

Bank of New York Mellon Corp  
 Form 4  
 November 13, 2013

**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)  
**11/11/2013**

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 Ownership (Instr. 4) |                   |                     |   |                 |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|-------------------|---------------------|---|-----------------|
|                                 |                                      |  |                                | Code  | V   | Amount   | (A) or (D)                                 | Price             |                     |   |                 |
| Common Stock                    | 11/11/2013                           |  | S                              |   | 50,000  | D  |  | \$ 33.1123<br>(1) | 646,624.4875<br>(2) | D |                 |
| Common Stock                    |                                      |  |                                |   |   |  |  |                   | 52,637.2853<br>(3)  | I | By 401(k) Plan  |
| Common Stock                    |                                      |  |                                |   |   |  |  |                   | 112,140             | I | By Family Trust |

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|              |  |  |         |   |                        |
|--------------|--|--|---------|---|------------------------|
| Common Stock |  |  | 112,140 | I | By Family Trust #2     |
| Common Stock |  |  | 56,604  | I | By Wife <sup>(4)</sup> |
| Common Stock |  |  | 15,056  | I | By GRAT 2010-1         |
| Common Stock |  |  | 34,618  | I | By GRAT 2010-2         |

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

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SEC 1474  
(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 Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares   |

## Reporting Owners

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

## Signatures

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

11/13/2013

\_\_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 \$33.03 to \$33.19. 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.
  - (2) Includes 18,922 shares previously held in GRAT 2009-2, 41,970 shares previously held in GRAT 2010-1, and 26,679 shares previously held in GRAT 2010-2.
  - (3) Holdings reported as of 11/05/2013.
  - (4) I disclaim beneficial ownership of these shares.

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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