BANK OF NEW YORK CO INC Form 425 February 01, 2007

Filed by Mellon Financial Corporation

Pursuant to Rule 425 under the Securities Act of 1933

and deemed filed pursuant to Rule 14a-12

of the Securities Exchange Act of 1934

Subject Companies: Mellon Financial Corporation (Commission File No. 1-7410)

The Bank of New York Company, Inc. (Commission File No. 1-06152)

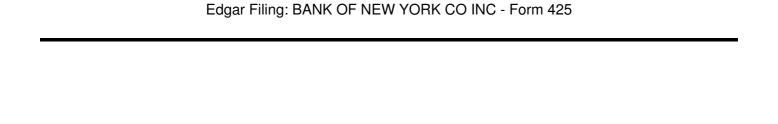
The information presented below may contain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. These statements are based upon our current beliefs and expectations and are subject to significant risks and uncertainties. The following risks, among others, could cause actual results to differ materially from the anticipated results or other expectations expressed in the forward-looking statements: (1) the businesses of The Bank of New York Company, Inc. and Mellon Financial Corporation may not be integrated successfully or the integration may be more difficult, time-consuming or costly than expected; (2) the combined company may not realize, to the extent or at the time we expect, revenue synergies and cost savings from the transaction; (3) revenues following the transaction may be lower than expected as a result of losses of customers or other reasons; (4) deposit attrition, operating costs, customer loss and business disruption following the transaction, including, without limitation, difficulties in maintaining relationships with employees, may be greater than expected; and (5) governmental or shareholder approvals of the transaction may not be obtained on the proposed terms or expected timeframe or at all. Additional factors that could cause The Bank of New York Company, Inc. s and Mellon Financial Corporation s results to differ materially from those described in the forward-looking statements can be found in The Bank of New York Company, Inc. s and Mellon Financial Corporation s reports (such as Annual Reports on Form 10-K, Quarterly Reports on Form 10-Q and Current Reports on Form 8-K) filed with the Securities and Exchange Commission.

The proposed transaction between The Bank of New York Company, Inc. and Mellon Financial Corporation will be submitted to The Bank of New York Company, Inc. s and Mellon Financial Corporation s shareholders for their consideration. Shareholders are urged to read the joint proxy statement/prospectus regarding the proposed transaction between The Bank of New York Company, Inc. and Mellon Financial Corporation because it will contain important information. Shareholders will be able to obtain a free copy of the joint proxy statement/prospectus, as well as other filings containing information about The Bank of New York Company, Inc. and Mellon Financial Corporation, without charge, at the SEC s Internet site (http://www.sec.gov). Copies of the joint proxy statement/prospectus and other SEC filings that will be incorporated by reference in the joint proxy statement/prospectus will also be available, without charge, from Mellon Financial Corporation, Secretary of Mellon Financial Corporation, One Mellon Center, Pittsburgh, Pennsylvania 15258-0001 (800-205-7699), or from The Bank of New York Company, Inc., Investor Relations, One Wall Street, 31st Floor, New York, New York 10286 (212-635-1578).

The respective directors and executive officers of The Bank of New York Company, Inc. and Mellon Financial Corporation and other persons may be deemed to be participants in the solicitation of proxies from the shareholders of Mellon Financial Corporation and/or The Bank of New York Company, Inc. in respect of the proposed transaction. Information about the directors and executive officers of Mellon Financial Corporation is set forth in the proxy statement for Mellon Financial Corporation s 2006 annual meeting of shareholders, as filed with the SEC on March 15, 2006. Information about the directors and executive officers of The Bank of New York Company, Inc. is set forth in the proxy statement for The Bank of New York Company, Inc. s 2006 annual meeting of shareholders, as filed with the SEC on March 24, 2006. Additional information regarding the participants in the proxy solicitation and a description of their direct and indirect interests, by security holdings or otherwise, will be contained in the joint proxy statement/prospectus when it becomes available.

Below are the slides that accompanied a presentation given at the Citigroup 2007 Financial Services Conference on January 31, 2007.

A Global Financial Services Growth Company Citigroup 2007 Financial Services Conference Thomas A. Renyi Chairman & CEO, The Bank of New York January 31, 2007 Update on



Disclosure and Cautionary Statement

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expressed

in

| Edgar Filing: BANK OF NEW YORK CO INC - Form 425 | | | | | |
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Directors

and

executive

officers

of

The

Bank

of

New

York

Company,

Inc.

and

Mellon

Financial

Corporation

and

other

persons

may

be

deemed

to be participants in the solicitation of proxies from the shareholders of The Bank of New York Company, Inc and/or Mellon F. Corporation.

in

respect

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proposed

transaction.

Information

about

the

directors

and

executive

officers

of

The

Bank

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| New | | |
| York | | |
| Company, | | |

Inc. is set forth in the proxy statement for The Bank of New York Company, Inc. s 2006 annual meeting of shareholders, as fi on March

24, 2006. Information about the directors and executive officers of Mellon Financial Corporation is set forth in the proxy state

for

Mellon

Financial

Corporation s

2006

annual

meeting

of

shareholders,

as

filed

with

the

SEC

on

March

15,

2006.

Additional

information

regarding the participants in the proxy solicitation and a description of their direct and indirect interests, by security holdings o will be contained in the joint proxy statement/prospectus when it becomes available.

1

Strategic
Financial
Operational
Integration
Global leadership in Securities Servicing and Asset
Management
Strongly accretive transaction

Excellent global growth opportunities
Highly complementary businesses with strong leadership
positions
Focused and experienced management team
Disciplined and thoughtful approach
Dedicated and experienced team with proven track record
The Bank of New York Mellon
Delivering superior shareholder value through accelerated growth
2

Compelling Strategic Attributes
Capitalizing on the growth of global financial markets
* As of 12/31/06
3
Strong Market
Positions in
High Growth

Businesses #1 global custodian with over \$17 trillion in AUC* Top 10 asset manager globally and Top 5 in the U.S , with more than \$1.1 trillion in AUM #1 provider of all issuer services Corporate Trust, Depositary Receipts and Stock Transfer #1 provider of clearing services Top 10 in wealth management with 81 offices in the U .S. and UK Top 10 U.S. cash management and global payments provider Leading client service scores in asset servicing, wealth management, issuer, clearing, and treasury services Experienced, deep and well balanced management team Business & Geographic Diversification Focused on high return businesses with strong organic growth track records and enhanced revenue opportunities Balanced synergistic business mix no individual business contributes more than 35% of pre-tax earnings Operations in 37 countries worldwide approximately 25%

of revenue derived from higher growth international operations

Reduced volatility through combination of complementary, stable and synergistic revenue sources

Compelling Financial Rationale Capitalizing on the growth of global financial markets Financially Compelling

-

Immediately accretive on a cash basis to all shareholders and on a GAAP basis in 2008

_

Significant excess capital generation allows for meaningful reinvestment in organic growth, share repurchases and attractive dividend payout ratio

_

Attractive IRR, materially exceeding cost of capital for all shareholders

-

Potential for multiple expansion over time

-

Potential for significant revenue synergies, **not** incorporated in financial projections

Low Risk

Transaction

-

Disciplined and thoughtful approach to integration three year process managed by a dedicated and experienced integration team

-

Starting from a position of strength both companies have significant revenue and earnings momentum

_

Combination further diversifies operating risk profile versus stand alone entities

-

Best in breed systems with proven and scaleable operating platforms many legacy businesses not impacted

4

Business Line (\$bn) (%) Asset Management & Wealth Management 1.2 31

Asset Servicing 0.9 24 **Issuer Services** 1.0 27 Treasury Services & **Clearing Services** 0.9 23 Other (0.2)(5) Total \$3.8 100 Balanced & Complementary Business Lines Pro Forma Revenue Mix1 Pro Forma Pre-Tax Earnings Mix¹ High Return, Low Capital Intensive Business Model Allows for Significant Reinvestment and Share Repurchases Note: Represents results through 9/30/06 annualized. The Bank of New York pro forma for Corporate Trust swap transaction \$4.5bn with cost savings **Business Line** (\$bn) (%) Asset Management & Wealth Management 3.6 29 **Asset Servicing** 3.5 28 **Issuer Services** 2.2 18 Treasury Services & **Clearing Services** 2.5 20 Other 0.7 5 Total \$12.5 100 5

Meaningful Revenue Synergy Opportunities
(not
assumed in financial model)
Accelerates Revenue Growth
and Enhances Operating Leverage
Breadth of Mellon s asset management products and services to
The Bank of New York s securities servicing clients

Breadth of The Bank of New York s global markets products to Mellon s asset servicing and wealth management clients
Breadth of Mellon s risk services to The Bank of New York s servicing clients
Leverage Pershing s distribution platform to deliver Mellon s asset and wealth management products
Leverage The Bank of New York s credit relationships to distribute Mellon s domestic cash management services and stock transfer Enhanced Income Realization from Existing Client Base 6

Integration Thorough and Thoughtful
Process
A True Merger combination of best of both companies
Lose no Customers
philosophy
Commitment to maintaining our #1 customer service standards/levels
Continued emphasis on risk management and compliance

Open communication with all employees Dedicated integration team led by key senior executives minimizes impact on day to day operations Measured integration process 3 year integration timeframe Detailed integration planning Integration complete 1H07 2H07 1H08 2H08 1H09 2H09 Transaction close Integration of overlapping businesses and shared services Applications / systems conversions and data center consolidations

Merger announced and integration planning teams established Organizational design established Ready to Win

December/January

February/March

Multiple integration planning teams across businesses and shared

services

The Bank of New York Mellon

Integration Planning: Dedicated & Disciplined Process

Merger Integration Committee

Overall accountability for integration planning and execution

Merger Integration Project Management Office (PMO)

Day-to-day oversight of integration planning and execution

Business Line/Shared Services PMOs

Planning organizational design

Early Third Quarter

8

BNY Mellon Asset Servicing
Highly complementary businesses
The Bank of New York Strengths
Mellon Strengths
Combining Best of Breed Resulting in
Greater Growth and Efficiency Globally
Culture of Quality Service & Delivery

Culture of Disciplined Cost Management

Financial Institution Relationships

Pension Relationships

Custody

Accounting, Performance

& Risk Analytics

Low Cost Locations: Syracuse

& Manchester

Low Cost Locations: Pittsburgh & India

Real-time Global Technology

Client Information Front End

FX, Securities Lending, &

Execution Services

Asset Management Offerings

9

BNY Mellon Asset Servicing Complementary client bases Increased Scale and Market Leadership Leading to Greater Growth and Efficiency Globally Hedge Funds Broker Dealers ETFs

/ UITs

Insurance Companies

Central Banks

Mutual Funds

U.S. Public Funds

Endowments & Foundations

Corporate Pensions

Combined

Mellon

The Bank of

New York

Market Segment Leadership

10

The Bank of New York Mellon
Delivering superior shareholder value through accelerated growth
A Global Financial Services Growth Company
Strategic
Financial
Operational
Integration

Global leadership in Securities Servicing and Asset

Management

Strongly accretive transaction

Excellent global growth opportunities

Highly complementary businesses with strong leadership

positions

Focused and experienced management team

Disciplined and thoughtful approach

Dedicated and experienced team with proven track record

11

2007 Citigroup Financial Services Conference Mellon Building momentum Citigroup Financial Services Conference January 31, 2007

2007 Citigroup Financial Services Conference

Cautionary Statement

A number of statements (i) in our presentations, (ii) in the accompanying slides and (iii) in the responses to your questions are forward-looking statements. These statements relate to, among other things, the Corporation s future financial results, including future revenue, expenses, earnings and margins, the use of excess capital, asset management revenue sensitivity, interest

rate sensitivity analysis, the expected tax rate and the expected number of average fully diluted shares outstanding, as well as the Corporation s overall plans, strategies, goals, objectives, expectations, estimates, intentions, targets, opportunities and initiatives, and are based on assumptions that involve risks and uncertainties and that are subject to change based on various important factors (some of which are beyond the Corporation s control).

Actual results may differ materially from those expressed or implied as a result of these risks and uncertainties, including, but not limited to, changes in political and economic conditions; equity, fixed-income and foreign exchange market fluctuations; changes in the mix of assets under management; the effects of the adoption of new accounting standards; customers sensitivity to

increases

in

oil

prices

and

decreasing

travel;

corporate

and

personal

customers

bankruptcies;

operational risk; inflation; levels of tax free revenue; technological change; success in the timely development of new products and services; competitive product and pricing pressures within the Corporation s markets; consumer spending and savings habits; interest rate fluctuations; geographic sources of income; monetary fluctuations; currency rate fluctuations; acquisitions and integrations of acquired businesses; changes in law; changes in fiscal, monetary, regulatory, trade and tax policies and laws; success in gaining regulatory approvals when required; the uncertainties inherent in the litigation process and the litigation settlement process; the effects of recent and any further terroristic

acts and the results of the war on terrorism; as well as other

risks and uncertainties detailed from time to time in the filings of the Corporation with the Securities and Exchange Commission. Such forward-looking statements speak only as of January 31, 2007, and the Corporation undertakes no obligation to update

any forward-looking statement

to

reflect

events

or

circumstances

after

that

date

or

to

reflect

the

occurrence

of

unanticipated

events.

Non-GAAP Measures: In this presentation we will discuss some non-GAAP measures in detailing the Corporation s performance.

2007 Citigroup Financial Services Conference
2
Strategies for outperformance
Focus on high-growth global businesses
Asset Management
and Servicing
Maintain superior client service, investment performance and

the highest fiduciary standards
Achieve competitive margins in each business line
Deploy capital effectively to accelerate long-term growth
and returns

2007 Citigroup Financial Services Conference

Revenue +18%, EPS +20% (operating)*

Excellent organic growth in Asset Management and Asset Servicing: 91%* of pretax income

Four consecutive quarters of double digit revenue and EPS growth

ROE: +22%

Total shareholder return: +26% (1

st

Quartile vs. 19 peers)

Strong investment performance and top ranked client satisfaction

Acquisition of Walter Scott & Partners and joint venture with WestLB

Merger agreement with The Bank of New York

Highlights: 2006

*Operating basis defined in the Appendix. Pre-tax percentage excludes results of the Other sector.

+18%

19 Peers

+26%

MEL

+16%

S&P 500

S&P 500

19 Peers

MEL

Mellon Total Return to Shareholders

Significantly outperformed 19 member peer group

and S&P 500 in 2006

Dec

Note: 19-member peer group detailed in Appendix

2006 Jan

5

International momentum

Note:

2006

Pretax

income

ratios have been adjusted for certain expense items as described on Page 14 of our 4 th Qtr 2006 Quarterly Earnings Summary report. Employee totals include joint venture operations as of 12/31/06. Target 2000 2006 4Q06 2008 Pretax Income non U.S. 5% 18% 21% >25%

Non-U.S.: 26%

Employees: 19,100

2007 Citigroup Financial Services Conference 6 Performance vs. long-term Financial Goals First look Mellon Asset Management 33% 11-14%

31% 31-33% Private Wealth Management 5% 8-10% 40% 38-40% **Asset Servicing** 24% 10-12% 21% 25-27% Payment Solutions & Investor Services 1% 3-5% 22% 25-27% **Total Corporation** 18% 26% 29-30%+ Actual (a) Goal Actual Goal 2006 vs. 2005 2007-2009 2006 (a) 2009 Revenue Growth Pre-tax Margin (Operating)

Adjusted for non-operating items. See Appendix for details.

(Operating)

7

Revenue

\$2,530

24%

33%

Operating Expense

| 53 |
|-------------------------|
| Pretax Margin |
| 31% |
| ROE |
| 53% |
| AUM (in billions) |
| \$824 |
| 19% |
| 31% |
| Mellon Asset Management |
| Highlights |
| 2006 |
| 2-Year |
| 1-Year |

Annualized new business revenue increased 170% year-over-year

75% of net sales from outside the US

Strong investment performance and client satisfaction ratings

(\$ in millions)

Record

CAGR

1,754 20 25

776 37

Pretax Income

Record

Record

2005 2006 Cumulative Net Asset Flows (\$ billions) Averaging >\$44B p.a. AUM: Delivering strong organic growth consecutive years Mellon Organic AUM 7% p.a. S&P 500 (1%) p.a. +\$52 +\$31 +\$12 +\$13 +\$63 +\$72 2000-2006 \$121 \$69 \$152 \$164

\$177 \$240 \$312

9

0%

10%

20%

30%

40%

50%

60%

70%

80%

90%

100%

1 year

3 year

5 year

10 year

Percentage of Institutional Investment Products that

Exceeded Their Benchmark

(periods ending September 30, 2006)

All

U.S. Equity

International

Equity

Fixed

Income

Alternatives/

Other

Organic growth based on

strong investment performance

See Appendix for disclosures

10

2%

3%

4%

5%

7%

| 8% |
|--|
| 10% |
| 10% |
| AUM: Strong growth rate vs. peers |
| Outperforming our peers - |
| organic growth rates for |
| the past 12 months |
| Blackrock |
| Blackrock |
| Federated |
| Federated |
| T. Rowe |
| T. Rowe |
| Janus |
| Janus |
| Mellon |
| Asset |
| Mgmt |
| Mellon |
| Asset |
| Mgmt |
| Franklin |
| Resources |
| Franklin |
| Resources |
| Note:Represents net flows in assets under management over the period 12/31/05 through 12/31/06. Growth rates |
| excludes impact from acquisition and market. Peer information obtained from company financial reports. |
| Alliance |
| Bernstein |
| Alliance |
| Bernstein |
| Legg |
| Mason |
| Legg |
| Mason |
| |

11

Revenue

\$1,316

23%

24%

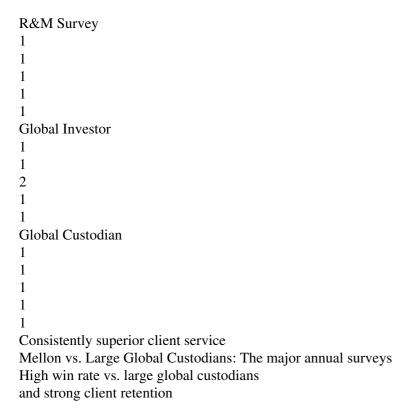
Operating Expense

| 1,055 |
|--|
| 23 |
| 25 |
| Pretax Income |
| 261 |
| 25 |
| (a) |
| 25 |
| (a) |
| Pretax Margin |
| Operating |
| (a) |
| 21% |
| ROE |
| 32% |
| AUC (in billions) |
| \$4,453 |
| 18% |
| 15% |
| Asset Servicing |
| Highlights |
| 2006 |
| 2-Year |
| 1-Year |
| CAGR |
| |
| \$509B in new business wins |
| |
| 55% from outside North America |
| \$50P of wing since the PNV Mellon marger ennouncement |
| \$50B of wins since the BNY Mellon merger announcement |
| Opened offices in Beijing, Hong Kong, Luxembourg and Singapore |
| opened offices in Beijing, frong Rong, Bakembourg and omgapore |
| Significant investments to service higher growth financial institution |
| 6 . 6 |
| Maintained #1 quality ranking in all three major custodian surveys |
| (\$ in millions) |
| Record |
| Record |
| Record |
| (a) |
| Adjusted |
| for |
| 4 |
| th |
| Qtr |
| 2006 |
| non-operating |
| items. |
| 10011101 |

See Appendix for details.

2005 2006 AUC: Delivering strong organic growth **Asset Servicing** Cumulative New Business Wins (\$ billions) Averaging > \$340B p.a. +\$360 +\$211 +\$264 +\$290 +\$517 +\$509 7 consecutive years \$603 \$243 \$814 \$1,078 \$1,368 \$1,885

\$2,394



14

Fee Revenue

\$404

10%

12%

Net Interest Revenue

```
305
(2
Operating Expense
426
10
13
Pretax Income
283
1
(4
Pretax Margin
40%
ROE
34%
Total Client Assets (in billions)
$95
10%
10%
2006
2-Year
1-Year
CAGR
Private Wealth Management
Growing the
Business
Opened 5 new office locations: Florida (Naples and Vero Beach), Century City,
Greensboro and London
Added 17 (net) wealth professionals to sales-force
Initiated national private banking platform
Introducing new technology interface for the family office and wealth clients
95%+ client retention last 5 years
($ in millions)
Record
Record
```

15

4.85%

3.57%

4.44%

4.72%

5.19%

4.74% 8.81% 7.87% 8.55% 10.54% 10.90% 12.14% 0% 2% 4% 6% 8% 10% 12% 14% 2001 2002 2003 2004 2005 2006 Tier I Tier I Tangible Shareholders Equity Ratio* Tangible Shareholders Equity Ratio* *Targeted common shareholders equity ratio is 4.25% to 5.25% Maintain strong capital ratios/debt ratings Moody s Standard & Poor s Fitch P-1 A-1 F1+ **A**1 A+ AA-

Mellon Financial Corporation

3Q06 Debt Ratings

Long Term Short Term

2007 Citigroup Financial Services Conference1619 peers defined in the Appendix.Long-term financial goalsFirst quartile EPS growth vs. 19 peers

Top ranked client service and strong investment

performance vs. sector peers

Above median revenue growth vs. sector peers

Median operating margins vs. sector peers

Positive Operating Leverage

0 c

Appendix

2007 Citigroup Financial Services Conference
1
c
Reconciliation of Non-GAAP measures
Revenue (FTE)
As reported
\$5,367

```
$4,740
13%
Shinsei Gain*
(197)
Adjusted Revenue
$5,367
$4,543
18%
Earnings Per Share
Reported
$2.25
$2.11
7%
Shinsei / Expenses / Taxes*
(.05)
)
(.28)
Adjusted Earnings per Share
$2.20
$1.83
20%
2006
2005
Growth
Revenue
($ in millions)
2006
2005
Growth
Continuing Operations
EPS
($ in millions)
As detailed
on
Page
14
of
our
4
th
quarter
2006
Quarterly
Earnings
Summary
Report,
```

2006 results

| \$78 |
|---|
| million |
| pre-tax |
| of |
| non-operating |
| expenses, which negatively impacted earnings per share by approximately \$.13. Also, as detailed on Page 2 of the Quarterly E |
| Report, 2006 results included a one-time tax benefit of \$74 million, which favorably impacted earnings per share by approximation. |
| 2005 results included a \$197 million pre-tax gain from the sale of our investment in Shinsei Bank, which together with \$15 mi |
| (detailed on |
| Page |
| 7 |
| of |
| our |
| 2005 |
| Financial |
| Annual |
| Report), |
| netted |
| to |
| on |

included

approximately

\$.28 favorable impact to earnings per share.

2007 Citigroup Financial Services Conference 2 c Reconciliation of Non-GAAP Measures Mellon Asset Management 31% 31%

Private Wealth Management 40% 40% **Asset Servicing** 20% 21% Payment Solutions & Investor Services 21% 22% **Total Corporation** 24% 26% Reported Operating (a) Full Year 2006 Pre-Tax margin Full-year 2006 included the following expenses: Mellon Asset Management \$8 million of severance expense and \$5 million of impairment charges, which combined, negatively impacted the full-year 2006 pre-tax operating margin by approximately 50 basis points. **Asset Servicing**

\$11

million of impairment charges and \$7 million of severance expense, which combined, negatively impacted the full-year 2006 pre-tax operating margin by approximately 100 basis points. **Payment Solutions** Investor Services \$7 million of severance expense that negatively impacted the full-year 2006 pre-tax operating margin by approximately 100 basis points. **Total Corporation**

1Q06

charges recorded in connection with payments, awards and benefits for Mellon s former chairman and chief executive officer pursuant to his employment agreement; 4Q06 additional severance expense; impairment charges; merger-related expenses; and additional occupancy reserves. Combined, these expenses totaled \$78 million, and negatively impacted the full-year 2006 pre-tax operating margin by approximately 200

basis points.

2007 Citigroup Financial Services Conference 3 c 19 member Peer Group Asset Managers AllianceBernstein Blackrock

Eaton Vance

Federated Investors

Franklin Resources

Janus

Legg Mason

T. Rowe Price

Trust Banks

Bank of New York

Northern Trust

State Street

Processors/Regionals/Other

Charles Schwab

DST

First Data

Keycorp

Marsch & McLennan

National City

PNC

SunTrust

2007 Citigroup Financial Services Conference

4

c

Note: AUM

as

12/31/06. WestLB

represents 50:50 joint venture between WestLB and Mellon Financial Corporation. Active fundamental equity manager; core, growth & value styles \$72.7B Benchmark-driven structured US portfolio specialist; quantitative approach \$34.5B US and global tactical asset allocation, indexing & quantitative specialist \$174.9B Active stock and bond selection within a global framework \$66.8B Specialists in currency and risk management \$60.3B One of the world s largest dedicated fixed income managers \$158.1B Active manager with a quantitative approach, focused on European and Emerging Markets \$46.5B Cash & Tax-exempt fixed income \$145.5B Fund of funds manager specializing in alternative funds and traditional long-only products \$5.2B Structured, active US equity and balanced management \$21.9B Non-benchmark constraint: fundamental global equity

Mellon Asset

Management

\$30.8B

Distinct Investment Boutiques

Separate firms with distinct, autonomous investment philosophies, processes and products; no Mellon CIO or house view; committed to manufacturing excellence



2007 Citigroup Financial Services Conference 5

Disclosures

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All references to assets under management are as of 12/31/06. Except where The Dreyfus Corporation assets under management are listed separately, assets under management include assets managed by the

individual firm s officers as dual officers of Mellon Bank, N.A., Mellon Trust of New England, N.A. and The Dreyfus Corporation.

Mellon Capital AUM includes \$30.8 billion in overlay and currency assets.

Pareto Investment

Management

Limited

AUM

includes

\$58

billion

in

currency

risk

management

and

\$2

billion in currency absolute return.

Standish Mellon AUM includes \$10 billion in securities lending collateral assets.

Newton Capital

Management

LLC

provides

marketing

services

in

the

U.S.

for

Newton

Capital

Management

Limited . 'Newton' refers to the Newton group of companies that include Newton Investment Management Limited and Newton Capital Management Limited. Assets under management include assets managed by Newton Investment Management Limited, Newton Capital Management Limited, Newton International Investment Management Limited and Newton Fund Managers (CI) Limited. Newton Capital Management LLC, Newton Capital Management Limited, Newton Investment Management Limited, Newton International Investment Management Limited and Newton Fund Managers (CI) Limited are affiliated entities.

Mellon holds a 80% interest in Mellon Brascan.

Hamon s services are offered in the U.S. by Hamon US Investment Advisors Limited. Mellon holds a 19.9% interest in Hamon Investment Group.

WestLB Mellon

Asset

Management

| is |
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| a |
| joint |
| venture |
| between |
| Mellon |
| |
| Financial |
| Corporation |
| and The state of t |
| WestLB |
| AG. |
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| offer |
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| purchase, |
| any |
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| firm s |
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| to |
| any |
| U.S. |
| investor. |
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| Franklin |
| Portfolio |
| Associates |
| has |
| no |
| affiliation |
| to |
| the |
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| Templeton |
| Group |
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| Funds |
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Resources, Inc.

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Disclosures

Institutional Asset Management Performance

Mellon Asset Management is the umbrella organization for Mellon Financial Corporation s affiliated investment management firms and global distribution companies

Performance versus benchmarks detailed in the presentation is for all Mellon Asset Management active (non index) institutional products representing \$419 billion of AUM, with the exception of securities lending products. Calculations are equal weighted. Investment performance is gross of fees except for privately offered funds.