

Bank of New York Mellon Corp  
Form 8-K  
August 23, 2017

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): August 23, 2017**

**THE BANK OF NEW YORK**  
**MELLON CORPORATION**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other Jurisdiction of**  
**Incorporation)**

**001-35651**  
**(Commission**  
**File Number)**

**13-2614959**  
**(IRS Employer**  
**Identification No.)**

**225 Liberty Street**

**New York, New York**  
**(Address of Principal Executive Offices)**

**10286**  
**(Zip Code)**

**Registrant's telephone number, including area code: (212) 495-1784**

**Not Applicable**

**(Former name or former address if changed since last report.)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 under the Securities Act (17 CFR 230.405) or Rule 12b-2 under the Exchange Act (17 CFR 240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**ITEM 8.01. OTHER EVENTS.**

On August 23, 2017, The Bank of New York Mellon Corporation issued \$750,000,000 aggregate principal amount of its 3.300% Senior Subordinated Medium-Term Notes Series K due 2029 (the Notes ). The Notes were registered under the Securities Act of 1933, as amended, pursuant to a registration statement on Form S-3 (File No. 333-209450). In connection with this issuance, the form of the terms agreement relating to the Notes is being filed as Exhibit 1.1 to this report and the legal opinion as to the legality of the Notes is being filed as Exhibit 5.1 to this report.

**ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.**

(d) EXHIBITS

<b>Exhibit Number</b>	<b>Description</b>
1.1	Form of the terms agreement relating to the Notes.
5.1	Opinion of Kathleen B. McCabe.
23.1	Consent of Kathleen B. McCabe (included in Exhibit 5.1).

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**The Bank of New York Mellon Corporation**

(Registrant)

Date: August 23, 2017

By: /s/ Craig T. Beazer

Name: Craig T. Beazer

Title: Secretary

**EXHIBIT INDEX**

<b>Number</b>	<b>Description</b>	<b>Method of Filing</b>
1.1	Form of the terms agreement relating to the Notes.	Filed herewith
5.1	Opinion of Kathleen B. McCabe.	Filed herewith
23.1	Consent of Kathleen B. McCabe.	Included in Exhibit 5.1