

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

Bank of New York Mellon CORP
Form 424B2
March 25, 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. 38 - dated March 20, 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)
0640P1QY2	\$2,164,000	100%	2.00%	98.00%

Interest Rate Per Annum	Interest Payment Frequency	Stated Maturity Date	Survivor's Option
5.30%	Semiannual	03/15/2023	Yes

Senior Subordinated Medium-Term Notes Series I

Interest Payment Dates: The 15th day of March and September of each year
commencing 09/15/2008.

Redemption Information: Redeemable at the option of The Bank of New York
Mellon Corporation on 03/15/2011 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)
0640P1QZ9	\$2,458,000	100%	2.50%	97.50%

Interest Rate Per Annum	Interest Payment Frequency	Stated Maturity Date	Survivor's Option
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5.50% Semiannual 03/15/2033 Yes

Senior Subordinated Medium-Term Notes Series I

Interest Payment Dates: The 15th day of March and September of each year commencing 09/15/2008.

Redemption Information: Redeemable at the option of The Bank of New York Mellon Corporation on 03/15/2013 and each Interest Payment Date thereafter, at a price equal to 100% on 30 calendar days notice.

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

Trade Date: 03/20/2008

Issue Date: 03/26/2008

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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