

HASSELL GERALD L
 Form 5
 February 16, 2010

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 *
 HASSELL GERALD L

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. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2009

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

(check applicable line)

NEW YORK, NY 10286

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(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)	(A) or (D)	Price	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 Ownership (Instr. 4)
Common Stock	08/14/2009	^	G	3,000	D	\$ (1)	183,583.8985 (2)	D	^
Common Stock	11/17/2009	^	G	1,000	D	\$ (1)	254,618.7096 (3)	D	^
Common Stock	^	^	^	^	^	^	48,836.9857 (4)	I	By 401(k) Plan
	^	^	^	^	^	^	66,577	I	

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Common Stock										By GRAT 2008-1
Common Stock	Â	Â	Â	Â	Â	Â	53,111	I		By GRAT 2008-2
Common Stock	Â	Â	Â	Â	Â	Â	100,000	I		By GRAT 2009
Common Stock	Â	Â	Â	Â	Â	Â	200,000 ⁽⁵⁾	I		By GRAT 2009-2

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

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SEC 2270 (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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. of D Se B O E Is Fi (I
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						(A) (D)			

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HASSELL GERALD L THE BANK OF NEW YORK MELLON CORPORATION ONE WALL STREET NEW YORK, NY 10286	Â X	Â	Â President	Â

Signatures

/s/ Arlie R. Nogay, Attorney-in-Fact 02/16/2010

__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) Not Applicable.

(2) On June 22, 2009, Reporting Person received 113,423 shares in distribution from GRAT 2008-1 and on June 30, 2009, Reporting Person received 82,413 shares in distribution from GRAT 2007. These shares (195,836 in total) are included in the amount of securities directly beneficially owned. On July 30, 2009, Reporting Person transferred 200,000 shares previously reported as directly beneficially owned to GRAT 2009-2.

(3) On August 27, 2009, Reporting Person received 71,889 shares in distribution from GRAT 2008-2 which are included in the amount of securities directly beneficially owned.

(4) Holdings reported as of 12/31/2009.

(5) These shares, which were previously reported as directly beneficially owned, were contributed to a grantor retained annuity trust on July 30, 2009.

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