

Bank of New York Mellon Corp
Form 8-K
October 31, 2016

UNITED STATES
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): October 31, 2016

THE BANK OF NEW YORK

MELLON CORPORATION

(Exact name of registrant as specified in its charter)

Delaware
(State or other Jurisdiction of
Incorporation)

001-35651
(Commission File Number)

13-2614959
(IRS Employer Identification No.)

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225 Liberty Street

New York, New York
(Address of Principal Executive Offices)

10286
(Zip Code)

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

Not Applicable

(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 October 31, 2016, The Bank of New York Mellon Corporation (the Company) issued \$750,000,000 aggregate principal amount of its Floating Rate Senior Medium-Term Notes Series I due 2023 (the 7-year Senior Notes) and \$500,000,000 aggregate principal amount of its 3.000% Senior Subordinated Medium-Term Notes Series J due 2028 (together with the 7-year Senior 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. 333-209450). In connection with this issuance, a form of the 7-year Senior Notes is being filed as Exhibit 4.1 to this report and 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

| Exhibit Number | Description |
|----------------|--|
| 4.1 | Form of 7-year Senior Notes. |
| 5.1 | Opinion of Kathleen B. McCabe. |
| 23.1 | Consent of Kathleen B. McCabe (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 hereunto duly authorized.

The Bank of New York Mellon Corporation

(Registrant)

Date: October 31, 2016

By: /s/ Craig T. Beazer
Name: Craig T. Beazer
Title: Secretary

EXHIBIT INDEX

| Number | Description | Method of Filing |
|--------|--------------------------------|-------------------------|
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