

Bank of New York Mellon CORP

Form 4

March 12, 2008

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

OMB APPROVAL

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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 *
Peeetz Karen B2. 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)
Sr. Executive Vice 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		M ⁽¹⁾	9,434 A	\$ 32.21 145,632.3026	D	
Common Stock	03/10/2008		S ⁽¹⁾	9,434 D	\$ 43.55 136,198.3026	D	
Common Stock	03/10/2008		A ⁽²⁾	7,294 A	\$ 42.31 143,492.3026	D	

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

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required to respond unless the form
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(9-02)

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 Underlying Security (Instr. 3)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
3/9/2005 Stock Options \$30.39	\$ 32.21	03/10/2008		M ⁽¹⁾			9,434	07/01/2007	03/09/2015	Common Stock
Emp Opt-RTB-Type NQ 3/10/08	\$ 42.31	03/10/2008		A		109,412		03/10/2009 ⁽⁴⁾	03/09/2018	Common Stock
Performance Shares ⁽⁵⁾	<u>(6)</u>	03/10/2008		A		7,294		12/31/2010	03/15/2011	Common Stock

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Peetz Karen B ONE WALL STREET NEW YORK, NY 10286			Sr. Executive Vice President	

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

**Signature of Reporting Person

* If the form is filed by more than one reporting person, <i>see</i> Instruction 4(b)(v). ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. <i>See</i> 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).	(1) Option exercise and sale pursuant to Rule 10b5-1 plan adopted October 30, 2007. (2) 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. (3) Not Applicable. (4) Grant becomes exercisable in annual increments of one-fourth each beginning on this date. (5) 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 in Table I together with reported amount of this Award. (6) 1-for-1.
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Reporting Owners

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