

Bank of New York Mellon CORP  
 Form 4  
 July 03, 2007

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 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 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**KELLY ROBERT P**

2. Issuer Name and Ticker or Trading Symbol  
**Bank of New York Mellon CORP [BK]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
**ONE WALL STREET**  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**07/01/2007**

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**Chief Executive Officer**

**NEW YORK, NY 10286**  
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	07/01/2007		A		439,138.55	A	11 439,138.55
Common Stock	07/01/2007		A		1,253.96	A	11 1,253.96

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

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SEC 1474 (9-02)

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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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
				Code V	(A) (D)	Date Exercisable Expiration Date	Title
EMP OPT-Right to Buy-Type NQ 02/06	\$ 34.37	07/01/2007		A	280,000	02/13/2007 <sup>(3)</sup> 02/12/2016	Common Stock 28
EMP OPT (Right to Buy) Type NQ 02/20/07	\$ 45.97	07/01/2007		A	483,835	02/20/2008 <sup>(4)</sup> 02/19/2017	Common Stock 48
BNY Mellon Phantom Stock	<u>(5)</u>	07/01/2007		A	32,630	<u>(6)</u> <u>(6)</u>	Common Stock 3

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KELLY ROBERT P ONE WALL STREET NEW YORK, NY 10286	X		Chief Executive Officer	

Signatures

/s/ Arlie R. Nogay,  
Attorney-in-Fact

07/03/2007

\_\_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) Acquired in exchange for an equal number of shares of Mellon Financial Corporation ("MFC") common stock pursuant to the merger of MFC into The Bank of New York Mellon Corporation (the "Merger").
- (2) Holdings reported as of 06/30/2007.
- (3)

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The options, which provide for vesting in three equal annual installments beginning on the date shown, were acquired in the Merger in exchange for an equal number of MFC options.

- (4) The options, which provide for vesting in five equal annual installments beginning on the date shown, were acquired in the Merger in exchange for an equal number of MFC options.
- (5) 1-for-1.
- (6) The restricted stock units, which will be settled in cash effective December 31, 2007, and December 31, 2008, if and to the extent vested, were acquired in the Merger in exchange for an equal number of restricted stock units of MFC.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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