

Bank of New York Mellon Corp  
Form 8-K  
March 26, 2014

**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) March 26, 2014**

**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**  
**(I.R.S. Employer**

**Identification No.)**

**One Wall Street**

**New York, New York**  
**(Address of principal executive offices)**

**10286**  
**(Zip code)**

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

**N/A**

**(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 March 26, 2014, The Bank of New York Mellon Corporation (the Company or BNY Mellon ) announced that the Federal Reserve did not object to its 2014 capital plan submitted to the Federal Reserve in connection with its Comprehensive Capital Analysis and Review. The Company also announced that its Board of Directors approved the repurchase of up to \$1.74 billion of the Company's common stock, par value \$0.01 per share (the Common Stock ), beginning in the second quarter of 2014 and continuing through the first quarter of 2015, to be executed through open market purchases, in privately negotiated transactions or by other means, at such prices and times and upon such other terms and conditions as any authorized officer of the Company may determine. This new share repurchase plan replaces all previously authorized share repurchase plans. The 2014 capital plan also includes a 13 percent increase to BNY Mellon's quarterly Common Stock dividend in the second quarter of 2014, which the Board of Directors is expected to consider at its April meeting.

In addition, a summary of the Company's and The Bank of New York Mellon's company-run results under the Dodd-Frank stress tests, applying the Federal Reserve's severely adverse scenario, has been posted to the Company's website at <http://www.bnymellon.com/investorrelations/doddfrank.html>. The contents of the Company's website referenced herein are not incorporated into this Current Report on Form 8-K.

*The information presented in this Current Report on Form 8-K may contain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. These statements, which may be expressed in a variety of ways, including the use of future or present tense language, relate to, among other things, Common Stock repurchases and dividends. These statements are based upon current beliefs and expectations and are subject to significant risks and uncertainties (some of which are beyond BNY Mellon's control). Factors that could cause BNY Mellon's results to differ materially can be found in the risk factors set forth in BNY Mellon's Annual Report on Form 10-K for the year ended December 31, 2013 and its other filings with the Securities and Exchange Commission. All statements in this Current Report on Form 8-K speak only as of March 26, 2014 and BNY Mellon undertakes no obligation to update the information to reflect events or circumstances that arise after that date or reflect the occurrence of unanticipated events, except as required by federal securities laws.*

**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 thereunto duly authorized.

**The Bank of New York Mellon Corporation**  
(Registrant)

Date: March 26, 2014

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