Bank of New York Mellon CORP Form 4

May 30, 2008

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

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

2. Issuer Name and Ticker or Trading

1(b).

Common

Common

Common

Stock

Stock

Stock

05/28/2008

05/28/2008

05/28/2008

(Print or Type Responses)

1. Name and Address of Reporting Person *

HASSELL GERALD L				2. Issuel I tulie und Tieker of Trucing					I	(Check all applicable)		
(1				(Month/Day/Year)					_	_X Director 10% Owner _X Officer (give title Other (specify below) President		
					Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
	(City)	(State)	(Zip)	Tab	le I - N	on-I	Derivative	Secu	rities Acqui	red, Disposed of,	or Beneficiall	y Owned
	1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deem Execution any (Month/Da	and 3. 4. Securities Acquired (And Date, if Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) (A) or			(D)	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	05/28/2008			S <u>(1)</u>		100	D	\$ 43.75	244,777.096	D	
	Common Stock	05/28/2008			S <u>(1)</u>		100	D	\$ 43.7535	244,677.096	D	

 $S^{(1)}$

 $S^{(1)}$

 $S_{\underline{(1)}}$

OMB APPROVAL

3235-0287

January 31,

2005

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Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

D

D

D

243,177.096

242,877.096

239,977.096

D

D

1,500

300

2,900

Estimated average

burden hours per

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Common Stock	05/28/2008	S <u>(1)</u>		1,000	D	\$ 43.9171	238,977.096	D	
Common Stock	05/28/2008	S <u>(1)</u>		300	D	\$ 44.03	238,677.096	D	
Common Stock	05/28/2008	S <u>(1)</u>		100	D	\$ 44.0345	238,577.096	D	
Common Stock	05/28/2008	S <u>(1)</u>		200	D	\$ 44.0391	238,377.096	D	
Common Stock	05/28/2008	S <u>(1)</u>		1	D	\$ 44.04	238,376.096	D	
Common Stock	05/28/2008	S <u>(1)</u>		900	D	\$ 44.065	237,476.096	D	
Common Stock	05/28/2008	S <u>(1)</u>		99	D	\$ 44.07	237,377.096	D	
Common Stock	05/28/2008	S <u>(1)</u>		200	D	\$ 44.075	237,177.096	D	
Common Stock	05/28/2008	S <u>(1)</u>		200	D	\$ 44.0915	236,977.096	D	
Common Stock	05/28/2008	S <u>(1)</u>		200	D	\$ 44.115	236,777.096	D	
Common Stock	05/28/2008	S <u>(1)</u>		1,300	D	\$ 44.115	235,477.096	D	
Common Stock	05/28/2008	S <u>(1)</u>		600	D	\$ 44.125	234,877.096	D	
Common Stock	05/06/2008	G	V	8,000	D	<u>(2)</u>	226,877.096	D	
Common Stock							46,464.7863 (3)	I	By 401(k) Plan
Common Stock							14,269	I	By Family Trust
Common Stock							14,269	I	By Second Family Trust
Common Stock							56,604	I	By Wife
Common Stock							188,680	I	By GRAT 2007
Common Stock							180,000 (5) (6)	I	By GRAT

2008

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title	e and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	nt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)
	Derivative				Securities			(Instr.	3 and 4)	
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
						Date	Expiration		or	
							Exercisable Date	Title	Title Number	
						Exercisacio		of	of	
				Code V	(A) (D)				Shares	

Reporting Owners

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

Signatures

/s/ Arlie R. Nogay, Attorney-in-Fact 05/30/2008

**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) Option exercise and sales pursuant to Rule 10b5-1 plan adopted November 5, 2007.
- (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 March 31, 2008.

(4) I disclaim beneficial ownership of these shares.

Reporting Owners 3

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- (5) These shares, which were previously reported as directly beneficially owned, were contributed to a grantor retained annuity trust on April 22, 2008.
- (6) Form #4 of 4.

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