

Edgar Filing: BANK OF NEW YORK CO INC - Form 424B2

BANK OF NEW YORK CO INC

Form 424B2

November 02, 2006

Pricing Supplement Dated October 31, 2006  
(To Prospectus dated June 5, 2006 and  
Prospectus Supplement dated June 15, 2006)  
THE BANK OF NEW YORK COMPANY, INC.  
Rule 424(b)(2)  
File Nos. 333-134738,  
333-134738-01, 333-134738-02, 333-134738-03,  
333-134738-04 and 333-134738-05.

Senior Medium-Term Notes Series G  
(U.S. \$ Fixed Rate)

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Trade Date: October 31, 2006                      Original Issue Date: November 3, 2006  
Principal Amount: \$250,000,000   Net Proceeds to Issuer: \$249,855,000  
Price to Public: 99.992%, plus accrued interest, if any, from November 3, 2006  
Commission/Discount: .05%  
Agent's Capacity:    x   Principal Basis    \_\_\_   Agency Basis

Maturity Date: November 1, 2011

Interest Payment Dates: Interest pays semi-annually on each November 1 and  
May 1, commencing May 1, 2007 and ending on maturity date

Interest Rate: 5.125% per annum

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Form:        x        Book Entry  
             \_\_\_        Certificated

Redemption:        x        The Notes cannot be redeemed prior to maturity  
                     \_\_\_        The Notes may be redeemed prior to maturity

Repayment:        x        The Notes cannot be repaid prior to maturity  
                     \_\_\_        The Notes can be repaid prior to maturity at the  
   option of the holder of the Notes

Discount Note:    \_\_\_Yes        x No

Defeasance: The defeasance and covenant defeasance provisions of the Senior  
Indenture described under "Description of Senior Debt Securities and Senior  
Subordinated Debt Securities -- Defeasance and Covenant Defeasance" in the  
Prospectus will apply to the Notes.

Plan of Distribution: The Notes described herein are being purchased,  
severally and not jointly, by each of the agents named in the below table  
(the "Agents"), each as principal, on the terms and conditions  
described in the Prospectus Supplement under the caption "Plan of Distribution  
of Medium-Term Notes."

Agent    Aggregate Principal Amount of Notes to be Purchased  
Goldman, Sachs & Co. \$ 75,000,000  
Lehman Brothers Inc. \$ 75,000,000  
Banc of America Securities LLC \$ 25,000,000  
Greenwich Capital Markets, Inc. \$ 25,000,000  
Merrill Lynch, Pierce, Fenner & Smith Incorporated \$ 25,000,000  
BNY Capital Markets, Inc. \$ 25,000,000  
Total:    \$250,000,000

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[New York #1641067 v3]