

Edgar Filing: Bank of New York Mellon CORP - Form FWP

Bank of New York Mellon CORP  
Form FWP  
August 20, 2008

Filed pursuant to Rule 433  
Registration Statement Nos.:  
333-144261, 333-144261-01,  
333-144261-02, 333-144261-03,  
333-144261-04, 333-144261-05,  
333-144261-06 and 333-144261-07.

**THE BANK OF NEW YORK MELLON CORPORATION**

**FINAL TERM SHEET, AUGUST 20, 2008**

**\$750,000,000 FIXED RATE NOTES DUE AUGUST 27, 2013**

<b>ISSUER:</b>	THE BANK OF NEW YORK MELLON CORPORATION
<b>SECURITIES:</b>	SENIOR MEDIUM-TERM NOTES, SERIES G
<b>EXPECTED RATINGS:</b>	Aa2/AA-/AA- (STABLE/STABLE/POSITIVE)
<b>MATURITY DATE:</b>	AUGUST 27, 2013
<b>TRADE DATE:</b>	AUGUST 20, 2008
<b>SETTLEMENT DATE:</b>	AUGUST 27, 2008 (T+5)
<b>COUPON:</b>	5.125% PER ANNUM
<b>COUPON FREQUENCY:</b>	SEMI-ANNUALLY
<b>INTEREST PAYMENT DATES:</b>	SEMI-ANNUALLY ON THE 27 <sup>TH</sup> DAY OF FEBRUARY AND AUGUST OF EACH YEAR, COMMENCING FEBRUARY 27, 2009, AND ENDING ON THE MATURITY DATE (OR NEXT BUSINESS DAY, MODIFIED FOLLOWING)
<b>DAY COUNT:</b>	30/360
<b>PRINCIPAL AMOUNT:</b>	\$750,000,000
<b>PRICE TO PUBLIC:</b>	99.647% PLUS ACCRUED INTEREST, IF ANY, FROM AUGUST 27, 2008
<b>ALL-IN PRICE:</b>	99.597% PLUS ACCRUED INTEREST, IF ANY, FROM AUGUST 27, 2008
<b>PROCEEDS TO ISSUER:</b>	\$746,977,500
<b>PRICING BENCHMARK:</b>	UST 3.375% DUE 07/31/2013
<b>BENCHMARK YIELD:</b>	3.006%

**SPREAD TO BENCHMARK:** T+220 BASIS POINTS  
**RE-OFFER YIELD:** 5.206%  
**REDEMPTION:** NOT REDEEMABLE BY THE ISSUER PRIOR TO MATURITY  
**DENOMINATIONS:** \$1,000 X \$1,000  
**LISTING:** NONE  
**CUSIP:** 06406HBK4  
**BOOKRUNNERS:** BANC OF AMERICA SECURITIES LLC  
MORGAN STANLEY & CO. INCORPORATED  
**CO-MANAGERS:** BNY MELLON CAPITAL MARKETS, LLC  
BNP PARIBAS SECURITIES CORP.  
**BILLING & DELIVERY AGENT:** MORGAN STANLEY & CO. INCORPORATED  
**RECENT DEVELOPMENTS:** THE UNREALIZED NET OF TAX LOSS ON THE ISSUER S SECURITIES AVAILABLE-FOR-SALE PORTFOLIO INCREASED BY APPROXIMATELY \$580 MILLION DURING THE MONTH OF JULY 2008 TO APPROXIMATELY \$2.4 BILLION AT JULY 31, 2008, COMPARED TO APPROXIMATELY \$1.8 BILLION AT JUNE 30, 2008.

The Issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement, and other documents the Issuer has filed with the SEC for more complete information about the Issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC web site at [www.sec.gov](http://www.sec.gov). Alternatively, the Issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling BANC OF AMERICA SECURITIES LLC toll free at 1 (800) 294-1322 or MORGAN STANLEY & CO. INCORPORATED toll free at 1 (866) 718-1649.

A security rating is not a recommendation to buy, sell or hold securities, and may be subject to revision or withdrawal at any time by the assigning rating organization. Each rating should be evaluated independently of any other rating.