

BANK OF NEW YORK CO INC  
 Form 4  
 May 17, 2007

**FORM 4**

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

OMB APPROVAL

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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

(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)

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

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 ViceChair 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 or 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	05/16/2007	M	1,820	A	\$ 27.47	406,183.3175	D
Value							
\$7.50)							

Common  
Stock

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

Common  
Stock

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

Common  
Stock

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

Common  
Stock

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

Common  
Stock

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

Common  
Stock

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

Common  
Stock

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

Common  
Stock

(Par	05/16/2007	S <sup>(1)</sup>	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 <sup>(1)</sup>	1,000	D	\$ 40.87	397,183.3175	D
Common Stock (Par Value \$7.50)	05/16/2007	S <sup>(1)</sup>	700	D	\$ 40.88	396,483.3175	D
Common Stock (Par Value \$7.50)	05/16/2007	S <sup>(1)</sup>	600	D	\$ 40.89	395,883.3175	D
Common Stock (Par Value \$7.50)	05/16/2007	S <sup>(1)</sup>	1,600	D	\$ 40.9	394,283.3175	D
Common Stock (Par Value \$7.50)	05/16/2007	S <sup>(1)</sup>	2,200	D	\$ 40.93	392,083.3175	D
Common Stock (Par Value \$7.50)	05/16/2007	S <sup>(1)</sup>	2,400	D	\$ 40.94	389,683.3175	D
Common Stock (Par Value \$7.50)	05/16/2007	S <sup>(1)</sup>	1,400	D	\$ 40.95	388,283.3175	D
Common Stock (Par Value \$7.50)	05/16/2007	S <sup>(1)</sup>	1,400	D	\$ 40.955	386,883.3175	D
Common Stock (Par Value	05/16/2007	S <sup>(1)</sup>	2,500	D	\$ 40.97	384,383.3175	D

\$7.50)

Common  
Stock  
(Par  
Value  
\$7.50)

83,658,916 <sup>(2)</sup>  
(3) I

By  
401(k)  
Plan

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

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

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. 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.