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

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** 

**OMB** 3235-0287 Number:

January 31, Expires: 2005

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Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

Check this box

if no longer

subject to

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(b).

(Last)

(City)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading KELLY EDMUND F Issuer Symbol Bank of New York Mellon CORP

(Check all applicable) [BK]

3. Date of Earliest Transaction X\_ Director 10% Owner Officer (give title Other (specify (Month/Day/Year) below)

LIBERTY MUTUAL, 175 07/01/2007 BERKELEY STREET

(Middle)

(Zip)

(First)

(State)

(Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check

> Filed(Month/Day/Year) Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

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

BOSTON, MA 02116

1. Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Instr. 3, 4 and 5) Ownership (Month/Day/Year) (Instr. 8) Owned Indirect (I) Following (Instr. 4) (Instr. 4)

> Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount Price (D)

Common 07/01/2007 A 2,000 Α (1) 2,000 D Stock

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

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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. Transaction Code (Instr. 8)	5. Number of onDerivative 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 Securit (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo Numl Share
Option - 2004 - Right to Buy	\$ 29.18	07/01/2007		A	2,920	04/23/2005(2)	04/22/2014	Common Stock	2,9
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	Relationships					
•	Director	10% Owner	Officer	Other		
KELLY EDMUND F LIBERTY MUTUAL 175 BERKELEY STREET BOSTON, MA 02116	X					

## **Signatures**

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

\*\*Signature of Reporting Person

## **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.

Reporting Owners 2

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