

Bank of New York Mellon CORP

Form 4

March 12, 2008

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
HASSELL GERALD L

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)  
03/10/2008

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

NEW YORK, NY 10286

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

(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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/10/2008		A <sup>(1)</sup>	25,394 A	\$ 42.31 449,057.1217	D	
Common Stock	02/19/2008		G	V 550 D	<u>(2)</u> 448,507.1217	D	
Common Stock					46,519.3963 <u>(3)</u>	I	By 401(k) Plan
Common Stock					14,269	I	By Family Trust
Common Stock					14,269	I	By Second

Common Stock	56,604	I	Family Trust By Wife (4)
Common Stock	188,680	I	By GRAT 2007

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

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SEC 1474  
(9-02)

**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 Underlying (Instr. 3 and		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Emp Opt-RTB-Type NQ 3/10/08	\$ 42.31	03/10/2008		A		380,916		03/10/2009 <sup>(5)</sup>	03/09/2018	Common Stock
Performance Shares <sup>(6)</sup>	<u>(7)</u>	03/10/2008		A		25,394		12/31/2010	03/15/2011	Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HASELL GERALD L ONE WALL STREET NEW YORK, NY 10286	X		President	

## Signatures

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

03/12/2008

          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) Award of Restricted Stock pursuant to 2003 Bank of New York Long-Term Incentive Plan. Vesting (if any) based on BNY Mellon Total Shareholder Return compared to 1) peer group and 2) S&P 500 Financials Index.
- (2) Not Applicable.
- (3) Represents number of shares of common stock held indirectly in employer's stock fund in The Bank of New York Company, Inc. Employee Savings and Investment Plan, a 401(k) Plan, as of January 31, 2008.
- (4) I disclaim beneficial ownership of these shares.
- (5) Grant becomes exercisable in annual increments of one-fourth each beginning on this date.  
Award of Restricted Share Units pursuant to 2003 Bank of New York Long-Term Incentive Plan. Payable in an amount (if any) based on BNY Mellon Total Shareholder Return compared to 1) peer group and 2) S&P 500 Financials Index. Maximum amount that could be earned by Reporting Person is represented by the combination of Restricted Stock grant reported on Table I together with reported amount of this Award.
- (6) 1-for-1.
- (7) 1-for-1.

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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