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

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

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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
Krasik Carl

(Last) (First) (Middle)

ONE MELLON CENTER, SUITE 4700

(Street)

PITTSBURGH, PA 15258-0001

(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)
03/10/2008

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
SEVP & General Counsel

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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	03/10/2008		A(1)		5,403	A	$ 42.31	65,113.7092	D	
Common Stock								2,374.5187 (2)	I	By 401(k) Plan
Common Stock								400	I	By Wife (3)

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)

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 A Underlying Se (Instr. 3 and 4
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Emp Opt-RTB-Type NQ 3/10/08	$ 42.31	03/10/2008		A		81,046		03/10/2009(4)	03/09/2018	Common Stock
Performance Shares (6)	(7)	03/10/2008		A		5,403		12/31/2010	03/15/2011	Common Stock

Reporting Owners

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

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.

(6)

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.

(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.
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