

Bank of New York Mellon Corp  
 Form 5  
 February 14, 2014

# FORM 5

**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).  
 Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
**GIBBONS THOMAS P**

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. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
 12/31/2013

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Vice Chairman & CFO

**THE BANK OF NEW YORK MELLON CORPORATION, ONE WALL STREET**

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

**NEW YORK, NY 10286**

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

(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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|---|
| Common Stock                    | 12/13/2013                           | Â  | G                              | 38,956 D \$ 0 0   |  | I  | By GRAT 2011  |
| Common Stock                    | 12/13/2013                           | Â  | G                              | 9,739 A \$ 0 9,739  |  | I  | By Child #1   |
| Common Stock                    | 12/13/2013                           | Â  | G                              | 9,739 A \$ 0 9,739  |  | I  | By Child #2   |

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|              |            |   |   |       |   |      |                     |   |                    |
|--------------|------------|---|---|-------|---|------|---------------------|---|--------------------|
| Common Stock | 12/13/2013 | Â | G | 9,739 | A | \$ 0 | 9,739               | I | By Child #3        |
| Common Stock | 12/13/2013 | Â | G | 9,739 | A | \$ 0 | 9,739               | I | By Child #4        |
| Common Stock | Â          | Â | Â | Â     | Â | Â    | 222,756.0843<br>(1) | D | Â                  |
| Common Stock | Â          | Â | Â | Â     | Â | Â    | 36,419              | I | By Family Trust #1 |
| Common Stock | Â          | Â | Â | Â     | Â | Â    | 36,416              | I | By Family Trust #2 |
| Common Stock | Â          | Â | Â | Â     | Â | Â    | 36,416              | I | By Family Trust #3 |
| Common Stock | Â          | Â | Â | Â     | Â | Â    | 36,416              | I | By Family Trust #4 |

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 Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. of                      |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
|  |  |                                      |  |                                | (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares |

## Reporting Owners

| Reporting Owner Name / Address                              | Relationships |           |                   |       |
|---|---------------|-----------|-------------------|-------|
|   | Director      | 10% Owner | Officer           | Other |
| GIBBONS THOMAS P<br>THE BANK OF NEW YORK MELLON CORPORATION | Â             | Â         | Â Vice Chairman & | Â     |

ONE WALL STREET  
NEW YORK, NY 10286

CFO

## Signatures

/s/ Craig T.

02/14/2014

Beazer

\*\*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) Upon termination of GRAT 2011, 9,739 shares were distributed directly to each of the beneficiaries of the GRAT (for a total of 38,956 shares) and the remaining 42,828 shares were distributed to the Reporting Person and are reported as directly held.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.