Bank of New York Mellon CORP Form 4

March 12, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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Expires:

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if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

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 * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading LAMERE DAVID F Issuer Symbol Bank of New York Mellon CORP (Check all applicable) [BK] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner X_ Officer (give title Other (specify (Month/Day/Year) below) MELLON FINANCIAL 03/10/2008 Vice Chairman CENTER, SUITE 0158 (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 BOSTON, MA 02108 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired 1. Title of 2. Transaction Date 2A. Deemed 3. 5. Amount of 6. 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Ownership Indirect (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial (Month/Day/Year) Owned Following (Instr. 8) Direct (D) Ownership or Indirect Reported (Instr. 4) (A) Transaction(s) (I) (Instr. 3 and 4) (Instr. 4) Price (D) Amount Common $A^{(1)}$ 03/10/2008 7.294 175,309.9127 D 42.31 Stock Common By 401(k) $3,478.39^{(2)}$ Ι Stock Plan By Wife Common I 111,326 (3) Stock

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

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number.

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. Transactio Code (Instr. 8)	5. Number of on Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and Underlying (Instr. 3 and
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title
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 (6)	<u>(7)</u>	03/10/2008		A	7,294	12/31/2010	03/15/2011	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships

Director 10% Owner Officer Other

LAMERE DAVID F MELLON FINANCIAL CENTER SUITE 0158 BOSTON, MA 02108

Vice Chairman

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) Award of Restricted Stock pursuant to Mellon Financial Corporation Long-Term Profit Incentive Plan (2004). Vesting (if any) based on BNY Mellon Total Shareholder Return compared to 1) peer group and 2) S&P 500 Financials Index.
- (2) Holdings reported as of 12/31/2007.
- (3) I disclaim beneficial ownership of these shares.
- (4) Grant becomes exercisable in annual increments of one-fourth each beginning on this date.
- (5) Not Applicable.
- Other Stock-Based Award pursuant to Mellon Financial Corporation Long-Term Profit Incentive Plan (2004). 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.

Reporting Owners 2

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(**7**) 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. 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.