

Bank of New York Mellon Corp  
 Form 4  
 November 14, 2016

**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 \*  
 Peetz Karen B

(Last) (First) (Middle)

THE BANK OF NEW YORK  
 MELLON CORPORATION, 225  
 LIBERTY STREET

(Street)

NEW YORK, NY 10286

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 Bank of New York Mellon Corp  
 [BK]

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 11/10/2016

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 \_\_\_ Form filed by More than One Reporting Person

**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	11/10/2016		M		32,580	A	\$ 22.03
Common Stock	11/10/2016		S		32,580 <u>(1)</u>	D	\$ 46.1806 <u>(1)</u>
Common Stock	11/10/2016		M		52,102	A	\$ 40.4
Common Stock	11/10/2016		S		52,102	D	\$ 46.1377

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					(2)		
Common Stock	11/10/2016		M	24,198	A	\$ 42.83	181,209.0401 D
Common Stock	11/10/2016		S	24,198	D	\$ 46.3063 (3)	157,011.0401 D
Common Stock	11/10/2016		M	8,964	A	\$ 44.59	165,975.0401 D
Common Stock	11/10/2016		S	8,964	D	\$ 46.1073 (4)	157,011.0401 D
Common Stock	11/10/2016		M	109,412	A	\$ 42.31	266,423.0401 D
Common Stock	11/10/2016		S	109,412	D	\$ 45.974 (5)	157,011.0401 D
Common Stock	11/10/2016		M	17,609	A	\$ 34.63	174,620.0401 D
Common Stock	11/10/2016		S	17,609	D	\$ 46.2733 (6)	157,011.0401 D

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

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(9-02)

**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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	An Nu Sha
02/23/2012 Stock Options	\$ 22.03	11/10/2016		M	32,580	02/23/2013(7)	02/22/2022	Common Stock	3
03/13/2007 Stock Options	\$ 40.4	11/10/2016		M	52,102	03/13/2008(7)	03/13/2017	Common Stock	5

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04/02/2007										
Stock	\$ 42.83	11/10/2016	M	24,198	04/02/2008 <sup>(7)</sup>	04/02/2017	Common			
Options							Stock	2		
07/23/2007										
Stock	\$ 44.59	11/10/2016	M	8,964	07/23/2008 <sup>(7)</sup>	07/23/2017	Common	8		
Options							Stock			
03/10/2008										
Stock	\$ 42.31	11/10/2016	M	109,412	03/10/2009 <sup>(7)</sup>	03/10/2018	Common	10		
Options							Stock			
07/21/2008										
Stock	\$ 34.63	11/10/2016	M	17,609	07/21/2009 <sup>(7)</sup>	07/21/2018	Common	1		
Options							Stock			

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Petz Karen B THE BANK OF NEW YORK MELLON CORPORATION 225 LIBERTY STREET NEW YORK, NY 10286			President	

## Signatures

/s/ Craig T. Beazer,  
Attorney-in-Fact

11/14/2016

\_\_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).
- Represents the weighted average price of shares sold with actual prices ranging from \$45.875 to \$46.525. Upon request by the SEC staff,
- (1) the issuer, or any security holder of the issuer, the reporting person will provide full information regarding the number of shares sold at each separate price within this range.
- Represents the weighted average price of shares sold with actual prices ranging from \$45.765 to \$46.485. Upon request by the SEC staff,
- (2) the issuer, or any security holder of the issuer, the reporting person will provide full information regarding the number of shares sold at each separate price within this range.
- Represents the weighted average price of shares sold with actual prices ranging from \$46.1401 to \$46.485. Upon request by the SEC
- (3) staff, the issuer, or any security holder of the issuer, the reporting person will provide full information regarding the number of shares sold at each separate price within this range.
- Represents the weighted average price of shares sold with actual prices ranging from \$45.79 to \$46.44. Upon request by the SEC staff,
- (4) the issuer, or any security holder of the issuer, the reporting person will provide full information regarding the number of shares sold at each separate price within this range.
- Represents the weighted average price of shares sold with actual prices ranging from \$45.705 to \$46.485. Upon request by the SEC staff,
- (5) the issuer, or any security holder of the issuer, the reporting person will provide full information regarding the number of shares sold at each separate price within this range.
- (6) Represents the weighted average price of shares sold with actual prices ranging from \$46.145 to \$46.495. Upon request by the SEC staff, the issuer, or any security holder of the issuer, the reporting person will provide full information regarding the number of shares sold at

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each separate price within this range.

- (7) Grant of Stock Options under the BNY Mellon Long-Term Incentive Plan. Grant became exercisable in annual increments beginning on the date indicated.
- (8) 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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