

BANK OF NEW YORK CO INC

Form 4

May 17, 2007

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
MONKS DONALD R

2. Issuer Name **and** Ticker or Trading
Symbol
BANK OF NEW YORK CO INC
[BK]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
ONE WALL STREET
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
05/04/2007

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
ViceChair The Bank of New York

NEW YORK, NY 10286

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock (Par Value \$7.50)	05/04/2007		L		41.3232	A \$ 39.2241	366,183.3175 D
Common Stock (Par Value \$7.50)	05/16/2007		M		12,727	A \$ 27.47	378,910.3175 D
Common Stock	05/16/2007		M		25,453	A \$ 27.47	404,363.3175 D

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(Par
Value
\$7.50)

Common
Stock

(Par Value \$7.50)	05/16/2007	M	1,820	A	\$ 27.47	406,183.3175	D
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Common
Stock

(Par Value \$7.50)	05/16/2007	<u>S(1)</u>	1,200	D	\$ 40.77	404,983.3175	D
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Common
Stock

(Par Value \$7.50)	05/16/2007	<u>S(1)</u>	1,100	D	\$ 40.8	403,883.3175	D
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Common
Stock

(Par Value \$7.50)	05/16/2007	<u>S(1)</u>	600	D	\$ 40.81	403,283.3175	D
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Common
Stock

(Par Value \$7.50)	05/16/2007	<u>S(1)</u>	1,400	D	\$ 40.82	401,883.3175	D
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Common
Stock

(Par Value \$7.50)	05/16/2007	<u>S(1)</u>	2,100	D	\$ 40.83	399,783.3175	D
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Common
Stock

(Par Value \$7.50)	05/16/2007	<u>S(1)</u>	700	D	\$ 40.84	399,083.3175	D
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Common
Stock

(Par Value \$7.50)	05/16/2007	<u>S(1)</u>	700	D	\$ 40.85	398,383.3175	D
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Common
Stock
(Par

05/16/2007	<u>S(1)</u>	200	D	\$ 40.86	398,183.3175	D
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Value
\$7.50)

Common
Stock
(Par
Value
\$7.50)

05/16/2007

S⁽¹⁾

1,000

D

\$ 40.87

397,183.3175

D

Common
Stock
(Par
Value
\$7.50)

05/16/2007

S⁽¹⁾

700

D

\$ 40.88

396,483.3175

D

Common
Stock
(Par
Value
\$7.50)

05/16/2007

S⁽¹⁾

600

D

\$ 40.89

395,883.3175

D

Common
Stock
(Par
Value
\$7.50)

05/16/2007

S⁽¹⁾

1,600

D

\$ 40.9

394,283.3175

D

Common
Stock
(Par
Value
\$7.50)

05/16/2007

S⁽¹⁾

2,200

D

\$ 40.93

392,083.3175

D

Common
Stock
(Par
Value
\$7.50)

05/16/2007

S⁽¹⁾

2,400

D

\$ 40.94

389,683.3175

D

Common
Stock
(Par
Value
\$7.50)

05/16/2007

S⁽¹⁾

1,400

D

\$ 40.95

388,283.3175

D

Common
Stock
(Par
Value
\$7.50)

05/16/2007

S⁽¹⁾

1,400

D

\$ 40.955

386,883.3175

D

Common
Stock
(Par
Value

05/16/2007

S⁽¹⁾

2,500

D

\$ 40.97

384,383.3175

D

\$7.50)

Common
Stock
(Par
Value
\$7.50)

83,658.916 ⁽²⁾
⁽³⁾ I

By
401(k)
Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
1/13/98 Stock Options \$27.47	\$ 27.47	05/16/2007		M	1,820	01/13/2002	01/13/2008	Common Stock (Par Value \$7.50)	1,820
1/13/98 Stock Options \$27.47	\$ 27.47	05/16/2007		M	12,727	01/13/2000	01/13/2008	Common Stock (Par Value \$7.50)	12,727
1/13/98 Stock Options \$27.47	\$ 27.47	05/16/2007		M	25,453	01/13/1999	01/13/2008	Common Stock (Par Value \$7.50)	25,453

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

MONKS DONALD R
ONE WALL STREET
NEW YORK, NY 10286

ViceChair The Bank of New York

Signatures

Donald R
Monks

05/17/2007

 Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) The sale is being made pursuant to a Rule 10b5-1 sales plan adopted on December 13, 2006.

(3) Form 1 of 2

(2) Represents number of stock units held indirectly in employer's stock fund in The Bank of New York Company, Inc. Employee Savings and Investment Plan, a 401(k) Plan, as of April 30, 2007. Previously reported as owned directly in Profit Sharing Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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