

Bank of New York Mellon Corp
 Form 5
 February 14, 2014

FORM 5

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

OMB APPROVAL

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 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
GIBBONS THOMAS P

(Last) (First) (Middle)

**THE BANK OF NEW YORK
 MELLON CORPORATION, ONE
 WALL 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. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2013

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)
Vice Chairman & CFO

6. Individual or Joint/Group Reporting
 (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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	12/13/2013	Â	G	38,956 D \$ 0 0		I	By GRAT 2011
Common Stock	12/13/2013	Â	G	9,739 A \$ 0 9,739		I	By Child #1
Common Stock	12/13/2013	Â	G	9,739 A \$ 0 9,739		I	By Child #2

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Common Stock	12/13/2013	Â	G	9,739	A	\$ 0	9,739	I	By Child #3
Common Stock	12/13/2013	Â	G	9,739	A	\$ 0	9,739	I	By Child #4
Common Stock	Â	Â	Â	Â	Â	Â	222,756.0843 (1)	D	Â
Common Stock	Â	Â	Â	Â	Â	Â	36,419	I	By Family Trust #1
Common Stock	Â	Â	Â	Â	Â	Â	36,416	I	By Family Trust #2
Common Stock	Â	Â	Â	Â	Â	Â	36,416	I	By Family Trust #3
Common Stock	Â	Â	Â	Â	Â	Â	36,416	I	By Family Trust #4

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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. of
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GIBBONS THOMAS P THE BANK OF NEW YORK MELLON CORPORATION	Â	Â	Â Vice Chairman &	Â

ONE WALL STREET
NEW YORK, NY 10286

CFO

Signatures

/s/ Craig T.

02/14/2014

Beazer

**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) Upon termination of GRAT 2011, 9,739 shares were distributed directly to each of the beneficiaries of the GRAT (for a total of 38,956 shares) and the remaining 42,828 shares were distributed to the Reporting Person and are reported as directly held.

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