

Bank of New York Mellon Corp
 Form 4
 August 07, 2015

FORM 4

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

OMB APPROVAL

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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 *
 Brueckner Richard F

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)
 08/05/2015

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Sr. Executive Vice 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 (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 Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	08/05/2015		M		143,058	A	\$ 18.02 341,617.9709 D
Common Stock	08/05/2015		S		143,058	D	\$ 44.4234 198,559.9709 D <u>(1)</u>
Common Stock	08/05/2015		M		125,461	A	\$ 30.25 324,020.9709 D
Common Stock	08/05/2015		S		125,461	D	\$ 44.4354 198,559.9709 D

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(2)

Common Stock	08/05/2015	M	51,747	A	\$ 22.03	250,306.9709	D		
Common Stock	08/05/2015	S	51,747	D	\$ 44.4354	198,559.9709	D		
Common Stock	08/05/2015	S	45,896	D	\$ 44.4551	152,663.9709	D		
Common Stock						49	I		By Wife
Common Stock						18	I		By Daughter
Common Stock						16	I		By Son

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.

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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 Security (Instr. 3 and 4)	8. Amount of Underlying Security
3/9/2009 Stock Options	\$ 18.02	08/05/2015		M	143,058	03/09/2010 ⁽⁵⁾ 03/09/2019	Common Stock	143,058
3/16/2010 Stock Options	\$ 30.25	08/05/2015		M	125,461	03/16/2011 ⁽⁵⁾ 03/16/2020	Common Stock	125,461
2/23/2012 Stock Options	\$ 22.03	08/05/2015		M	51,747	02/23/2013 ⁽⁵⁾ 02/23/2022	Common Stock	51,747

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Brueckner Richard F THE BANK OF NEW YORK MELLON CORPORATION ONE WALL STREET NEW YORK, NY 10286			Sr. Executive Vice President	

Signatures

/s/ Craig T. Beazer, 08/07/2015
 Attorney-in-Fact

__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) Represents the weighted average price of shares sold with actual prices ranging from \$44.27 to \$44.885. 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 \$44.27 to \$44.88. 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) Represents the weighted average price of shares sold with actual prices ranging from \$44.31 to \$44.90. 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.
 - (4) Represents the weighted average price of shares sold with actual prices ranging from \$44.3040 to \$44.8838. 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.
 - (5) Grant became exercisable in annual installments of one-fourth each beginning on the date indicated.
 - (6) 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.