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Bank of New York Mellon CORP
Form 13F-HR/A
February 10, 2009

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: December 31, 2008

Check here if Amendment (X); Amendment Number: # 1
This Amendment (Check only one): (X) is a restatement.
() adds new holding entries.

Institutional Investment Manager Filing this Report:

Name: The Bank of New York Mellon Corporation
Address: One Wall Street, 31st Floor
New York, New York 10286

Form 13F File Number: 028-12592

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of the form.

Person signing this Report on Behalf of Reporting Manager:

Name: David Belsterling
Title: First Vice President
Phone: (412) 234-1427

Signature, Place, and Date of Signing:

/s/ David Belsterling Pittsburgh, PA 02/10/2009
(Signature) (City, State) (Date)

Report Type (Check only one):

- () 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
- () 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
- (X) 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Reporting Managers:

Form 13F File Number	NAME
028-01190	Frank Russell Company
028-11973	Lockwood Capital Management, Inc.

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FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 20

Form 13F Information Table Entry Total: 21,992 (data records)

Form 13F Information Table Value Total: \$ 158,325,719 (x1000)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

No.	Form 13F File Number	NAME
02	000-00000	BNY Mellon Asset Servicing B.V.
03	028-00242	The Boston Company Asset Management, LCC
04	000-00000	BNY Mellon Trust of Delaware
09	028-01439	Franklin Portfolio Associates, LLC
15	028-01435	Mellon Capital Management Corporation
18	000-00000	Strategic Investment Partners
22	028-00127	The Dreyfus Corporation
24	028-00133	Fayez Sarofim & Co.
34	000-00000	Founders Asset Management, LLC
35	000-00000	Hamon U.S. Investment Advisors Limited
38	000-00000	Newton Capital Management
40	028-04797	Newton Investment Management Limited
42	000-00000	MBSC Securities Corporation
45	000-00000	Standish Mellon Asset Management Company LLC
47	000-00000	The Bank of New York Mellon Trust Company, NA
48	000-00000	The Bank of New York Mellon
49	000-00000	BNY Mellon, NA
51	000-00000	Walter Scott & Partners Limited
57	028-05577	Urdang Securities Management, Inc.
59	000-00000	Lockwood Advisors, Inc.