

Bank of New York Mellon CORP  
Form 8-K  
February 21, 2012

# 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) February 21, 2012

# THE BANK OF NEW YORK MELLON CORPORATION

(Exact name of registrant as specified in charter)

Delaware  
(State or other jurisdiction  
of incorporation)

000-52710  
(Commission  
File Number)

13-2614959  
(I.R.S. Employer  
Identification No.)

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One Wall Street

New York, New York  
(Address of principal executive offices)

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

10286  
(Zip code)

N/A

(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))

ITEM 8.01. OTHER EVENTS.

On February 21, 2012, The Bank of New York Mellon Corporation (the Company ) issued (i) \$500,000,000 aggregate principal amount of the Company s 3.55% Senior Medium-Term Notes Series G due 2021 (the 10-Year Notes ), which form a single issue with the \$1,000,000,000 aggregate principal amount of 10-Year Notes originally issued on September 23, 2011, and (ii) \$750,000,000 aggregate principal amount of the Company s 1.20% Senior Medium-Term Notes Series G due 2015 (the 3-Year Notes and, together with the 10-Year Notes, 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. 333-167832). In connection with this issuance, 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<br/>Number</b> | <b>Description</b>                                   |
|---------------------------|--|
| 5.1                       | Opinion of Arlie R. Nogay.                           |
| 23.1                      | Consent of Arlie R. Nogay (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 thereunto duly authorized.

**The Bank of New York Mellon Corporation**

(Registrant)

Date: February 21, 2012

By: /s/ Arlie R. Nogay  
Name: Arlie R. Nogay  
Title: Corporate Secretary

**EXHIBIT INDEX**

| <b>Number</b> | <b>Description</b>         | <b>Method of Filing</b> |
|---------------|----------------------------|-------------------------|
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| 23.1          | Consent of Arlie R. Nogay. | Included in Exhibit 5.1 |