

Krasik Carl  
Form 4  
March 10, 2009

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Krasik Carl

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)

3. Date of Earliest Transaction (Month/Day/Year)

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)

SEVP & General Counsel

BNY MELLON CENTER, SUITE 4700

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

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

(Street)  
PITTSBURGH, PA 15258-0001

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V Amount (A) or (D) Price   |   |  |   |
| Common Stock                    | 03/09/2009                           |  | A <sup>(1)</sup>               | 19,639 (1) \$ 18.02   | 84,158.3084   | D  |   |
| Common Stock                    |                                      |  |                                |   | 2,687.931   | I  | By 401(k) Plan <sup>(2)</sup>                         |
| Common Stock                    |                                      |  |                                |   | 400   | I  | By Wife <sup>(3)</sup>                                |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form**

SEC 1474 (9-02)

displays a currently valid OMB control 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. 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 Security (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| EMP OPT-Right to Buy-Type NQ 3/9/09        | \$ 18.02   | 03/09/2009                           |  | A <sup>(4)</sup>               | 70,126  | 03/09/2010 <sup>(4)</sup> 03/08/2019                     | Common Stock  | 70,                        |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                        |       |
|---|---------------|-----------|------------------------|-------|
|   | Director      | 10% Owner | Officer                | Other |
| Krasik Carl<br>BNY MELLON CENTER<br>SUITE 4700<br>PITTSBURGH, PA 15258-0001 |               |           | SEVP & General Counsel |       |

## Signatures

/s/ Arlie R. Nogay, Attorney-in-Fact 03/10/2009

\*\*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).

Award of Restricted Stock pursuant to The Bank of New York Mellon Corporation Long-Term Incentive Plan. The Company may reduce, delay vesting, revoke, cancel, claw back or impose different terms and conditions, and/or pay the award in an alternate form for

- (1) any individual who is one of its senior executive officers or most highly compensated employees under the American Recovery and Reinvestment Act of 2009 ("ARRA") if the Company deems it necessary or advisable to do so in order to comply with the Emergency Economic Stabilization Act of 2008 ("EESA") or other applicable law or regulation. Cliff vests on March 9, 2012.
- (2) Holdings reported as of 12/31/2008.
- (3) I disclaim beneficial ownership of these shares.
- (4) Option grant which becomes exercisable in annual installments of one-fourth each beginning on date indicated. The Company may reduce, delay vesting, revoke, cancel, claw back or impose different terms and conditions, and/or pay the award in an alternate form for

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any individual who is one of its senior executive officers or most highly compensated employees under ARRA if the Company deems it necessary or advisable to do so in order to comply with EESA or other applicable law or regulation.

(5) Not Applicable.

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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