Bank of New York Mellon CORP Form 4 July 03, 2007

FORM 4

OMB APPROVAL

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

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if no longer subject to Section 16. Form 4 or

Check this box

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

response...

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * NORDENBERG MARK A

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

Bank of New York Mellon CORP

(Check all applicable)

[BK]

(Last) (First) 3. Date of Earliest Transaction

X_ Director

10% Owner

(Month/Day/Year) OFFICE OF THE

(Middle)

07/01/2007

Officer (give title Other (specify

CHANCELLOR, 107 CATHEDRAL

OF LEARNING

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

(Street)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

PITTSBURGH, PA 15260

(City) (State) (Zip)

07/01/2007

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

Stock

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

3. 4. Securities TransactionAcquired (A) or Disposed of (D) Code

200

5. Amount of Securities Beneficially Owned

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

(A)

(Instr. 8)

Α

Following Reported

200

Transaction(s) (Instr. 3 and 4)

Common

Price Amount (D)

Α

(1)

(Instr. 3, 4 and 5)

D

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

(Month/Day/Year)

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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)

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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. Transactic Code (Instr. 8)	5. Number of orderivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amoun Underlying Securiti (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amor Numi Share
Option - 1998 - Right to Buy	\$ 33.0625	07/01/2007		A	2,556	04/23/1999(2)	04/22/2008	Common Stock	2,5
Option - Right to Buy - 1999	\$ 36.2813	07/01/2007		A	3,000	04/23/2000(2)	04/22/2009	Common Stock	3,0
Option - 2000 - Right to Buy	\$ 33.6875	07/01/2007		A	3,300	04/24/2001(2)	04/23/2010	Common Stock	3,3
Option - 2001 - Right to Buy	\$ 42.5	07/01/2007		A	3,300	04/20/2002(2)	04/19/2011	Common Stock	3,3
Option - 2002 - Right to Buy	\$ 38.61	07/01/2007		A	3,300	04/19/2003(2)	04/18/2012	Common Stock	3,3
Option - 2003 - Right to Buy	\$ 24.83	07/01/2007		A	3,300	04/21/2004(2)	04/20/2013	Common Stock	3,3
Option - 2004 - Right to Buy	\$ 31.18	07/01/2007		A	3,300	04/23/2005(2)	04/22/2014	Common Stock	3,3
Option - 2005 - Right to Buy	\$ 27.45	07/01/2007		A	3,300	04/22/2006(2)	04/21/2015	Common Stock	3,3
Deferred Share Units	(3)	07/01/2007		A	4,250.35	<u>(4)</u>	<u>(4)</u>	Common Stock	4,25

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

NORDENBERG MARK A
OFFICE OF THE CHANCELLOR

OFFICE OF THE CHANCELLOR 107 CATHEDRAL OF LEARNING PITTSBURGH, PA 15260

**Signature of Reporting Person



Signatures

/s/ Arlie R. Nogay, Attorney-in-Fact 07/03/2007

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) Acquired in exchange for an equal number of shares of Mellon Financial Corporation ("MFC") common stock pursuant to the merger of MFC into The Bank of New York Mellon Corporation ("BNY Mellon")(the "Merger").
- (2) The options, which are vested, were acquired in the Merger in exchange for an equal number of MFC options.
- (3) 1-for-1.

The deferred share units were acquired in the Merger in exchange for an equal number of deferred share units of MFC. 2321.35 of the deferred share units vested on April 17, 2007. The remainder of the deferred share units vest on the date of BNY Mellon's 2008 Annual Meeting of Shareholders. Vested deferred share units are payable in shares of common stock on the 30th day following the grantee's termination of service as a director. Deferred share units pay dividend equivalents which are reinvested in additional deferred share units.

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.

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