

Edgar Filing: Bank of New York Mellon CORP - Form 424B2

Bank of New York Mellon CORP  
 Form 424B2  
 March 24, 2008

Filed under Rule 424 (b) (2)  
 Registration Statement File Numbers 333-144261, 333-144261-01,  
 333-144261-02, 333-144261-03, 333-144261-04, 333-144261-05,  
 333-144261-06 and 333-144261-07

Pricing Supplement No. 39 Subject to Completion - dated March 24th, 2008

(To prospectus dated July 2, 2007 and prospectus supplement  
 dated July 2, 2007)

The Bank of New York Mellon Corporation [LOGO]

The Bank of New York Mellon Corporation  
 \$1,000,000,000

The Bank of New York Mellon Corporation CoreNotes (Registered Service Mark)

CUSIP Number	Aggregate Principal Amount	Price to Public(1)	Purchasing Agent's Discount (1)	Proceeds Before Expenses (1)
0640P1RA3	TBD	100%	2.00%	98.00%

Interest Rate Per Annum	Interest Payment Frequency	Stated Maturity Date	Survivor's Option
5.375%	Semi-Annual	4/17/2023	Yes

Senior Subordinated Medium-Term Notes Series I

Interest Payment Dates: The 15th day of October and April of each year commencing 10/15/2008.

Redemption Information: Redeemable at the option of The Bank of New York Mellon Corporation on 04/15/2011 and each Interest Payment Date thereafter, at a price equal to 100% on 30 calendar days notice.

CUSIP Number	Aggregate Principal Amount	Price to Public(1)	Purchasing Agent's Discount (1)	Proceeds Before Expenses (1)
0640P1RB1	TBD	100%	2.50%	97.50%

Interest Rate Per Annum	Interest Payment Frequency	Stated Maturity Date	Survivor's Option

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5.550%      Semi-Annual      4/18/2033      Yes

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Senior Subordinated Medium-Term Notes Series I

Interest Payment Dates: The 15th day of October and April of each year commencing 10/15/2008.

Redemption Information: Redeemable at the option of The Bank of New York Mellon Corporation on 04/15/2013 and each Interest Payment Date thereafter, at a price equal to 100% on 30 calendar days notice.

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The Bank of New York Mellon Corporation  
One Wall Street  
New York, New York 10286

Trade Date: 03/28/2008

Issue Date: 04/02/2008

Minimum Denominations/Increments: \$1,000/\$1,000

Original Issue Discount: No

All trades settle without accrued interest and clear SDFS: DTC Book-Entry only

Merrill Lynch DTC Participant Number: 161

The defeasance and covenant defeasance provisions of the Senior Indenture and the Senior Subordinated Indenture described under "Description of Senior Debt Securities and Senior Subordinated Debt Securities-Debt Securities Issued by the Company under the BNY Senior Indenture or the BNY Senior Subordinated Indenture-Legal Defeasance and Covenant Defeasance" in the Prospectus will apply to the Senior and Senior Subordinated Notes respectively.

(1) Expressed as a percentage of the aggregate principal amount

"CoreNotes(Registered Service Mark)" is a registered service mark of Merrill Lynch & Co., Inc.

Merrill Lynch & Co.  
Purchasing Agent  
Acting as Principal

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