

BNY MELLON CAPITAL MARKETS, LLC

NOTICE OF GUARANTEED DELIVERY

Pursuant to the Offer to Purchase dated September 5, 2023, for Cash

Any and All of The Bank of New York Mellon Corporation's

Outstanding

0.350% Senior Medium-Term Notes, Series J due 2023

(CUSIP No. 06406RAP2; ISIN US06406RAP29)

3.350% Senior Medium-Term Notes, Series J due 2025

(CUSIP No. 06406RBC0; ISIN US06406RBC07)

3.430% Fixed/Floating Rate Callable Senior Medium-Term Notes, Series J due 2025

(CUSIP No. 06406RBF3; ISIN US06406RBF38)

THE OFFER (AS DEFINED BELOW) WILL EXPIRE AT 5:00 P.M., NEW YORK CITY TIME, ON SEPTEMBER 11, 2023, UNLESS EXTENDED OR EARLIER TERMINATED BY BNY MELLON CAPITAL MARKETS, LLC IN ITS SOLE DISCRETION (SUCH TIME AND DATE, AS THE SAME MAY BE EXTENDED, THE "EXPIRATION TIME"). TENDERED SECURITIES MAY BE WITHDRAWN IN ACCORDANCE WITH THE TERMS OF THE OFFER AT ANY TIME AT OR PRIOR TO THE EXPIRATION TIME.

BNY Mellon Capital Markets, LLC ("BNYMCM," "Offeror," "we," "us" or "our"), an indirect wholly-owned subsidiary of The Bank of New York Mellon Corporation ("BNY Mellon"), is offering (the "Offer") to purchase for cash, upon the terms and subject to the conditions described in the offer to purchase dated September 5, 2023 (as it may be amended or supplemented, the "Offer to Purchase") and this notice of guaranteed delivery (as it may be amended or supplemented, the "Notice of Guaranteed Delivery"), any and all of the securities of BNY Mellon listed in the table below (the "Securities") from each registered holder of the Securities (each a "Holder" and, collectively, the "Holders").

<u>Title of Securities</u>	<u>CUSIP Number</u>	<u>ISIN</u>	<u>Coupon</u>	<u>Outstanding Principal Amount (millions)</u>	<u>Maturity Date</u>	<u>First Par Call Date</u>	<u>Workout Date</u>	<u>Reference U.S. Treasury Security</u>	<u>Bloomberg Reference Page</u>	<u>Fixed Spread (Basis Points)</u>
0.350% Senior Medium-Term Notes, Series J due 2023	06406RAP2	US06406RAP29	0.350%	\$750	12/07/2023	11/07/2023	Maturity	0.50% due 11/30/2023	FIT3	+0 bps
3.350% Senior Medium-Term Notes, Series J due 2025	06406RBC0	US06406RBC07	3.350%	\$950	04/25/2025	03/25/2025	Maturity	2.625% due 04/15/2025	FIT4	+15 bps
3.430% Fixed/Floating Rate Callable Senior Medium-Term Notes, Series J due 2025	06406RBF3	US06406RBF38	3.430%	\$700	06/13/2025	06/13/2024	Par Call	2.50% due 05/31/2024	FIT3	+15 bps

As set forth in the Offer to Purchase under the caption "Procedures for Tendering Securities," this Notice of Guaranteed Delivery or one substantially in the form hereof, must be used to tender the Securities pursuant to the Offer if (1) the Securities you desire to tender are not immediately available or you cannot deliver the Securities to D.F. King & Co., Inc. (the "Tender Agent") before the Expiration Time, or (2) you cannot complete the procedure for book-entry transfer on a timely basis, or (3) you cannot deliver all required documents to the Tender Agent before the Expiration Time. Capitalized terms used but not defined herein have the respective meanings assigned to them in the Offer to Purchase.

This Notice of Guaranteed Delivery may be delivered by hand, mail, overnight courier or transmitted by facsimile transmission to the Tender Agent as set forth below, but in any case it must be delivered to the Tender Agent prior to the Expiration Time. In addition to delivery of the Notice of Guaranteed Delivery, the DTC participant executing this Notice of Guaranteed Delivery must also comply with DTC's Automated Tender Offer Program's ("ATOP") procedures applicable to Guaranteed Delivery.

The Tender Agent for the Offer is:

D.F. King & Co., Inc.

48 Wall Street
New York, New York 10005
Toll Free: (800) 814-2879
Banks & Brokers: (212) 269-5550
Email: bnymellon@dfking.com

DELIVERY OF THIS NOTICE OF GUARANTEED DELIVERY TO AN ADDRESS OTHER THAN AS SET FORTH ABOVE, OR TRANSMISSION OF INSTRUCTIONS VIA A FAX NUMBER OTHER THAN AS LISTED ABOVE, WILL NOT CONSTITUTE A VALID DELIVERY.

Ladies and Gentlemen:

Upon the terms and subject to the conditions set forth in the Offer to Purchase and this Notice of Guaranteed Delivery, the undersigned hereby tenders to the Offeror the principal amount of Securities indicated herein, pursuant to the guaranteed delivery procedures described herein and in the Offer to Purchase under the caption “Procedures for Tendering Securities—Guaranteed Delivery Procedures.” The undersigned hereby represents and warrants that the undersigned has full power and authority to tender such Securities.

The undersigned understands Securities may be tendered and guarantees may be delivered only in the minimum Authorized Denomination of \$1,000 and integral multiples of \$1,000 in excess thereof as set forth in the Offer to Purchase under the caption “Acceptance Of Securities For Purchase And Payment.” Alternative, conditional or contingent tenders will not be considered valid. The undersigned understands that tenders of Securities pursuant to the Offer may not be withdrawn except as set forth in the Offer to Purchase. In the event that the Offer is terminated, withdrawn or otherwise not consummated, the Total Consideration, plus Accrued Interest, will not become payable. In such event, any Securities previously tendered pursuant to the Offer will be promptly returned to the tendering Holders.

The undersigned understands that payment by the Tender Agent for Securities tendered hereby and accepted for payment pursuant to the Offer will be made only after receipt by the Tender Agent, no later than the close of business on the Guaranteed Delivery Date, which is the second business day after the Expiration Time, of a properly transmitted Agent’s Message, together with confirmation of book-entry transfer of such Securities, and any other documents required. The undersigned understands that Holders whose Securities are tendered by Notice of Guaranteed Delivery and are purchased will receive Accrued Interest on such Securities only to, but not including, the Settlement Date. **For the avoidance of doubt, the delivery of Securities tendered by the guaranteed delivery procedures described herein and in the Offer to Purchase under the caption “Procedures for Tendering Securities—Guaranteed Delivery Procedures” must be made no later than 5:00 p.m., New York City time, on September 13, 2023, the second business day after the Expiration Time; provided that Accrued Interest will cease to accrue on the Settlement Date for all Securities accepted in the Offer, including those tendered by Guaranteed Delivery. Under no circumstances will additional interest accrue or be payable by BNYMCM or BNY Mellon with respect to the Securities from or after the Settlement Date, whether by reason of any delay relating to the use of the guaranteed delivery procedures or otherwise.**

The Eligible Institution (as defined below) that completes this Notice of Guaranteed Delivery (i) must deliver this Notice of Guaranteed Delivery to the Tender Agent and comply with ATOP’s procedures applicable to guaranteed delivery, and (ii) must deliver an Agent’s Message, together with confirmation of book-entry transfer thereof, to the Tender Agent, in each case, within the time periods referenced herein. **Failure to do so could result in a financial loss to such Eligible Institution.**

All authority herein conferred or agreed to be conferred by this Notice of Guaranteed Delivery shall survive the death or incapacity of the undersigned and every obligation of the undersigned under this Notice of Guaranteed Delivery shall be binding on the heirs, personal representatives, executors, administrators, successors, assigns, trustees in bankruptcy and other legal representatives of the undersigned.

The undersigned acknowledges that none of BNYMCM, BNY Mellon, the Dealer Managers, Tender Agent, DTC or the Trustee is making any recommendation as to whether or not the undersigned should tender Securities in response to the Offer.

PLEASE SIGN AND COMPLETE

This Notice of Guaranteed Delivery must be signed by the DTC participant tendering Securities on behalf of the Holder(s) of such Securities exactly as such participant's name appears on a security position listing as the owner of such Securities. If the signature appearing below is by a trustee, executor, administrator, guardian, attorney-in-fact, agent, officer of a corporation or other person acting in a fiduciary or representative capacity, such person must set forth his or her name, address and capacity as indicated below and submit evidence satisfactory to the Offeror of such person's authority so to act.

Name(s) and Address(es) of Registered Holder(s) or Name of DTC Participant and Participant's DTC Account Number in which Securities are Held (please fill in if blank)	Title of Security	CUSIP No.	Aggregate Principal Amount Tendered**

The Participant holds the Securities tendered through DTC on behalf of the following ("Beneficiary"):

Name and Tel. No. of Contact (if known) at the Beneficiary:

Name of Participant:

Address of Participant including Zip Code:

Area Code and Tel. No.:

Name(s) of Authorized Signatory:

Capacity: _____

Address(es) of Authorized Signatory:

Area Code and Tel. No.: _____

Date: _____

GUARANTEE OF DELIVERY
(NOT TO BE USED FOR SIGNATURE GUARANTEE)

The undersigned, a firm that is a member of a registered national securities exchange or of the Financial Industry Regulatory Authority, Inc., a commercial bank or trust company having an office or correspondent in the United States or an "eligible guarantor institution" within the meaning of Rule 17Ad- 15(a)(2) under the Securities Exchange Act of 1934, as amended (each of the foregoing being referred to herein as an "Eligible Institution"), hereby (1) represents that each Holder on whose behalf this tender is being made "own(s)" the Securities tendered hereby within the meaning of Rule 14e-4 under the Securities Exchange Act of 1934, as amended, (2) represents that such tender of Securities is being made by guaranteed delivery and (3) guarantees that, no later than the close of business on the Guaranteed Delivery Date, which is the second business day after the Expiration Time, a properly transmitted Agent's Message, together with confirmation of book- entry transfer of such Securities, and any other documents required, will be deposited by such Eligible Institution with the Tender Agent.

The Eligible Institution that completes this form acknowledges that it (i) must deliver this Notice of Guaranteed Delivery to the Tender Agent and comply with ATOP's procedures applicable to guaranteed delivery, and (ii) must deliver the Agent's Message together with confirmation of book-entry transfer thereof to the Tender Agent, in each case, within the time periods referenced herein. Failure to do so could result in financial loss to such Eligible Institution.

Name of Firm: _____ Address: _____ _____ <div style="text-align: center;">(including Zip Code)</div> Area Code and Tel. No.: _____	<div style="text-align: center;">_____ (Authorized Signature)</div> Name: _____ Title: _____ Date: _____
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