



**Bank of New York Mellon Corporation****BK NYSE****Financial Services - Diversified**

Market Capitalization USD:

\$22,386.90 mm**CONCERN LEVEL: LOW**

- 1 The CEO's total remuneration is within the typical market range for the relevant industry and market cap.
- 2 The ratio between the CEO's pay and the median pay of the other named executive officers is 3X or less.
- 3 The CEO's annual cash incentives rose or fell in line with annual performance.
- 4 The CEO received no more than one annual cash bonus this fiscal year.
- 5 The CEO's equity remuneration reflected the company's share price movement over the last five years.
- 6 The company only pays long-term incentives to the CEO for above median performance against a peer group.
- 7 The company's dilution from equity incentives is 10 percent or less.
- 8 Unvested equity lapses when the CEO's employment is terminated. 
- 9 The CEO's potential cash severance payment is capped at two times annual cash remuneration.
- 10 The accrued benefits of the CEO's post-retirement income are within the typical market range for the relevant market cap bracket. 

CEO: Gerald L. Hassell**Age: 60****CEO Since: 2011**

	2009	2010	2011
Base Salary	\$1,000,000	\$1,000,000	\$666,667
Discretionary Bonus	\$0	\$0	\$0
Annual Cash Incentive	\$0	\$5,610,000	\$3,610,000
Benefits and Perquisites	\$297,158	\$356,495	\$502,618
TOTAL ANNUAL COMPENSATION	\$1,297,158	\$6,966,495	\$4,779,285
Increase in Post-Retirement Benefits	\$2,815,326	\$0	\$3,719,172
Stock Option Awards	\$5,004,484	\$4,896,057	\$4,593,643
Stock Awards	\$4,929,467	\$7,516,705	\$4,549,178
TOTAL COMPENSATION	\$14,046,435	\$19,379,257	\$17,641,278
Median of Other Named Executive Officers Total Compensation	\$6,140,912	\$9,562,395	\$10,994,283
Value Realized on Exercise of Stock Option	\$0	\$0	\$0
Value Realized on Vesting of Stock	\$4,168,976	\$2,681,175	\$10,105,600
TOTAL REALIZED EQUITY COMPENSATION	\$4,168,976	\$2,681,175	\$10,105,600

Proxy Date: 9 Mar 2012

Annual Meeting Date: 10 Apr 2012

Equity Reserves: 13.03%

Stock Option Run Rate: 0.73%

Bank of New York Mellon Corporation

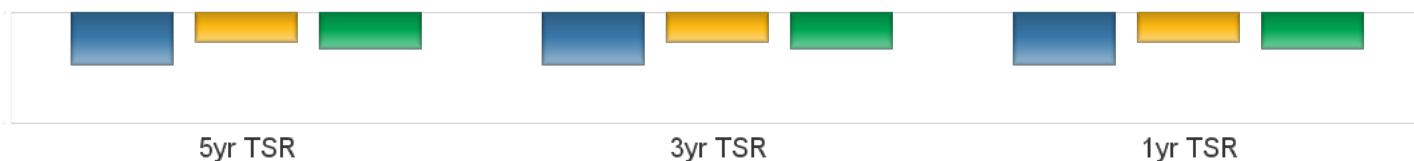
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Performance Comparison

■ vs S&P500 ■ vs Industry ■ BK



Peer Comparisons (TRBC) = Financials

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
BK	Bank of New York Mellon Corporation (The)	\$14,046,435	\$19,379,257	\$17,641,278	\$22,386,895,179
NTRS	Northern Trust Corporation	\$11,891,070	\$12,760,081	\$14,305,400	\$8,469,182,385
GGP	General Growth Properties, Inc.	\$4,715,444	\$53,275,790		\$11,353,261,749
PRU	Prudential Financial, Inc.	\$18,425,632	\$22,572,279		\$22,773,960,000
MET	MetLife, Inc.	\$11,600,338	\$13,867,854		\$29,620,393,691
WLP	WellPoint, Inc.	\$13,108,198	\$13,460,445		\$23,543,902,947
TRV	Travelers Companies, Inc. (The)	\$20,628,969	\$20,415,060		\$20,405,138,020

To insure consistency, peer comparisons are based on a combination of TRBC Industry and Sector classifications and company market caps.

Missing peer pay figures for 2011 are due to differences in company filing schedules.

Pay Peer Group

American Express Company, Northern Trust Corporation, Bank of America Corporation, The PNC Financial Services Group, Inc., BlackRock, Inc., Prudential Financial, Inc., The Charles Schwab Corporation, State Street Corporation, Citigroup Inc., U.S. Bancorp, JPMorgan Chase & Co., Wells Fargo & Company

Performance Peer Group

American Express Company, Northern Trust Corporation, Bank of America Corporation, The PNC Financial Services Group, Inc., BlackRock, Inc., Prudential Financial, Inc., The Charles Schwab Corporation, State Street Corporation, Citigroup Inc., U.S. Bancorp, JPMorgan Chase & Co., Wells Fargo & Company

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Samuel C. Scott	Chairman	67	Male	5	Outside
Edmund F. Kellv	Member	66	Male	5	Outside
Michael J. Kowalski	Member	59	Male	5	Outside
Richard J. Kogan	Member	70	Male	5	Outside
Ruth E. Bruch	Member	58	Female	5	Outside
Weslev W. von Schack	Member	67	Male	5	Outside

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