of their duties to the Trust. Additionally, in the normal course of business, the Trust enters into contracts that contain general indemnification clauses. The Trust’s maximum exposure under these arrangements is unknown as this would involve future claims that may be made against the Trust that have not yet occurred. However, based on experience, the Trust expects the risk of material loss to be remote.

On November 13, 2013, IntercontinentalExchange Group, Inc. (“ICE”) announced the completion of its acquisition of the NYSE Euronext (the parent company of the Sponsor). Upon the closing of the acquisition, IntercontinentalExchange, Inc. and the NYSE Euronext became wholly owned subsidiaries of ICE. As the parent company, ICE will be the publicly-traded entity, trading on the New York Stock Exchange under the symbol “ICE”.

Note 2 — Significant Accounting Policies

The following is a summary of significant accounting policies followed by the Trust in the preparation of its financial statements:

The preparation of financial statements in accordance with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts and disclosures in the financial statements. Actual results could differ from those estimates. The financial statements are presented in United States dollars.

Security Valuation

The value of the Trust’s portfolio securities is based on the market price of the securities, which generally means a valuation obtained from an exchange or other market (or based on a price quotation or other equivalent indication of value supplied by an exchange or other market) or a valuation obtained from an independent pricing service. If a security’s market price is not readily available or does not otherwise accurately reflect the fair value of the security, the security will be valued by another method that the Trustee believes will better reflect fair value in accordance with the Trust’s valuation policies and procedures. The Trustee has established a Pricing and Investment Committee (the “Committee”) for the purpose of valuing securities for which market quotations are not readily available or do not otherwise accurately reflect the fair value of the security. The Committee, subject to oversight by the Trustee, may use fair value pricing in a variety of circumstances, including but not limited to, situations when trading in a security has been suspended or halted. Fair value pricing involves subjective judgments and it is

SPDR S&P 500 ETF Trust

Notes to Financial Statements — (continued)

September 30, 2013

Note 2 — Significant Accounting Policies – (continued)

possible that the fair value determination for a security is materially different than the value that could be received on the sale of the security.

The Trust continues to follow the authoritative guidance for fair value measurements and the fair value option for financial assets and financial liabilities. The guidance establishes a hierarchy for inputs used in measuring fair value that maximizes the use of observable inputs and minimizes the use of unobservable inputs by requiring that the most observable inputs be used when available. The guidance establishes three levels of inputs that may be used to measure fair value:

- Level 1 — quoted prices in active markets for identical investments
- Level 2 — other significant observable inputs (including, but not limited to, quoted prices for similar investments, interest rates, prepayment speeds, credit risk, etc.)
- Level 3 — significant unobservable inputs (including the Trust's own assumptions in determining the fair value of investments)

Investments that use Level 2 or Level 3 inputs may include, but are not limited to: (i) an unlisted security related to corporate actions; (ii) a restricted security (i.e., one that may not be publicly sold without registration under the Securities Act of 1933, as amended); (iii) a security whose trading has been suspended or which has been de-listed from its primary trading exchange; (iv) a security that is thinly traded; (v) a security in default or bankruptcy proceedings for which there is no current market quotation; (vi) a security affected by currency controls or restrictions; and (vii) a security affected by a significant event (i.e., an event that occurs after the close of the markets on which the security is traded but before the time as of which the Trust's net assets are computed and that may materially affect the value of the Trust's investments). Examples of events that may be "significant events" are government actions, natural disasters, armed conflicts, acts of terrorism, and significant market fluctuations.

Fair value pricing could result in a difference between the prices used to calculate the Trust's NAV and the prices used by the S&P 500 Index, which, in turn, could result in a difference between the Trust's performance and the performance of the S&P 500 Index. The inputs or methodology used for valuation are not necessarily an indication of the risk associated with investing in those investments.

The Trust did not hold any investments valued using Level 2 or Level 3 inputs as of September 30, 2013 and did not have any transfers between levels for the year ended September 30, 2013.

Investment Risk

The Trust's investments are exposed to risks, such as market risk. Due to the level of risk associated with certain investments, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the financial statements.

An investment in the Trust involves risks similar to those of investing in any fund of equity securities, such as market fluctuations caused by such factors as economic and political developments, changes in interest rates and perceived trends in stock prices. The value of a Unit will decline, more or less, in correlation with any decline in value of the S&P 500 Index. The values of equity securities could decline generally or could underperform other

SPDR S&P 500 ETF Trust

Notes to Financial Statements — (continued)

September 30, 2013

Note 2 — Significant Accounting Policies – (continued)

investments. The Trust would not sell an equity security because the security's issuer was in financial trouble unless that security was removed from the S&P 500 Index.

Investment Transactions

Investment transactions are recorded on the trade date. Realized gains and losses from the sale or disposition of securities are recorded on the identified cost basis. Dividend income, which may be subject to withholding tax, is recorded on the ex-dividend date.

Distributions to Unitholders

The Trust declares and distributes dividends from net investment income to its holders of Units ("Unitholders") quarterly. The Trust declares and distributes net realized capital gains, if any, at least annually.

Equalization

The Trust follows the accounting practice known as "Equalization" by which a portion of the proceeds from sales and costs of reacquiring the Trust's Units, equivalent on a per Unit basis to the amount of distributable net investment income on the date of the transaction, is credited or charged to undistributed net investment income. As a result, undistributed net investment income per Unit is unaffected by sales or reacquisitions of the Trust's Units.

U.S. Federal Income Tax and Certain Other Tax Matters

For U.S. federal income tax purposes, the Trust has qualified as a "regulated investment company" under Subchapter M of the Internal Revenue Code of 1986, as amended (a "RIC") and intends to continue to qualify as a RIC. As a RIC, the Trust will generally not be subject to U.S. federal income tax for any taxable year on income, including net capital gains, that it distributes to its Unitholders, provided that it distributes on a timely basis at least 90% of its "investment company taxable income" (generally, its taxable income other than net capital gain) for such taxable year. In addition, provided that the Trust distributes during each calendar year substantially all of its ordinary income and capital gains, the Trust will not be subject to U.S. federal excise tax.

Accounting Standards Codification 740, Income Taxes ("ASC 740") established financial accounting and disclosure requirements for recognition and measurement of tax positions taken, and whether those tax positions are more likely than not to be sustained upon examination by the applicable taxing authority based on the technical merits of the position. The Funds have not recognized any liabilities for unrecognized tax benefits, related to the current year or prior years impacting the NAVs of the Funds. The Funds may be subject to potential examinations by certain taxing authorities for all open tax years (the current and prior years, as applicable). Any potential tax liability is also subject to ongoing interpretation of laws by taxing authorities. The tax treatment of the Funds' investments may change over time based on factors including, but not limited to new tax laws, regulations, and interpretations thereof.

SPDR S&P 500 ETF Trust
Notes to Financial Statements — (continued)
September 30, 2013

Note 2 — Significant Accounting Policies – (continued)

At September 30, 2013, the Trust had the following capital loss carryforwards that may be utilized to offset any net realized gains, expiring September 30 of the year indicated:

2014	\$1,174,140,896
2015	1,056,971,322
2016	917,820,735
2017	2,553,965,847
2018	188,539,023
Non-Expiring – Short Term	448,917,006
Non-Expiring – Long Term	625,288,341

During the tax year ended September 30, 2013, the Trust utilized capital loss carryforwards of \$0 and had \$380,379,645 of capital loss carryforwards expire.

During the year ended September 30, 2013, the Trust reclassified \$16,803,212,328 of non-taxable security gains realized from the in-kind redemption of Creation Units (Note 4) as an increase to paid in capital in the Statement of Assets and Liabilities. At September 30, 2013, the cost of investments for U.S. federal income tax purposes was \$144,104,821,251. Accordingly, gross unrealized appreciation was \$6,847,804,443 and gross unrealized depreciation was \$6,399,120,753, resulting in net unrealized appreciation of \$448,683,690.

The tax character of distributions paid during the year ended September 30, 2013 was \$2,898,906,428 of ordinary income.

The tax character of distributions paid during the year ended September 30, 2012 was \$2,209,395,148 of ordinary income.

The tax character of distributions paid during the year ended September 30, 2011 was \$1,859,515,384 of ordinary income.

As of September 30, 2013, the components of distributable earnings (excluding unrealized appreciation/ (depreciation)) were undistributed ordinary income of \$33,850,107, undistributed long-term capital gain of \$0 and unrealized appreciation of \$448,683,690.

Capital losses realized by the Trust after October 31 and ordinary income losses realized by the Trust after December 31, may be deferred and treated as occurring on the first day of the following fiscal year. The Trust elected for U.S. federal income tax purposes to defer the following current year post October 31 and post December 31 losses, as applicable, as though the losses were incurred on the first day of the next fiscal year:

Post October Loss Deferral	\$0
Late Year Ordinary Loss Deferral	0

Note 3 — Transactions with the Trustee and Sponsor

In accordance with the Trust Agreement, the Trustee maintains the Trust's accounting records, acts as custodian and transfer agent to the Trust, and provides administrative services, including the filing of certain regulatory reports. The Trustee is also responsible for determining the composition of the portfolio of securities which must be delivered and/or received in exchange for the issuance and/or redemption of Creation Units of the Trust, and for

SPDR S&P 500 ETF Trust

Notes to Financial Statements — (continued)

September 30, 2013

Note 3 — Transactions with the Trustee and Sponsor – (continued)

adjusting the composition of the Trust's portfolio from time to time to conform to changes in the composition and/or weighting structure of the S&P 500 Index. For these services, the Trustee received a fee at the following annual rates for the year ended September 30, 2013:

<u>Net asset value of the Trust</u>	<u>Fee as a percentage of net asset value of the Trust</u>
\$0 – \$499,999,999	0.10% per annum plus or minus the Adjustment Amount
\$500,000,000 – \$2,499,999,999	0.08% per annum plus or minus the Adjustment Amount
\$2,500,000,000 and above	0.06% per annum plus or minus the Adjustment Amount

The Adjustment Amount is the sum of (a) the excess or deficiency of transaction fees received by the Trustee, less the expenses incurred in processing orders for the creation and redemption of Units and (b) the amounts earned by the Trustee with respect to the cash held by the Trustee for the benefit of the Trust. During the year ended September 30, 2013, the Adjustment Amount reduced the Trustee's fee by \$4,610,570. The Adjustment Amount included an excess of net transaction fees from processing orders of \$4,023,246 and a Trustee earnings credit of \$587,324.

The Trustee has voluntarily agreed to waive a portion of its fee, as needed, for one year until February 1, 2014, so that the total operating expenses do not exceed 0.0945% per annum of the daily NAV of the Trust. The total amount of such waivers by the Trustee for the years ended September 30, 2011, September 30, 2012 and September 30, 2013 are identified in the Statements of Operations. The Trustee has not entered into an agreement with the Trust to recapture waived fees in subsequent periods and the Trustee may discontinue the voluntary waiver.

S&P Dow Jones Indices LLC ("S&P"), per a license from Standard & Poor's Financial Services LLC, and State Street Global Markets, LLC ("SSGM" or the "Marketing Agent") have entered into a License Agreement. The License Agreement grants SSGM, an affiliate of the Trustee, a license to use the S&P 500 Index and to use certain trade names and trademarks of S&P in connection with the Trust. The S&P 500 Index also serves as a basis for determining the composition of the Trust's portfolio. The Trustee, (on behalf of the Trust), the Sponsor and NYSE Arca, Inc. ("NYSE Arca") have each received a sublicense from SSGM for the use of the S&P 500 Index and certain trade names and trademarks in connection with their rights and duties with respect to the Trust. The License Agreement may be amended without the consent of any of the owners of Units. Currently, the License Agreement is scheduled to terminate on December 31, 2017, but its term may be extended without the consent of any of the owners of Units. Pursuant to such arrangements and in accordance with the Trust Agreement, the Trust reimburses the Sponsor for payment of fees under the License Agreement to S&P equal to 0.03% of the daily size of the Trust (based on Unit closing price and outstanding Units) plus an annual license fee of \$600,000.

The Sponsor has entered into an agreement with the Marketing Agent pursuant to which the Marketing Agent has agreed to market and promote the Trust. The Marketing Agent is reimbursed by the Sponsor for the expenses it incurs for providing such services out of amounts that the Trust reimburses the Sponsor. Expenses incurred by the Marketing Agent include, but are not limited to: printing and distribution of marketing materials describing the Trust, associated legal, consulting, advertising and marketing costs and other out-of-pocket expenses.

SPDR S&P 500 ETF Trust
Notes to Financial Statements — (continued)
September 30, 2013

Note 3 — Transactions with the Trustee and Sponsor – (continued)

Investments in Affiliates of the Trustee and the Sponsor

The Trust has invested in companies that are considered affiliates of the Trustee (State Street Corp.) and Sponsor (NYSE Euronext). Such investments were made according to the representative portion of the S&P 500 Index. The market value of these investments at September 30, 2013 is listed in the Schedule of Investments.

Note 4 — Unitholder Transactions

Units are issued and redeemed by the Trust only in Creation Unit size aggregations of 50,000 Units. Such transactions are only permitted on an in-kind basis, with a separate cash payment that is equivalent to the undistributed net investment income per Unit (income equalization) and a balancing cash component to equate the transaction to the NAV per Unit of the Trust on the transaction date. There is a transaction fee payable to the Trustee in connection with each creation and redemption of Creation Units made through the clearing process (“Transaction Fee”). The Transaction Fee is non-refundable, regardless of the NAV of the Trust. The Transaction Fee is the lesser of \$3,000 or 0.10% (10 basis points) of the value of one Creation Unit at the time of creation per participating party per day, regardless of the number of Creation Units created or redeemed on such day. The Transaction Fee is currently \$3,000. For creations and redemptions outside the clearing process, including orders from a participating party restricted from engaging in transactions in one or more of the common stocks that are included in the S&P 500 Index, an additional amount not to exceed three (3) times the Transaction Fee applicable for one Creation Unit is charged per Creation Unit per day.

Note 5 — Investment Transactions

For the year ended September 30, 2013, the Trust had in-kind contributions, in-kind redemptions, purchases and sales of investment securities of \$176,356,264,327, \$169,423,594,583, \$3,970,308,050, and \$3,854,040,433, respectively. Net realized gain (loss) on investment transactions in the Statements of Operations includes net gains resulting from in-kind transactions of \$16,841,008,893.