

BANK OF NEW YORK CO INC

Form 4

July 03, 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

OMB  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
VAN SAUN BRUCE W

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)  
07/01/2007

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
Vice Chairman

NEW YORK, NY 12860

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ 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)	01/01/2007		L	V	34.3523	A	\$ 39.16 292,772.9223
Common Stock (Par Value \$7.50)	02/02/2007		L	V	4.7446	A	\$ 40.6498 292,777.6669
Common Stock	05/04/2007		L	V	4.6967	A	\$ 41.2886 231,862.3636

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(Par  
Value  
\$7.50)

Common  
Stock

(Par 07/01/2007  
Value  
\$7.50)

D

231,862.3636

\$

41.5096 0

D

(1)

Common  
Stock

(Par 07/01/2007  
Value  
\$7.50)

D

11,962.802

\$

41.5096 0 (2)

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 Number Shares
1/12/99 Stock Options \$35.56	\$ 35.56	07/01/2007		D	100,000	01/12/2000	01/12/2009	Common Stock (Par Value \$7.50)	100,000
2/11/03 Stock Options \$23.13	\$ 23.13	07/01/2007		D	225,000	02/11/2004	02/11/2013	Common Stock (Par Value \$7.50)	225,000
2/13/01 Stock Options \$54.02	\$ 54.02	07/01/2007		D	125,000	02/13/2002	02/13/2011	Common Stock (Par Value \$7.50)	125,000

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2/8/00 Stock Options \$39.31	\$ 39.31	07/01/2007	D	150,000	02/08/2001	02/08/2010	Common Stock (Par Value \$7.50)	150,000
3/12/02 Stock Options \$41.85	\$ 41.85	07/01/2007	D	210,000	03/12/2003	03/12/2012	Common Stock (Par Value \$7.50)	210,000
3/13/2007 Stock Options \$38.11	\$ 38.11	07/01/2007	D	202,504	03/13/2008	03/13/2017	Common Stock (Par Value \$7.50)	202,504
3/14/06 Stock Options \$34.99	\$ 34.99	07/01/2007	D	150,000	03/14/2007	03/14/2016	Common Stock (Par Value \$7.50)	150,000
3/4/04 Stock Options \$33.09	\$ 33.09	07/01/2007	D	140,000	03/04/2005	03/04/2014	Common Stock (Par Value \$7.50)	140,000
3/9/2005 Stock Options \$30.39	\$ 30.39	07/01/2007	D	120,000	03/09/2006	03/09/2015	Common Stock (Par Value \$7.50)	120,000
4/2/2007 Stock Options \$40.41	\$ 40.41	07/01/2007	D	71,250	04/02/2008	04/02/2017	Common Stock (Par Value \$7.50)	71,250
Restricted Stock Units	\$ 40.41	07/01/2007	D	23,750	(4)	04/02/2010	Common Stock (Par Value \$7.50)	23,750

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

VAN SAUN BRUCE W  
ONE WALL STREET  
NEW YORK, NY 12860

X

Vice Chairman

## Signatures

Bruce W. Van  
Saun

07/03/2007

    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).

(4) These restricted stock units vest on April 2, 2010.

(1) Disposed of in exchange for shares of The Bank of New York Mellon Corporation ("BNY Mellon") pursuant to the merger of The Bank of New York Company, Inc. ("BNY") into BNY Mellon. The exchange ratio in the merger was .9434 shares of BNY Mellon for each share of BNY, with fractional shares paid in cash under the merger agreement at a price of \$41.5096 per share, except in the case of certain benefit plans, as to which fractional shares will be rolled over.

(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 June 29, 2007. Previously reported as owned directly in Profit Sharing Plan. These units were disposed of in exchange for stock units of The Bank of New York Mellon Corporation ("BNY Mellon") pursuant to the merger of The Bank of New York Company, Inc. ("BNY") into BNY Mellon. The price shown represents the closing price of Mellon Financial Corporation common stock on June 29, 2007 times .9434 for the shares represented by the units held.

(5) Disposed of in exchange for restricted stock units of The Bank of New York Mellon Corporation ("BNY Mellon") pursuant to the merger of The Bank of New York Company, Inc. ("BNY") into BNY Mellon. The exchange ratio in the merger was .9434 shares of BNY Mellon for each share of BNY.

(3) Disposed of in exchange for options of The Bank of New York Mellon Corporation ("BNY Mellon") pursuant to the merger of The Bank of New York Company, Inc. ("BNY") into BNY Mellon. The exchange ratio in the merger was .9434 shares of BNY Mellon for each share of BNY.

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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