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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 and Amount of Underlying Securities (Instr. 3 and 4)
				Code V (A) (D)		Date Exercisable Expiration Date	Title Amount or Number of Shares
7/23/2007 Stock Options \$44.59	\$ 44.59	07/23/2007		A	8,964	03/31/2009 ⁽³⁾ 07/22/2017	Common Stock (Par Value \$0.01) 8,964

Reporting Owners

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

Signatures

Bart R. Schwartz
07/25/2007
**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) Awards of Restricted Share Units pursuant to The Bank of New York Company, Inc. 2003 Long-Term Incentive Plan. Certain of the awards vest on each of March 31, 2008, March 31, 2009 and July 1, 2010. Vested units will be settled in Common Stock.
- (4) Not Applicable.
- (2) 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 July 20, 2007. Previously, the number of units held in the fund was reported.
- (3) Grant cliff vests on this date.

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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.