

HASSELL GERALD L
Form 4
August 08, 2017

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 *
HASSELL GERALD L

(Last) (First) (Middle)

THE BANK OF NEW YORK
MELLON CORPORATION, 225
LIBERTY STREET

(Street)

NEW YORK, NY 10286

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Bank of New York Mellon Corp [BK]

3. Date of Earliest Transaction (Month/Day/Year)
08/04/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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)
				(A) or (D) Code V Amount (D) Price			
Common Stock	08/04/2017		M	380,916 A \$ 42.31	1,253,522.1358	D	
Common Stock	08/04/2017		S	380,916 D \$ 54.09 (1)	872,606.1358	D	
Common Stock	08/07/2017		M	319,803 A \$ 30.25	1,192,409.1358	D	
Common Stock	08/07/2017		S	319,803 D \$ 53.6961 (2)	872,606.1358	D	

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Common Stock	56,604	I	By Wife (3)
Common Stock	22,140	I	By Family Trust
Common Stock	22,140	I	By Family Trust #2

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

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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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount
03/10/2008 Stock Options	\$ 42.31	08/04/2017		M	380,916	03/10/2009 ⁽⁴⁾	03/10/2018	Common Stock	38
03/16/2010 Stock Options	\$ 30.25	08/07/2017		M	319,803	03/16/2011 ⁽⁴⁾	03/15/2020	Common Stock	31

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HASSELL GERALD L THE BANK OF NEW YORK MELLON CORPORATION 225 LIBERTY STREET NEW YORK, NY 10286	X		Chairman & Director	

Signatures

/s/Craig T. Beazer,
Attorney-in-Fact

08/08/2017

__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).
 - Represents the weighted average price of shares sold with actual prices ranging from \$53.97 to \$54.26. Upon request by the SEC staff,
(1) 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.
 - Represents the weighted average price of shares sold with actual prices ranging from \$53.60 to \$53.795. Upon request by the SEC staff,
(2) 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) I disclaim beneficial ownership of these shares.
 - (4) Stock Options granted under the BNY Mellon Long-Term Incentive Plan. Grant exercisable in annual increments beginning on the 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.
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