

GODRIDGE LESLIE V
 Form 4
 March 03, 2005

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 GODRIDGE LESLIE V

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)

3. Date of Earliest Transaction (Month/Day/Year)
 03/02/2005

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

ONE WALL STREET
 (Street)

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

NEW YORK, NY 10286
 (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)	01/01/2005		L	V	40.27	A	\$ 33.42
Common Stock (Par Value \$7.50)	02/03/2005		L	V	36.81	A	\$ 29.5874
Common Stock (Par Value \$7.50)	02/17/2005		G	V	1,221	D	\$ 30.11

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Common Stock (Par Value \$7.50)	03/02/2005	S	200	D	\$ 30.22	188,409.51	D	
Common Stock (Par Value \$7.50)	03/02/2005	S	5,400	D	\$ 30.23	183,009.51	D	
Common Stock (Par Value \$7.50)	03/02/2005	S	3,800	D	\$ 30.24	179,209.51	D	
Common Stock (Par Value \$7.50)	03/02/2005	S	1,000	D	\$ 30.25	178,209.51	D	
Common Stock (Par Value \$7.50)	03/02/2005	S	1,000	D	\$ 30.26	177,209.51	D	
Common Stock (Par Value \$7.50)	03/02/2005	S	2,500	D	\$ 30.27	174,709.51	D	
Common Stock (Par Value \$7.50)	03/02/2005	S	3,553	D	\$ 30.3	171,156.51	D	
Common Stock (Par Value \$7.50)	03/02/2005	M	7,780	A	\$ 11.2813	178,936.51	D	
Common Stock (Par Value \$7.50)	03/02/2005	S	1,380	D	\$ 30.18	177,556.51	D	
Common Stock (Par Value \$7.50)	03/02/2005	S	800	D	\$ 30.19	176,756.51	D	
Common Stock (Par Value \$7.50)						1,735	I ⁽¹⁾	by daughter
						1,735	I ⁽²⁾	by Son

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) Owned as custodian for daughter under the Uniform Gifts to Minors Act.

(2) Owned as custodian for son under the Uniform Gifts to Minors Act.

(3) Represents number of stock units held in employer's stock fund in The Bank of New York Company, Inc. Employee Savings and Investment Plan, formerly the Profit Sharing Plan, as of February 28, 2005.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.