

BANK OF NEW YORK CO INC
Form 424B3
October 31, 2003

Rule 424(b) (3)
File Nos. 333-103003,
333-103003-01, 333-103003-02,
333-103003-03 and 333-103003-04

Senior Medium-Term Notes Series E
(U.S. \$ Fixed Rate)

Trade Date: October 29, 2003	Original Issue Date: November 4, 2003
Principal Amount: \$200,000,000	Net Proceeds to Issuer: \$199,444,000
Issue Price: 99.722%	Agent's Capacity:
Selling Agent's	x Principal Basis Agency Basis
Commission/Discount: 0.278%	
Interest Rate: 3.625% per annum	Interest Payment Dates:
Maturity Date: January 15, 2009	Semi-annually on the 15th day of each January and July, commencing January 15, 2004

Redemption:

x	The Notes cannot be redeemed prior to maturity
	The Notes may be redeemed prior to maturity

Initial Redemption Percentage: N/A

Annual Redemption Percentage Reduction: N/A

Repayment :

x	The Notes cannot be repaid prior to maturity
	The Notes can be repaid prior to maturity at the option of the holder of the Notes

Optional Repayment Date: N/A

Optional Repayment Price: N/A

Discount Note: Yes x No

The defeasance and covenant defeasance provisions of the Senior Indenture described under "Description of Senior Debt Securities and Senior Subordinated Debt Securities -- Defeasance and Covenant Defeasance" in the Prospectus will apply to the Notes. The Notes described herein are being purchased by Citigroup (the "Agent"), as principal, on the terms and conditions described in the Prospectus Supplement under the caption "Plan of Distribution of Medium-Term Notes." The Agent will receive fees from the Issuer in connection with a related swap transaction. The Notes will be sold to the public at varying prices relating to prevailing market prices at the time of resale as determined by the Agent. The net proceeds to the Company will be \$199,444,000.

Citigroup