

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Peeetz Karen B

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
____X____ 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)
____X____ 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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(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 Underlying (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	Comm Stock
Emp Opt-RTB-Type NQ 3/10/08	\$ 42.31	03/10/2008		A	109,412	03/10/2009 ⁽⁴⁾ 03/09/2018	Comm Stock
Performance Shares ⁽⁵⁾	⁽⁶⁾	03/10/2008		A	7,294	12/31/2010 03/15/2011	Comm Stock

Reporting Owners

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

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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