

Bank of New York Mellon Corp  
 Form 4  
 May 08, 2015

**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 \*  
**HASSELL GERALD L**

(Last) (First) (Middle)

**THE BANK OF NEW YORK  
 MELLON CORPORATION, ONE  
 WALL 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)  
**05/06/2015**

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)  
**Chairman & CEO**

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	04/23/2015		G	V	10,000	D	\$ 0	809,348.5843	D	
Common Stock	05/06/2015		M		155,661	A	\$ 37.09	965,009.5843	D	
Common Stock	05/06/2015		S		155,661	D	\$ 42.7921	809,348.5843	D	
Common Stock								53,853.0327	I	By
								(2)		401(k)

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Class of Securities	Quantity	Acquired/Disposed	Plan
Common Stock	82,140	I	By Family Trust
Common Stock	82,140	I	By Family Trust #2
Common Stock	56,604 <sup>(3)</sup>	I	By Wife

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)
3/14/2006 Stock Options	\$ 37.09	05/06/2015		M	155,661	03/14/2007 <sup>(4)</sup> 03/14/2016	Common Stock 155

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HASSELL GERALD L THE BANK OF NEW YORK MELLON CORPORATION ONE WALL STREET NEW YORK, NY 10286	X		Chairman & CEO	

## Signatures

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

05/08/2015

\*\*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 \$42.655 to \$42.96. 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 each separate price within this range.

(2) Holdings reported as of 02/13/2015.

(3) The Reporting Person disclaims beneficial ownership of these shares.

(4) Grant became exercisable in annual installments of one-third each beginning on date indicated.

(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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