

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 *
 NORDENBERG MARK A

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)

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

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

OFFICE OF THE CHANCELLOR, 107 CATHEDRAL OF LEARNING

(Street)

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

PITTSBURGH, PA 15260

(City) (State) (Zip)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 07/01/2007 | | A | | 200 | A | 200 |
| | | | | | | D | |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

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

Edgar Filing: Bank of New York Mellon CORP - Form 4

| 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 | Amount Number of Shares |
| Option - 1998 - Right to Buy | \$ 33.0625 | 07/01/2007 | | A | | 2,556 | | 04/23/1999 ⁽²⁾ | 04/22/2008 | Common Stock | 2,556 |
| Option - Right to Buy - 1999 | \$ 36.2813 | 07/01/2007 | | A | | 3,000 | | 04/23/2000 ⁽²⁾ | 04/22/2009 | Common Stock | 3,000 |
| Option - 2000 - Right to Buy | \$ 33.6875 | 07/01/2007 | | A | | 3,300 | | 04/24/2001 ⁽²⁾ | 04/23/2010 | Common Stock | 3,300 |
| Option - 2001 - Right to Buy | \$ 42.5 | 07/01/2007 | | A | | 3,300 | | 04/20/2002 ⁽²⁾ | 04/19/2011 | Common Stock | 3,300 |
| Option - 2002 - Right to Buy | \$ 38.61 | 07/01/2007 | | A | | 3,300 | | 04/19/2003 ⁽²⁾ | 04/18/2012 | Common Stock | 3,300 |
| Option - 2003 - Right to Buy | \$ 24.83 | 07/01/2007 | | A | | 3,300 | | 04/21/2004 ⁽²⁾ | 04/20/2013 | Common Stock | 3,300 |
| Option - 2004 - Right to Buy | \$ 31.18 | 07/01/2007 | | A | | 3,300 | | 04/23/2005 ⁽²⁾ | 04/22/2014 | Common Stock | 3,300 |
| Option - 2005 - Right to Buy | \$ 27.45 | 07/01/2007 | | A | | 3,300 | | 04/22/2006 ⁽²⁾ | 04/21/2015 | Common Stock | 3,300 |
| Deferred Share Units | ⁽³⁾ | 07/01/2007 | | A | | 4,250.35 | | ⁽⁴⁾ | ⁽⁴⁾ | Common Stock | 4,250.35 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| NORDENBERG MARK A OFFICE OF THE CHANCELLOR 107 CATHEDRAL OF LEARNING PITTSBURGH, PA 15260 | X | | | |

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 ("BNY Mellon")(the "Merger").
- (2) The options, which are vested, were acquired in the Merger in exchange for an equal number of MFC options.
- (3) 1-for-1.

- (4) The deferred share units were acquired in the Merger in exchange for an equal number of deferred share units of MFC. 2321.35 of the deferred share units vested on April 17, 2007. The remainder of the deferred share units vest on the date of BNY Mellon's 2008 Annual Meeting of Shareholders. Vested deferred share units are payable in shares of common stock on the 30th day following the grantee's termination of service as a director. Deferred share units pay dividend equivalents which are reinvested in additional deferred share units.

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.