

HASSELL GERALD L  
Form 4  
April 06, 2010

**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

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. Date of Earliest Transaction (Month/Day/Year)  
04/02/2010

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President

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 Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

NEW YORK, NY 10286

(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		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 Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)				Price
Common Stock	04/02/2010		M		28,727	A	\$ 11	407,789.6442 (2)	D	
Common Stock	04/02/2010		F		13,277	D	\$ (3) 31.26	394,512.6442	D	
Common Stock								48,999.3251 (4)	I	By 401(k) Plan
Common Stock								56,604	I	By Wife (5)
								14,269	I	

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Common Stock						By Family Trust
Common Stock		14,269		I		By Second Family Trust
Common Stock		66,577		I		By GRAT 2008-1
Common Stock		53,111		I		By GRAT 2008-2
Common Stock		65,265		I		By GRAT 2009
Common Stock		200,000		I		By GRAT 2009-2

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	<u>6</u>	04/02/2010		M	28,727	04/02/2010	04/02/2010	Common Stock	28,727

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HASSELL GERALD L THE BANK OF NEW YORK MELLON CORPORATION	X		President	

ONE WALL STREET  
NEW YORK, NY 10286

## Signatures

/s/ Arlie R. Nogay,  
Attorney-in-Fact

04/06/2010

\_\_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) Acquired in settlement of Restricted Stock Units on 1-for-1 basis.
- (2) Includes 34,735 shares previously held in GRAT 2009 which were distributed to the Reporting Person and are now owned directly.
- (3) Shares withheld in payment of tax liability incident to vesting.
- (4) Holdings reported as of 03/31/2010.
- (5) I disclaim beneficial ownership of these shares.
- (6) 1-for-1.
- (7) Not Applicable.

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