

Bank of New York Mellon Corp  
 Form 4  
 July 23, 2014

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
 Estimated average burden hours per response... 0.5

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 \*  
 ROGAN BRIAN G

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

(Last) (First) (Middle)  
 THE BANK OF NEW YORK  
 MELLON CORPORATION, ONE  
 WALL STREET  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 07/21/2014

NEW YORK, NY 10286  
 (City) (State) (Zip)

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

**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 or Price   |  |  |
| Common Stock                    | 07/21/2014                           |  | M                              |   | 111,321 A \$ 32.21  | 690,495.328  | D  |
| Common Stock                    | 07/21/2014                           |  | S                              |   | 111,321 D \$ 38.315 (1)   | 579,174.328  | D  |
| Common Stock                    | 07/21/2014                           |  | M                              |   | 100,000 A \$ 18.02  | 679,174.328  | D  |
| Common Stock                    | 07/21/2014                           |  | S                              |   | 100,000 D \$ 38.3072 (2)  | 579,174.328  | D  |

Edgar Filing: Bank of New York Mellon Corp - Form 4

Common Stock 3,278.5285 (3) I By 401(k) Plan

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. 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 Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| 03/09/2005 Stock Options                   | \$ 32.21   | 07/21/2014                           |  | M                              | 111,321   | 03/09/2006(4) 03/09/2015                                 | Common Stock  |
| 03/09/2009 Stock Options                   | \$ 18.02   | 07/21/2014                           |  | M                              | 100,000   | 03/09/2010(4) 03/09/2019                                 | Common Stock  |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |               |       |
|---|---------------|-----------|---------------|-------|
|   | Director      | 10% Owner | Officer       | Other |
| ROGAN BRIAN G<br>THE BANK OF NEW YORK MELLON CORPORATION<br>ONE WALL STREET<br>NEW YORK, NY 10286 |               |           | Vice Chairman |       |

## Signatures

/s/ Bennett E. Josselsohn, Attorney-in-Fact 07/23/2014

\*\*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)

## Edgar Filing: Bank of New York Mellon Corp - Form 4

Represents the weighted average price of shares sold with actual prices ranging from \$38.25 to \$38.405. Upon request by the SEC staff, 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) Represents the weighted average price of shares sold with actual prices ranging from \$38.25 to \$38.395. Upon request by the SEC staff, 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.
- (3) Holdings reported as of 05/07/2014.
- (4) Grant of Stock Options under the Long-Term Incentive Plan. Grant exercisable in annual installments of one-fourth each beginning on date indicated.
- (5) Not Applicable.

Note: File three copies of this Form, one of which must be manually signed. If space 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.