Resolution Plan

PUBLIC SECTION

DECEMBER 1, 2023

BNY MELLON

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Our IDI Plan is based on a series of hypothetical scenarios and assumptions about future events and circumstances. Accordingly, many of the statements and assessments in this public section constitute "forward-looking statements" within the meaning of the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. Words such as "estimate," "forecast," "project," "anticipate," "target," "expect," "intend," "commit," "believe," "plan," "goal," "could," "should," "may," "will," "ensure," "assure," "strategy," "opportunities," "trends" and words of similar meaning signify forward-looking statements, as do statements that relate to our future plans, objectives and strategies and to the objectives and effectiveness of our risk management, capital and liquidity policies. These statements are based on the current beliefs and expectations of our management and are subject to significant risks and uncertainties that are subject to change based on various important factors (some of which are beyond our control). Actual outcomes may differ materially from those set forth in the forward-looking statements as a result of numerous factors, including those described under "Forward-Looking Statements" and "Risk Factors" in Parent's 2022 Annual Report and Form 10-Q for the period ended September 30, 2023, and in other filings with the SEC, which are available on the Investor Relations section of BNY Mellon's corporate website at www.bnymellon.com.

Our IDI Plan is not binding on the FDIC, our other regulators or any other resolution authority, and in the event of the resolution of our firm, the strategies implemented by us, our regulators or any other resolution authority could differ, possibly materially, from the strategies we have described. In addition, our expectations and projections regarding the implementation of our resolution strategies are based on scenarios that are hypothetical, involve economic outcomes that are more adverse than expected and may not reflect events to which we are or may become subject. Our IDI Plan is also based on many significant assumptions, including with respect to the effects of the events that could lead to our failure, the actions of clients, financial market utilities, agent banks and regulators, and the ability to sell, wind down or transfer components of the Bank. None of these assumptions may prove to be correct in an actual resolution scenario. As a result, our resolution strategies in an actual resolution scenario, or the outcomes of our resolution strategies, could differ, possibly materially, from those we have described.

We have included information about actions we have undertaken, or are considering, in connection with resolution planning. The statements with respect to these actions and their impact and effectiveness are forward-looking statements, based on our current expectations regarding our ability to complete and effect those actions and any actions that third parties must take, or refrain from taking, to permit us to complete those actions. As a result, the timing of those actions may change, possibly materially, from what is currently expected. All forward-looking statements speak only as of the date on which such statements are made and we do not undertake to update the forward-looking statements to reflect the impact of circumstances or events that may arise after the date of the forward-looking statements.

The information contained in our IDI Plan, including the designation of "material entities" and "core business lines," has been prepared in accordance with applicable regulatory requirements and guidance. Differences in the presentation of information concerning our businesses and operations contained in this public section, relative to how we present such information for other purposes, are solely due to our efforts to comply with the rules governing the submission of resolution plans and do not reflect changes to our organizational structure, business practices or strategy.

Financial information presented herein is as of December 31, 2022, unless noted otherwise.

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Key Terms

The terms "BNY Mellon" and the "firm" refer to The Bank of New York Mellon Corporation and its consolidated subsidiaries–*i.e.*, the organization as a whole. The term "Parent" refers solely to The Bank of New York Mellon Corporation, the top-tier entity in our corporate hierarchy, while the terms "the Bank," "we," "us," and "our" refer to The Bank of New York Mellon, BNY Mellon's covered insured depository institution subject to the IDI Rule. Other terms used in this public section are defined below:

Term	**Definition**
2021 FDIC Statement	The FDIC's Statement on Resolution Plans for Insured Depository Institutions dated June 25, 2021, available here
2022 Annual Report	Parent's Annual Report on Form 10-K for the year ended December 31, 2022
Agencies	The Federal Reserve and the FDIC
Agent banks	Correspondent banks and sub-custodians
Bankruptcy Code	Title 11 of the United States Bankruptcy Code
BAU	Business as usual, meaning a time which is normal business operation for the Bank (*i.e.*, when the Bank is not experiencing stress)
BNY Investment Management Services	BNY Investment Management Services LLC, a material entity
BNYMIL	The Bank of New York Mellon (International) Limited, a material entity
BNY Mellon India Ops	BNY Mellon International Operations (India) Private Limited, a material entity
BNY Mellon India Tech	BNY Mellon Technology Private Limited, a material entity
BNY Mellon Investment Servicing	BNY Mellon Investment Servicing (US) Inc., a material entity
BNY Mellon SA/NV	The Bank of New York Mellon SA/NV, a material entity
CFTC	U.S. Commodity Futures Trading Commission
Core business lines	Our business lines, including associated operations, services, functions and support that, upon failure, would result in a material loss of revenue, profit, or franchise value. Additional information about our core business lines can be found in Section 2.

Term	Definition
Critical services	Services and operations of the Bank, such as servicing, information technology support and operations, human resources and personnel that are necessary to continue the day-to-day operations of the Bank
Dodd-Frank Act	Dodd-Frank Wall Street Reform and Consumer Protection Act
EMEA	Europe, Middle East and Africa
FDIC	Federal Deposit Insurance Corporation
Federal Reserve	Board of Governors of the Federal Reserve System
Financial market utility	Systems that provide for the payment, clearing and settlement of cash and securities transactions between financial institutions, among other types of financial transactions. Financial market utilities include central securities depositories, central counterparties, securities settlement systems, and payment systems.
FMI	Financial market infrastructure, which includes financial market utilities, agent banks, and the Society for Worldwide Interbank Financial Telecommunication
G-SIB	Global systemically important bank, a designation applicable to BNY Mellon that is reassessed annually by the Financial Stability Board
GSS Corp.	BNY Mellon Government Securities Services Corp., a material entity
HQLA	High-quality liquid assets
IDI Plan	Our required resolution plan submission under the IDI Rule, containing this public section and the confidential information required by the FDIC, including as set forth in the 2021 FDIC Statement
IDI Rule	The rule adopted by the FDIC requiring certain large insured depository institutions to submit resolution plans, available here
IHC	BNY Mellon IHC, LLC, a material entity
Internal service provider	An entity of the firm the primary purpose of which is to provide services or support to multiple recipients
LCR	Liquidity coverage ratio

Term	Definition
London Branch	The Bank of New York Mellon – London Branch, a material entity
Material entity	A company that is significant to the activities of a critical service or core business line. Additional information on our material entities can be found in Section 2 and Section 4.1.2.
MIS	Management information systems
NFA	National Futures Association
PCS	Payment, clearing, and settlement
PRA	Prudential Regulation Authority
RLAP	Resolution Liquidity Adequacy and Positioning
SEC	U.S. Securities and Exchange Commission
SIFI	Systemically important financial institution
SPOE	Single point of entry
Title I Plan	BNY Mellon's required annual resolution plan submission under § 165(d) of the Dodd-Frank Act and the Title I Rule; BNY Mellon's most recent Title I Plan was due by July 1, 2023 and contains a public section available here
Title I Rule	The rule jointly adopted by the Agencies pursuant to Section 165(d) of Title I of the Dodd-Frank Act requiring certain large bank holding companies to submit resolution plans annually, available here
TPC	Tennessee Processing Center LLC, a material entity
TSG	Technology Services Group, Inc., a material entity
VaR	Value-at-risk

1 INTRODUCTION

What is a resolution plan?

In the aftermath of the 2008 financial crisis, regulatory authorities started requiring large "systemically important" financial institutions, or SIFIs, and other large banking institutions to submit resolution plans. Also known as a living will, a resolution plan describes the institution's strategy for how it could safely fail and achieve certain stated objectives.

Title I Rule vs. IDI Rule

Title I Rule: Section 165(d) of the Dodd-Frank Act and implementing regulations issued by the FDIC and the Federal Reserve require certain large bank holding companies, such as the Parent, to submit periodically to the FDIC and the Federal Reserve a plan for resolution under the Bankruptcy Code or other applicable insolvency law in the event of material distress or failure of the bank holding company. A plan submitted under the Title I Rule describes the institution's strategy for how it could safely fail and maintain the key functions that it provides to the market without causing financial instability or requiring taxpayer funds.

IDI Rule: In addition to the Title I Rule requirements, the FDIC separately requires certain large insured depository institutions, such as the Bank, to submit periodically to the FDIC a plan for resolution of the depository institution in the event of its failure under the Federal Deposit Insurance Act in a manner that achieves certain stated objectives.

We are pleased to present this public section of The Bank of New York Mellon's 2023 IDI Plan.

The focus of our IDI Plan is The Bank of New York Mellon (the Bank), a New York state-chartered bank and an FDIC-insured depository institution. Our IDI Plan is designed to enable the FDIC, as receiver, to resolve the Bank efficiently under the Federal Deposit Insurance Act in a manner that:

- ensures that depositors receive access to their insured deposits within one business day of the Bank's failure (two days if the failure occurs on a day other than Friday);
- maximizes the net present value return from the sale or disposition of its assets; and
- minimizes the amount of any loss to be realized by creditors in the Bank's resolution.

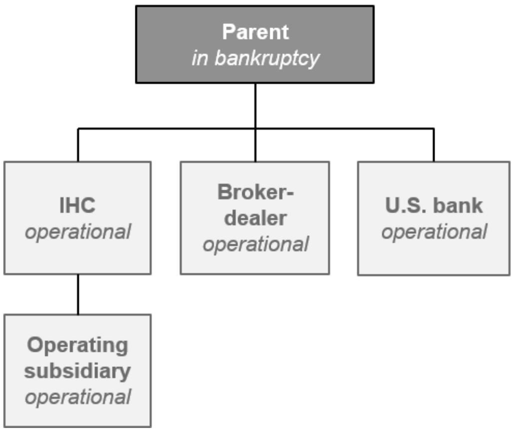
There are key differences between the Bank's IDI Plan and BNY Mellon's Title I Plan.

The focus of BNY Mellon's Title I Plan is the Parent, the top-tier entity in our corporate hierarchy. BNY Mellon's Title I Plan is designed to ensure that if the Parent were to fail, there would be no systemic threat to the U.S. financial system, and no support from U.S. taxpayers would be required.

As discussed below, BNY Mellon's Title I Plan contemplates that despite the Parent's failure and resolution under the Bankruptcy Code, the Bank and other material entities would not enter into resolution and would continue operating as a going concern. Resolution plans submitted under the IDI Rule, by contrast, must assume failure of the covered insured depository institution. Accordingly, our IDI Plan contemplates the Bank's failure, the Bank's entry into an FDIC receivership, and resolution of the Bank by the FDIC under the Federal Deposit Insurance Act.

What is an SPOE strategy?

Under an SPOE strategy, only the parent financial holding company fails, while other subsidiary entities remain open for business and do not themselves enter bankruptcy proceedings.



BNY Mellon's Title I Plan resolution strategy is Single Point of Entry (SPOE).

Under BNY Mellon's SPOE strategy, only the Parent would enter bankruptcy proceedings, and only Parent shareholders and creditors would be expected to sustain losses. Prior to filing for bankruptcy, Parent's remaining assets (other than stock in subsidiaries and a cash reserve to fund bankruptcy expenses) would be transferred to BNY Mellon's intermediate holding company, or IHC, which would provide sufficient capital and liquidity to entities designated as material entities in the firm's Title I Plan to help ensure their financial health and ongoing operations. Such entities, including the Bank, would remain well capitalized and sufficiently liquid, and the firm would be streamlined as it sells certain businesses. Following these sales, the Title I Plan contemplates that a smaller organization would exit resolution through an initial public offering of the firm's remaining business, including the custody business.

BNY Mellon has taken significant actions and mobilized significant resources, including meaningful improvements to its corporate and capital structure, to make its SPOE strategy executable in a real-world crisis.

The resolution strategy described in our IDI Plan is a bridge bank strategy.

Our IDI Plan contemplates that if the Bank were to fail, it would enter into an FDIC receivership and be resolved under the Federal Deposit Insurance Act. Substantially all of the assets and certain liabilities of the Bank, including the stock of the Bank's subsidiaries, would be transferred by the FDIC to a newly created bridge bank chartered by the Office of the Comptroller of the Currency.

Use of a bridge bank is designed to permit the FDIC to take control of the Bank and give the FDIC additional time to implement a satisfactory sale of all or parts of the Bank's businesses, thus allowing for the continuity of the Bank's core business lines pending the ultimate disposition and resolution of the bridge bank.

Once the bridge bank has been established, there are a number of options regarding the disposition of the businesses conducted by the Bank and its branches and subsidiaries. We anticipate that promptly after being appointed as receiver, the FDIC would work with existing Bank personnel and external advisors to identify divestiture strategies that would enable the FDIC to meet its statutory objectives for resolution of the Bank.

BNY Mellon continues to focus on enhancing resolvability and readiness to execute a resolution that the FDIC could utilize if necessary. As such, our IDI Plan addresses the following topics:

Strategy for sale or disposition in resolution: We understand the need to maximize the net present value return from the sale or disposition of the deposit franchise, including branches, core business lines and major assets in resolution. In accordance with the 2021 FDIC Statement, we conduct a comprehensive analysis to identify franchise components that provide meaningful optionality and prepare for their expedited marketing and sale. Our virtual data room capabilities, understanding of value drivers and potential sale strategies, and detailed understanding of the operational steps needed to separate each franchise component from the rest of the organization are all complemented by our real-life experience with dispositions, managed by our BNY Mellon Corporate Development team.

Operational continuity of critical services: We recognize that the loss or disruption of critical services could impact the operational continuity of our businesses in resolution. Accordingly, we conduct and maintain a detailed mapping analysis of intercompany interconnectedness that provides a granular view of the interconnections that exist between the IDI and the rest of the organization. We have, based on our analysis of these interconnections over a number of years, completed multiple projects to ensure operational continuity in resolution, including but not limited to:

- **Access to Financial Market Infrastructure:** We have developed FMI playbooks for each of our key financial market utilities and agent banks that provide detailed plans for continuity strategies in resolution relative to FMI.
- **Access to key personnel:** We have a well-established framework for retaining key employees to support operational continuity through resolution supported by a detailed playbook.
- **Third party services management:** We maintain resolution-friendly language in our contractual arrangements with third parties to facilitate continued service in resolution.
- **Inter-affiliate services management:** We maintain an intra-affiliate contractual framework for the critical services provided to and between affiliates to ensure continuity in resolution.

Resolution planning is important given BNY Mellon's role as a global financial intermediary.

With a rich history of maintaining our financial strength and stability through all business cycles, we remain confident in our ability to withstand the impact of a wide range of severe stress scenarios while continuing to provide services to clients and markets. The fact that our client base is primarily comprised of large institutional clients who collectively maintain deposit balances with us that are predominantly operational and sticky in nature, paired with our strong balance sheet and diversified and lower-risk business model, have enabled us to continue to serve our clients and guide them through periods of heightened uncertainty.

BNY Mellon has continued to enhance its resolution capabilities in recent years, including in light of guidance and other feedback provided by the Agencies. The firm endorses the concept of resolution planning as a key element of risk management to protect the soundness of the global financial system, and it has dedicated significant resources across the organization to help make the firm's plans actionable and credible.

Key actions BNY Mellon has taken to enhance resolvability are discussed in the public section of the firm's Title I Plan. Highlights of these actions include:

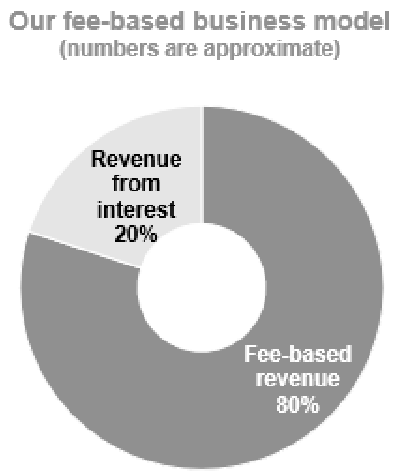
- establishment of an Assurance Framework, managed by the Office of Recovery and Resolution Planning, that provides a structured and formal approach to reviewing, validating and testing the capabilities that underpin our resolution plans;
- enhancement of playbooks to enable operational continuity and separability, including a communication playbook, an employee retention playbook, account transfer playbooks, and playbooks to guide actions with respect to maintaining access to key FMI and separability;
- enhancements to our management information system reporting capabilities; and
- enhancements to our interconnectedness mapping analysis, which provides information that enables us to maintain continuity of critical services in resolution.

These efforts, amongst others, improve the resolvability of the Bank and would support the objectives of the FDIC if resolution of the Bank under the Federal Deposit Insurance Act were necessary.

The remainder of this public section continues in the following manner:

- **Section 2** provides an overview of the Bank, including the role of the Bank within BNY Mellon and the criteria we used to designate our core business lines and material entities.
- **Section 3** describes the comprehensive governance process supporting the development of our IDI Plan.
- Additional background information is included in **Section 4**.

2 OVERVIEW OF THE BANK OF NEW YORK MELLON



Strong, safe, trusted counterparty

Our reputation as a strong, safe, trusted counterparty reflects our success in building a solid balance sheet and robust risk culture. Our strategy is one of not incurring outsized risk to reach for returns.

Overview of BNY Mellon

BNY Mellon powers capital markets around the world through comprehensive solutions that help clients manage and service their financial assets throughout the investment life cycle.

Our Business Model Supports Resolvability

Unlike a typical retail, commercial or investment bank, our business model is characterized by fee-based businesses. We do not provide traditional banking services to retail clients, other than to high-net-worth clients, nor do we lend to consumers in any significant way or operate any consumer bank branches. We do not engage in material derivatives market-making, and our low value-at-risk foreign exchange trading business is comparatively small and is conducted for clients.

We generate nearly 80% of our revenues from fees, the vast majority of which are recurring. This business model helps us maintain a strong balance sheet with highly liquid assets and a strong capital position. Net interest revenue is a significantly smaller part of our revenues than for most U.S. G-SIBs.

The composition of our balance sheet also differs from that of most retail and commercial banks, which typically have a larger proportion of retail or commercial loans, or investment banks, which typically have trading portfolios. Loans comprise only 12% of our total assets. The majority of the securities we hold are of high quality and short-term duration, with 99% of the firm's investment securities portfolio rated AAA/AA-. Our liabilities, primarily deposits, are largely tied to operational services and invested in liquid assets.

Resilience is of paramount importance to BNY Mellon. Our strong, well-capitalized balance sheet and our lower-risk business model have enabled us to navigate through periods of market turbulence and heightened uncertainty, such as those we have faced in recent years. Our demonstrated ability to operate through times of crisis and our sharp focus on resolvability, resiliency and contingency planning provide us with a strong foundation for navigating a wide range of severe stress scenarios.

Role of the Bank within BNY Mellon

The Bank—BNY Mellon's principal banking subsidiary—is the focus of our IDI Plan. The Bank supports our Securities Services and Market and Wealth Services businesses. The Bank holds the majority of BNY Mellon's memberships in financial market utilities, manages the majority of BNY Mellon's contracts with agent banks, contains the majority of BNY Mellon's shared services, and operates the majority of BNY Mellon's management information systems.

Designation of the Bank's Core Business Lines and Material Entities

In our IDI Plan, we designate certain of the Bank's business lines as core business lines. We also designate the Bank and certain of its branches and subsidiaries as material entities. These designations focus our resolution planning efforts on the business lines that are important to the Bank's revenue, profitability and franchise value, as well as the entities that are important to these business lines. We make these determinations following a well-defined process. The Bank's core business lines and material entities for purposes of our IDI Plan differ from BNY Mellon's core business lines and material entities for purposes of its Title I Plan due to differences in the definitions of those terms in the IDI Rule and the Title I Rule.

The Bank's Core Business Lines

To determine which of the Bank's business lines are "core" for purposes of our IDI Plan, we analyzed all of the Bank's businesses to determine which, if they were to fail, would result in a material loss of revenue, profit, or franchise value for the Bank. For purposes of our IDI Plan, the Bank's four core business lines are described below.

Core Business Lines

Asset Servicing and Digital

Our Asset Servicing and Digital business provides a comprehensive suite of solutions. We are one of the largest global custody and front-to-back outsourcing partners. We offer services for the safekeeping of assets in capital markets globally as well as fund accounting services, exchange-traded funds servicing, transfer agency, trust and depository, front-to-back capabilities as well as data and analytics solutions for our clients. We deliver foreign exchange and securities lending and financing solutions, on both an agency and principal basis. Our agency securities lending program is one of the largest lenders of U.S. and non-U.S. securities. Our market-leading liquidity services portal enables cash investments for institutional clients and includes fund research and analytics.

Treasury Services

Our Treasury Services business is a leading provider of global payments, liquidity management and trade finance services for financial institutions, corporations and the public sector.

Clearance and Collateral Management

Our Clearance and Collateral Management business clears and settles equity and fixed-income transactions globally and serves as custodian for tri-party repo collateral worldwide. We are the primary provider of U.S. government securities clearance and a provider of non-U.S. government securities clearance. Our collateral services include collateral management, administration and segregation. We offer innovative solutions and industry expertise which help financial institutions and institutional investors with their liquidity, financing, risk and balance sheet challenges. We are a leading provider of tri-party collateral management services.

Corporate Trust

Our Corporate Trust business delivers a full range of issuer and related investor services, including trustee, paying agency, fiduciary, escrow and other financial services. We are a leading provider to the debt capital markets, providing customized and market driven solutions to investors, bondholders and lenders.

Additional information related to BNY Mellon's businesses is contained in BNY Mellon's reports filed with the SEC, including the 2022 Annual Report, the Quarterly Reports on Form 10-Q and the Current Reports on Form 8-K, available at www.bnymellon.com.

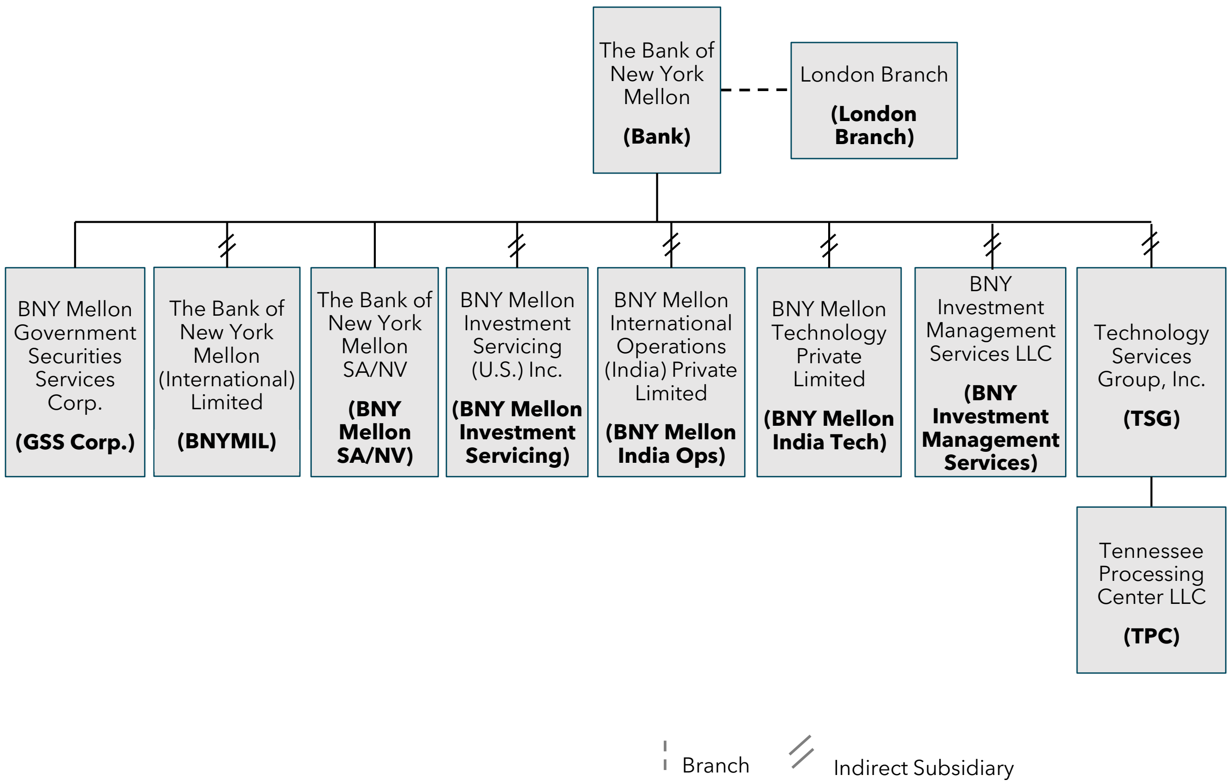
Material Entities

To determine which of our entities are "material" for purposes of our IDI Plan, we used quantitative and qualitative criteria to determine which of the Bank's branches and subsidiaries are significant to the activities of the Bank's core business lines or critical services.

Quantitative criteria we assessed include an entity's contribution of revenues, assets and liabilities, deposits, employees, real estate, and key FMI memberships. Qualitative criteria we assessed include, for example, assessments of the kind of support (e.g., operational or financial) provided by an entity to a core business line or to a critical service. We considered whether an entity has been part of a recent significant structural change to our organization and may therefore be more important than previously considered. We assessed the importance of the entity in the context of the Bank's failure. We also considered whether it would be operationally feasible for an entity's activities to be stopped, substituted or shifted to another of our entities.

Figure 2-1 below illustrates our material entities for purposes of our IDI Plan . A brief overview of each material entity is provided on the following page. Please refer to Section 4.1.2 for more detailed information about each of our material entities, including our rationale for designating each material entity.

Figure 2-1: Material Entities



The Bank and its material entity branches and subsidiaries

The Bank of New York Mellon, which we call "the Bank," is a New York state-chartered bank and an FDIC-insured depository institution. The Bank has various non-U.S. branches.

London Branch is a branch of the Bank located in London that supports Asset Servicing and Digital and Corporate Trust, among other businesses and shared services.

BNY Mellon SA/NV is a bank licensed in Belgium and headquartered in Brussels. It supports Asset Servicing and Digital, among other businesses.

BNYMIL is a U.K.-based bank that provides services to Asset Servicing and Digital clients, particularly custody and investment administration services. BNYMIL also provides fund accounting and transfer agency services.

GSS Corp. is a U.S.-based operating subsidiary that houses the operations and technology supporting our U.S. government securities clearing and settlement and U.S. tri-party repo clearing and settlement services.

BNY Mellon Investment Servicing is a U.S.-based internal service provider that provides operational support for certain functions of Asset Servicing and Digital.

BNY Investment Management Services is a U.S.-based internal service provider that provides operational support for multiple business units, including Asset Servicing and Digital.

BNY Mellon India Ops is an India-based internal service provider that provides middle and back-office operational support to the firm.

BNY Mellon India Tech is an India-based service provider that provides IT services to the firm, including network monitoring of IT infrastructure, IT call center and help desk support and software development.

TSG and its subsidiary **TPC** are both U.S.-based internal service providers that own and operate a majority of our technology infrastructure.

3 RESOLUTION PLANNING GOVERNANCE

Figure 3-1 displays certain key elements of our resolution planning governance structure, which leverages established roles and responsibilities and committee charters for the global management of risk, integrating resolution considerations into the management and oversight of all of our operations.

Figure 3-1: Resolution Planning Governance Structure

The Resolvability Steering Committee drives our resolution planning governance, with our Board of Directors having ultimate oversight over resolution planning at the firm. Our resolution planning governance structure consists of:

- **Board of Directors**: The Board of Directors has ultimate responsibility for resolution planning at BNY Mellon, including approving our IDI Plan.
- **Senior Risk and Control Committee**: The Senior Risk and Control Committee is the most senior management body responsible for evaluating and providing strategic direction on emerging risk issues, including issues that pertain to resolvability.
- **Resolvability Steering Committee**: Composed of various members of senior leadership, the Resolvability Steering Committee provides program governance, strategic direction, oversight and coordination for our resolution planning efforts and escalates topics as appropriate to other governing bodies, as shown above in Figure 3-1.
- **Entity Governance Committee**: our Entity Governance Committee oversees our legal entity structure and its adherence to the firm's Legal Entity Rationalization Criteria in support of resolvability.

Controls

We maintain strong program oversight and rigorous project management controls to ensure adherence to BNY Mellon’s Recovery and Resolution Planning Policy, which outlines governance roles and responsibilities for recovery and resolution planning.

4 OTHER BACKGROUND INFORMATION

This section contains the following background information:

- **Section 4.1**: Our core business lines and material entities;
- **Section 4.2**: A summary of financial information regarding our assets, liabilities, capital and major funding sources;
- **Section 4.3**: The Bank's derivatives and hedging activities;
- **Section 4.4**: A description of our membership in material payment, clearing and settlement systems;
- **Section 4.5**: A description of our foreign operations;
- **Section 4.6**: A description of our material supervisory authorities;
- **Section 4.7**: The Bank's principal officers; and
- **Section 4.8**: A description of our material management information systems.

4.1 OUR CORE BUSINESS LINES AND MATERIAL ENTITIES

For resolution planning purposes, we must designate certain of our business lines as core business lines and certain of our entities as material entities. For purposes of our IDI Plan, our core business lines are business lines of the Bank that would lead to a material loss of revenue, profit or franchise value to the Bank if discontinued, and our material entities are entities that are important to the activities of our core business lines or critical services.

Making these designations allows us to focus our resolution planning efforts on the business lines that are important to our revenue, profitability and franchise value, as well as the entities that are important to these core business lines. We make these determinations annually following a rigorous, well-defined process. Please refer to Section 2 for an overview of how we designate our core business lines and material entities. Our rationale for designating each material entity is provided in Section 4.1.2.

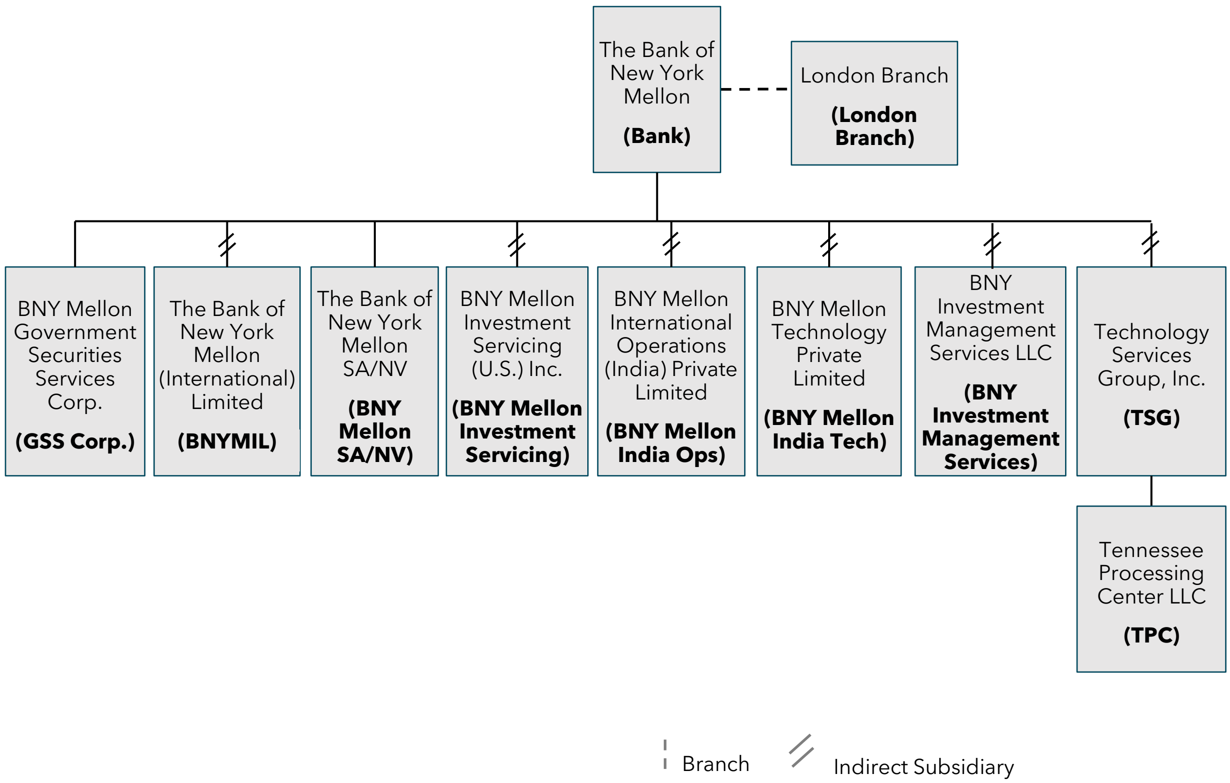
4.1.1 CORE BUSINESS LINES

Please refer to Section 2 for a description of our core business lines.

4.1.2 MATERIAL ENTITIES

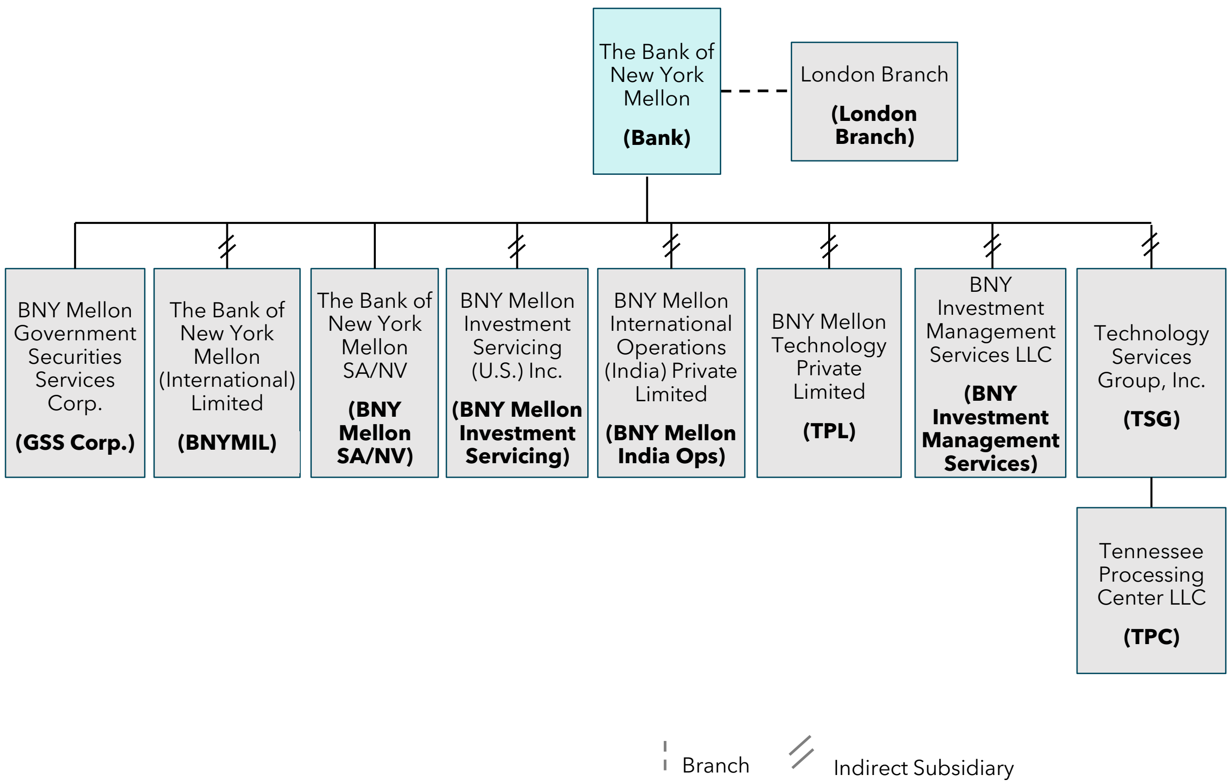
The entities described below are our material entities for purposes of our IDI Plan. Figure 4.1-1 below is a pictorial representation of the organizational structure of our material entities.

Figure 4.1-1: High-Level Organizational Structure of Material Entities



Banks and Other Operating Entities

The Bank of New York Mellon



The Bank, which is BNY Mellon's largest banking subsidiary, is a New York state-chartered bank and a member of the Federal Reserve System and is subject to regulation, supervision and examination by the Federal Reserve, the FDIC and the New York State Department of Financial Services. The Bank has various foreign branches and subsidiaries.

The Bank's material assets consist of cash, interest-bearing deposits, available-for-sale/held-to-maturity securities and loans. Its primary liabilities are deposits. For more information regarding the consolidated balance sheet of the Bank, please see Section 4.2 below. The Bank had $26.75 billion in total bank equity capital as of December 31, 2022. For the 12 months ended December 31, 2022, the Bank had net income of $2.13 billion. The Bank is largely self-funded through deposits received from its clients.

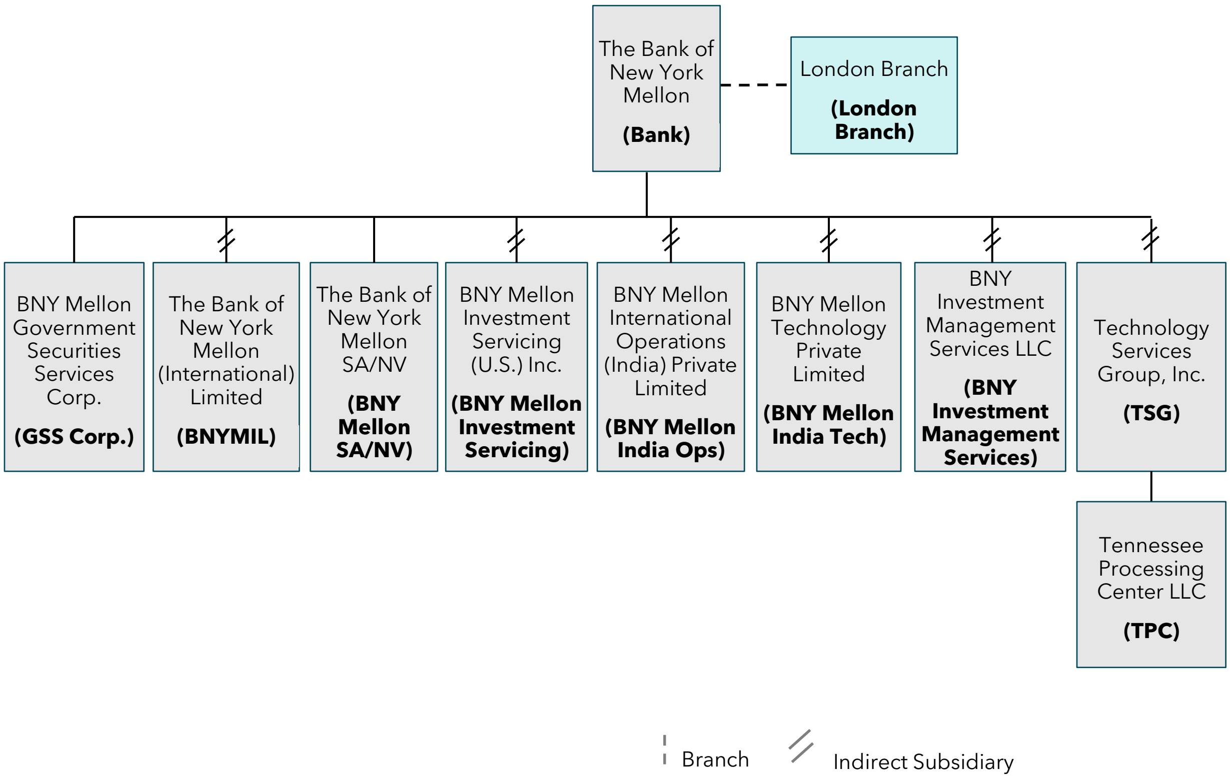
The Bank has operational dependencies on our other material entities, including BNY Mellon SA/NV, as more fully described in the applicable material entity descriptions provided below. The Bank also relies on information technology infrastructure and support from TSG, TPC and BNY Mellon India Tech, as well as operational support through BNY Mellon India Ops.

The Bank has been designated a material entity because it is the covered insured depository institution subject to the IDI Rule.

Additional information related to the financial condition of the Bank is contained in its Report of Condition and Income (Call Report) available at the Federal Financial Institutions Examination Council website at www.ffiec.gov.

Banks and Other Operating Entities

The Bank of New York Mellon – London Branch



The London Branch is a branch of the Bank that extends the geographical reach of the Bank by providing services to its local and international client base. The London Branch is subject to regulation by the Prudential Regulation Authority and Financial Conduct Authority, as well as the Federal Reserve. The London Branch is engaged in the Corporate Trust, Asset Servicing and Digital, Clearance and Collateral Management, Markets, and Treasury Services businesses.

The London Branch's primary assets are interest bearing placements with banks, securities and balances due from affiliates. Material liabilities of the London Branch primarily consist of deposits associated with its Asset Servicing and Digital and Corporate Trust activities. The London Branch's balance sheet also reflects its affiliates' balance arising from its role in facilitating the flow of funds throughout our firm, acting as the EMEA regional hub for Sterling liquidity.

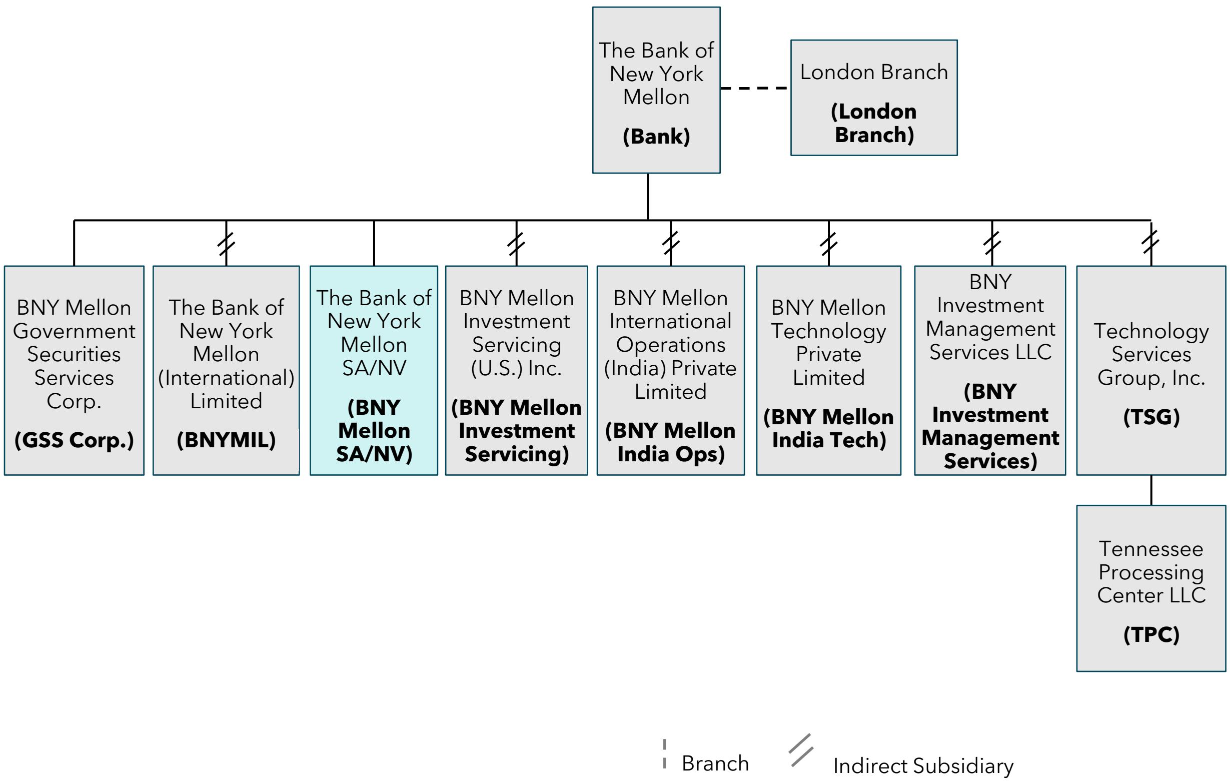
The London Branch retains a sufficient inventory of unencumbered liquid assets to meet its liquidity obligations, including intraday obligations. The London Branch's excess funds are maintained on deposit with the Bank for corporate treasury centralized management, with the amounts being repayable on demand should funds be required at short notice.

Other material entities have operational dependencies on the London Branch, including the provision by the London Branch of (1) securities lending services and global corporate trust services to the Bank's clients, and (2) securities lending services for BNY Mellon SA/NV. The London Branch has operational dependencies on our other material entities, including BNY Mellon SA/NV, as more fully described in the BNY Mellon SA/NV material entity description provided below. The London Branch also relies on information technology infrastructure and support from TSG, TPC and BNY Mellon India Tech, as well as operational support from BNY Mellon India Ops.

The London Branch has been designated a material entity because it is significant to the activities of our Securities Services business, including our Asset Servicing and Digital and Corporate Trust core business lines.

Banks and Other Operating Entities

BNY Mellon SA/NV



BNY Mellon SA/NV is the main banking subsidiary of the Bank in continental Europe. It is authorized and regulated as a credit institution by the European Central Bank and the National Bank of Belgium under the Single Supervisory Mechanism and is also supervised by the Belgian Financial Services and Markets Authority for conduct of business rules. BNY Mellon SA/NV has its principal office in Brussels and branches in Amsterdam, the Netherlands; Copenhagen, Denmark; Dublin, Ireland; Frankfurt, Germany; the City of Luxembourg, Luxembourg; Madrid, Spain; Milan, Italy; Paris, France, and Wroclaw, Poland.

BNY Mellon SA/NV's activities primarily consist of providing Asset Servicing and Digital products focused on global custody, transfer agency and fund accounting. In addition, it provides Corporate Trust services through its branch in Dublin, and provides services to Markets, including collateral management and segregation services and FX services.

BNY Mellon SA/NV plays an important part in facilitating the movement of funds and securities settlement throughout our firm and receives significant cash balances from our other entities. Accordingly, its balance sheet reflects affiliate liabilities as well as deposit liabilities primarily related to asset servicing activities. Consistent with the characteristics of its underlying liabilities, BNY Mellon SA/NV's assets are primarily balances due from affiliates, available-for-sale securities, and placements through which excess funds received are invested. BNY Mellon SA/NV retains a sufficient inventory of unencumbered liquid assets to meet its liquidity obligations, including intraday obligations.

Our material entities have operational dependencies on BNY Mellon SA/NV, including the provision by BNY Mellon SA/NV of operational services related to global collateral management and global custody operations services for our clients, including support to the London Branch's clients.

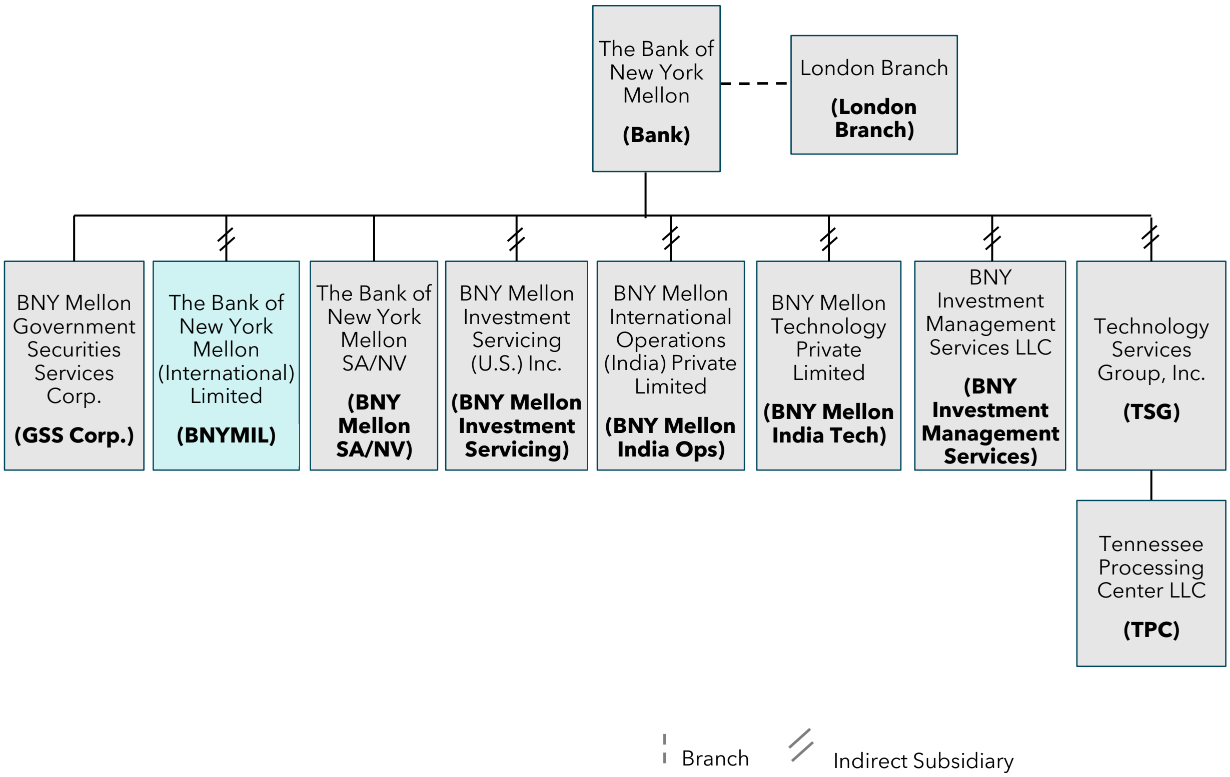
BNY Mellon SA/NV has operational dependencies on our other material entities, namely the Bank and its material entity subsidiaries, including information technology infrastructure and support from TSG, TPC and BNY Mellon India Tech, as well as operational support from BNY Mellon India Ops.

BNY Mellon SA/NV has been designated a material entity because it is a key banking entity supporting our Securities Services business, primarily our Asset Servicing and Digital core business line.

Additional information related to BNY Mellon SA/NV is contained in its 2022 Pillar 3 Disclosure published in accordance with the requirements of the National Bank of Belgium, available at www.bnymellon.com.

Banks and Other Operating Entities

The Bank of New York Mellon (International) Limited



BNYMIL, a U.K.-based indirect subsidiary of the Bank, provides custody, depository, transfer agency and fund accounting services in support of our Asset Servicing and Digital business. BNYMIL's business is headquartered in London, England.

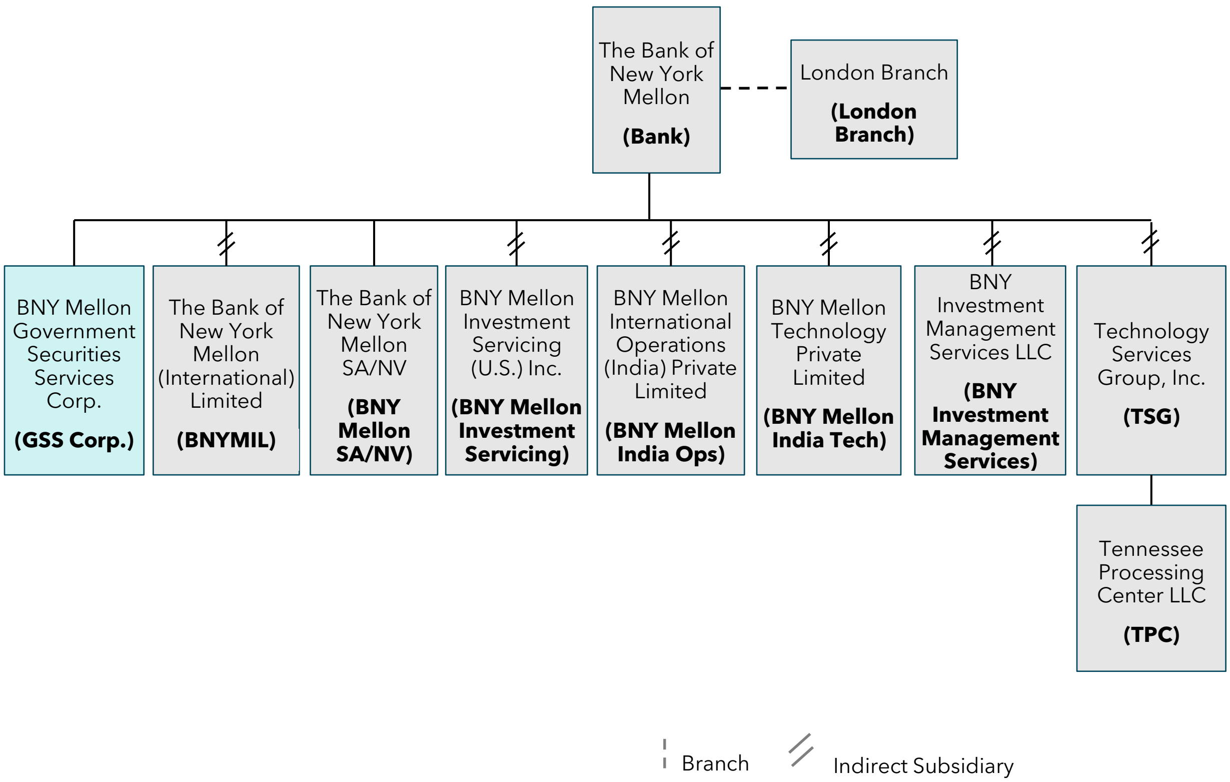
BNYMIL's primary material assets are interest-bearing deposits with banks and available-for-sale securities. Material liabilities of BNYMIL are comprised primarily of client deposits. These deposits are a combination of deposits placed by Asset Servicing and Digital clients and intercompany deposits from other affiliated entities. BNYMIL does not require external funding and seeks to maintain a very liquid balance sheet at all times.

Our material entities have operational dependencies on BNYMIL, as it is significant to our Asset Servicing and Digital business. All operations of BNYMIL are undertaken by staff outsourced to other entities, predominantly the London Branch. Information technology infrastructure, development, and support from TPG, TPC and BNY Mellon India Tech and operational support from BNY Mellon India Ops and BNY Mellon SA/NV are provided to BNYMIL via the London Branch.

BNYMIL has been designated a material entity because of its significance to the Securities Services business, including our Asset Servicing and Digital core business line.

Banks and Other Operating Entities

BNY Mellon Government Securities Services Corp.



GSS Corp., a Delaware corporation and a direct subsidiary of the Bank, houses personnel, processes and technology involved in U.S. government securities clearing and settlement and U.S. tri-party repo clearing and settlement services. GSS Corp. provides services to the Bank and other entities of our firm and has no external clients. GSS Corp. is headquartered in New York, New York.

GSS Corp.'s primary assets are intercompany receivables, and its primary liabilities are accrued tax liabilities and long-term debt.

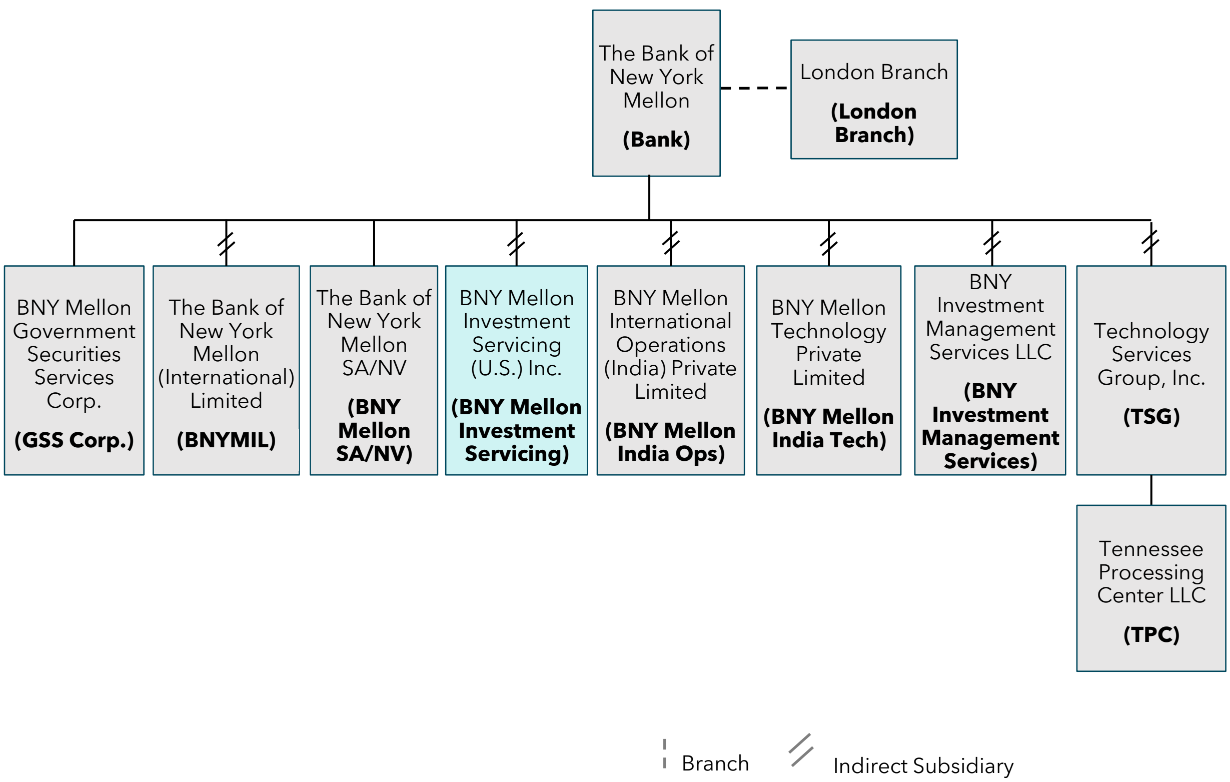
Revenue for GSS Corp. is earned through performing the processing activities necessary to complete transactions between the Bank and its clients related to U.S. government securities clearing and settlement and U.S. tri-party repo clearing and settlement.

Our material entities have operational dependencies on GSS Corp., as it houses key operations required to execute U.S. government securities clearing and settlement and U.S. tri-party repo clearing and settlement services. GSS Corp. is reliant on operational support from BNY Mellon India Ops, the London Branch, BNY Mellon SA/NV, comptroller support from Pershing LLC, information technology infrastructure and support from TSG, TPC and BNY Mellon India Tech, and the Bank for access to certain critical services and assets.

GSS Corp. has been designated a material entity because of its operational and technological significance to our company, for example to our GSS business.

Service Entities

BNY Mellon Investment Servicing (US) Inc.



BNY Mellon Investment Servicing, a Massachusetts corporation and indirect subsidiary of the Bank, offers U.S. transfer agency, document solutions and ClearSky services (mutual fund "blue sky" filing services) in support of our Asset Servicing and Digital business. BNY Mellon Investment Servicing operates primarily in Massachusetts and Delaware.

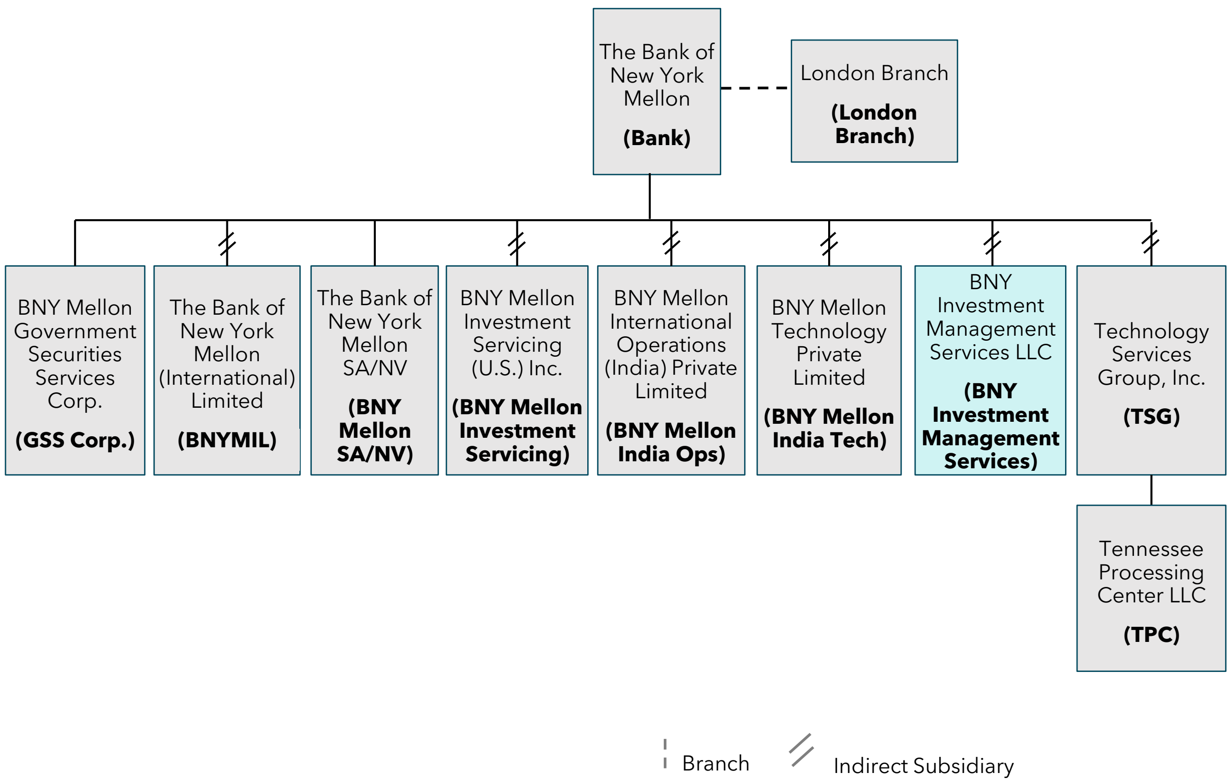
BNY Mellon Investment Servicing's primary assets are cash, interest-bearing deposits, and goodwill and intangibles. BNY Mellon Investment Servicing's primary liabilities include accrued taxes and expenses and other current liabilities. It does not have significant balance sheet funding requirements. To ensure they are in a financial position to maintain continuity of operations, we have pre-funded our internal service providing material entities, including BNY Mellon Investment Servicing, with at least six months of working capital.

Our material entities have operational dependencies on BNY Mellon Investment Servicing, including the provision by BNY Mellon Investment Servicing of operational support services to our Asset Servicing and Digital business. BNY Mellon Investment Servicing has operational dependencies on our other material entities, including the Bank for various settlement and reconciliation services. BNY Mellon Investment Servicing also relies on information technology infrastructure and support from TSG, TPC and BNY Mellon India Tech, as well as operational support from BNY Mellon India Ops.

BNY Mellon Investment Servicing has been designated a material entity because of its operational significance to our Securities Services business, including the Asset Servicing and Digital core business line.

Service Entities

BNY Investment Management Services LLC



BNY Investment Management Services, a Delaware limited liability company and indirect subsidiary of the Bank, provides operational support to our Asset Servicing and Digital business, as well as to our payment operations. BNY Investment Management Services operates primarily in Delaware and Massachusetts, and maintains a sizable presence in Lake Mary and Orlando, Florida.

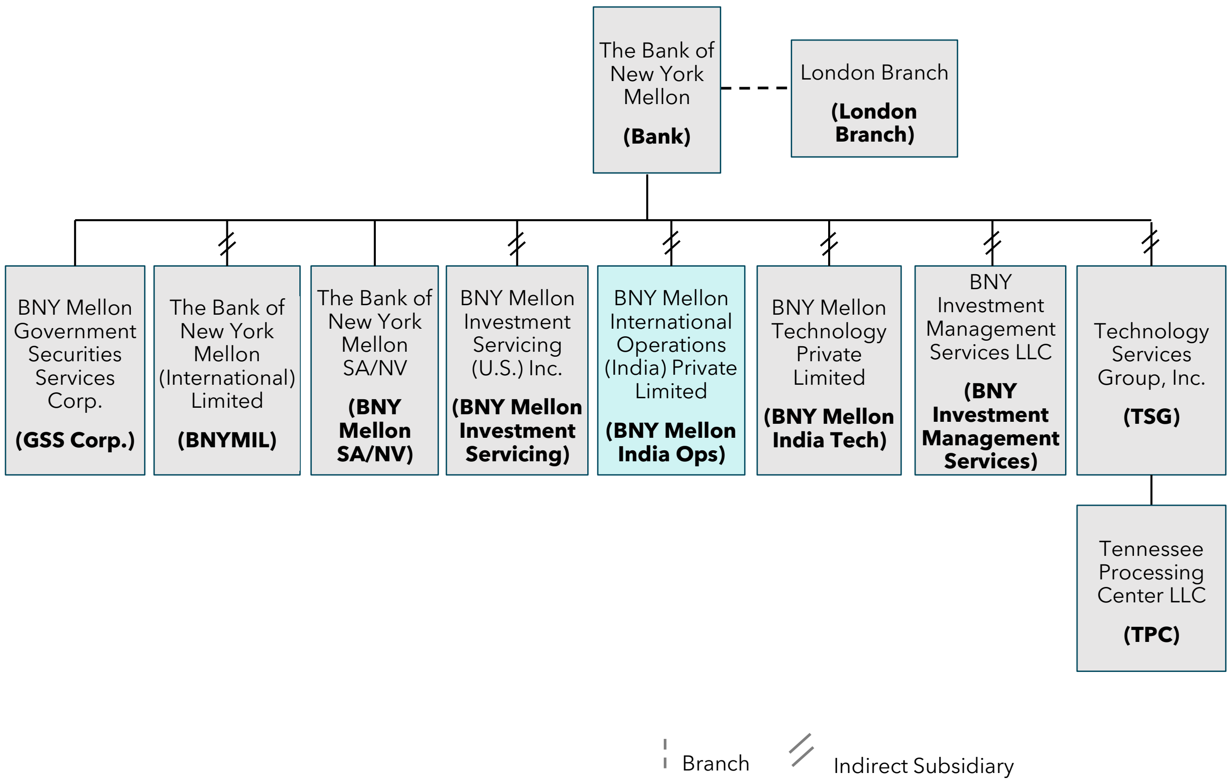
BNY Investment Management Services' primary assets are premises and equipment, and "other assets". BNY Investment Management Services' primary liabilities include borrowed funds, accrued taxes and expenses, and other liabilities. BNY Investment Management Services does not have significant balance sheet funding requirements. To ensure they are in a financial position to maintain the continuity of their operations, we have pre-funded our internal service providing material entities, including BNY Mellon Investment Management Services, with at least six months of working capital.

Our material entities have operational dependencies on BNY Investment Management Services, including the provision by BNY Investment Management Services of operational support services to our Asset Servicing and Digital business, as well as to our funds transfer operations. BNY Investment Management Services has operational dependencies on our other material entities, including information technology infrastructure and support from TSG, TPC and BNY Mellon India Tech.

BNY Investment Management Services has been designated a material entity because of its operational significance to our Securities Services and Market and Wealth Services business, including our Asset Servicing and Digital and Treasury Services core business lines.

Service Entities

BNY Mellon International Operations (India) Private Limited



BNY Mellon India Ops, a private limited company organized in India and an indirect subsidiary of the Bank, is a service entity providing operational support, primarily middle and back-office support, to our businesses. BNY Mellon India Ops has locations in Chennai and Pune, India.

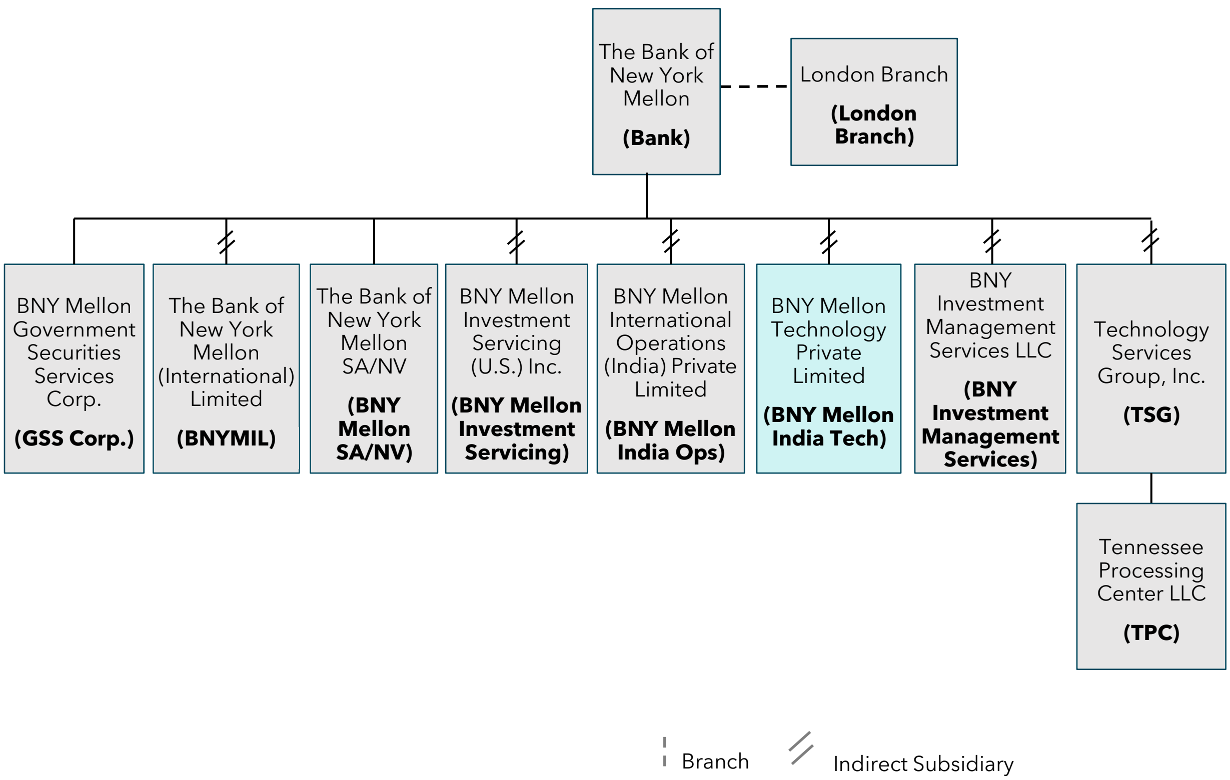
BNY Mellon India Ops' primary assets are interest-bearing deposits, premises and equipment and other assets. BNY Mellon India Ops' primary liabilities include accounts payable and accrued taxes and expenses, and other liabilities. BNY Mellon India Ops does not have external debt and is primarily equity funded. BNY Mellon India Ops generally relies on revenues generated from services performed for our affiliates for funding. To ensure they are in a financial position to maintain the continuity of their operations, we have pre-funded our internal service providing material entities, including BNY Mellon India Ops, with at least six months of working capital.

Our material entities and BNY Mellon India Ops have operational dependencies on each other, including information technology infrastructure and support to BNY Mellon India Ops from TSG, TPC and BNY Mellon India Tech and operational support from the London Branch and BNY Mellon Investment Servicing.

BNY Mellon India Ops has been designated a material entity because of its operational significance to several of the Bank's businesses.

Service Entities

BNY Mellon Technology Private Limited



BNY Mellon India Tech, a private limited company organized in India and an indirect subsidiary of the Bank, provides technology development, business and technology operations and remote infrastructure management services for our businesses. BNY Mellon India Tech also develops and delivers comprehensive technology solutions and software development products for our clients. BNY Mellon India Tech has locations in Chennai and Pune, India.

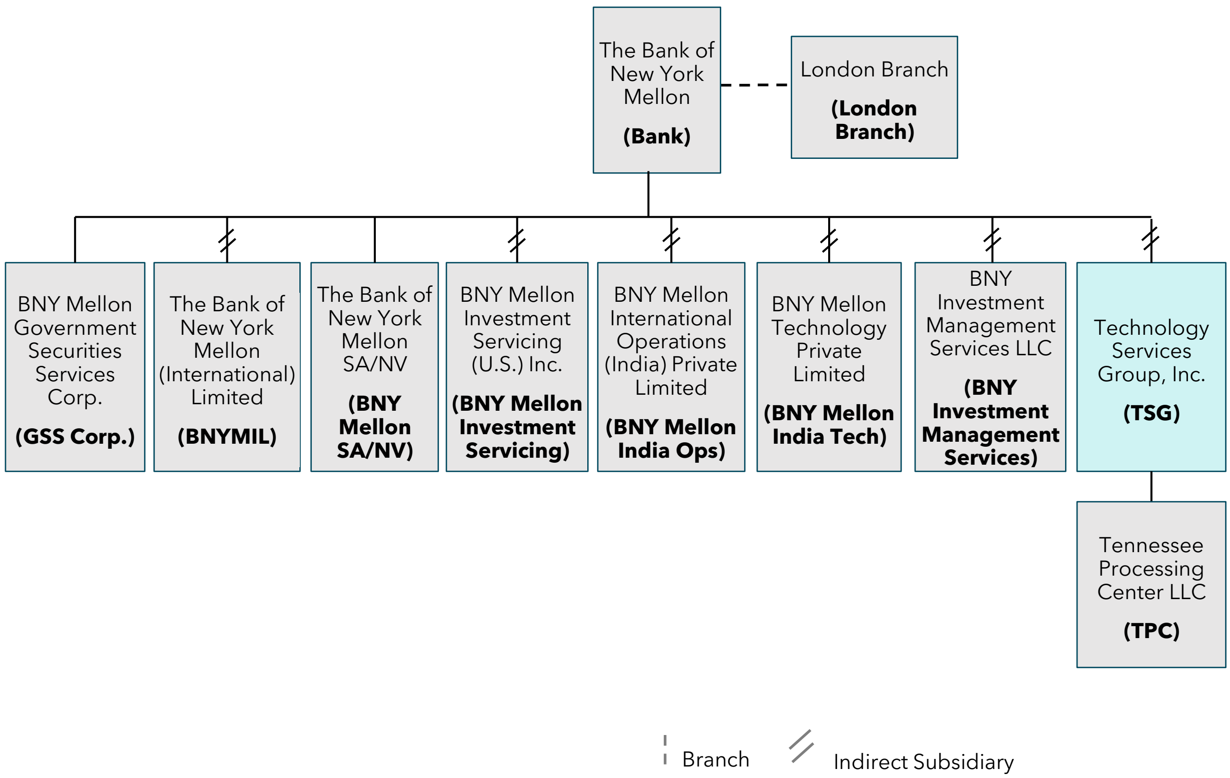
BNY Mellon India Tech's primary assets are interest-bearing deposits, other assets, and premises and equipment. BNY Mellon India Tech's liabilities include accrued taxes and expenses, and other liabilities. BNY Mellon India Tech does not have external debt and is primarily equity funded. BNY Mellon India Tech generally relies on revenues generated from services performed for our affiliates for funding. To ensure they are in a financial position to maintain the continuity of their operations, we have pre-funded our internal service providing material entities, including BNY Mellon India Tech, with at least six months of working capital.

Our material entities have operational dependencies on BNY Mellon India Tech, as BNY Mellon India Tech is a service entity providing information technology infrastructure and support to our businesses. BNY Mellon India Tech has operational dependencies on our other material entities, including information technology infrastructure and support from TSG and TPC.

BNY Mellon India Tech has been designated a material entity because of its information technology servicing support to much of the firm, including the Bank.

Service Entities

Technology Services Group, Inc.



TSG, a New York corporation and indirect subsidiary of the Bank, owns and operates technology infrastructure that supports our businesses. TSG is headquartered in Jersey City, New Jersey.

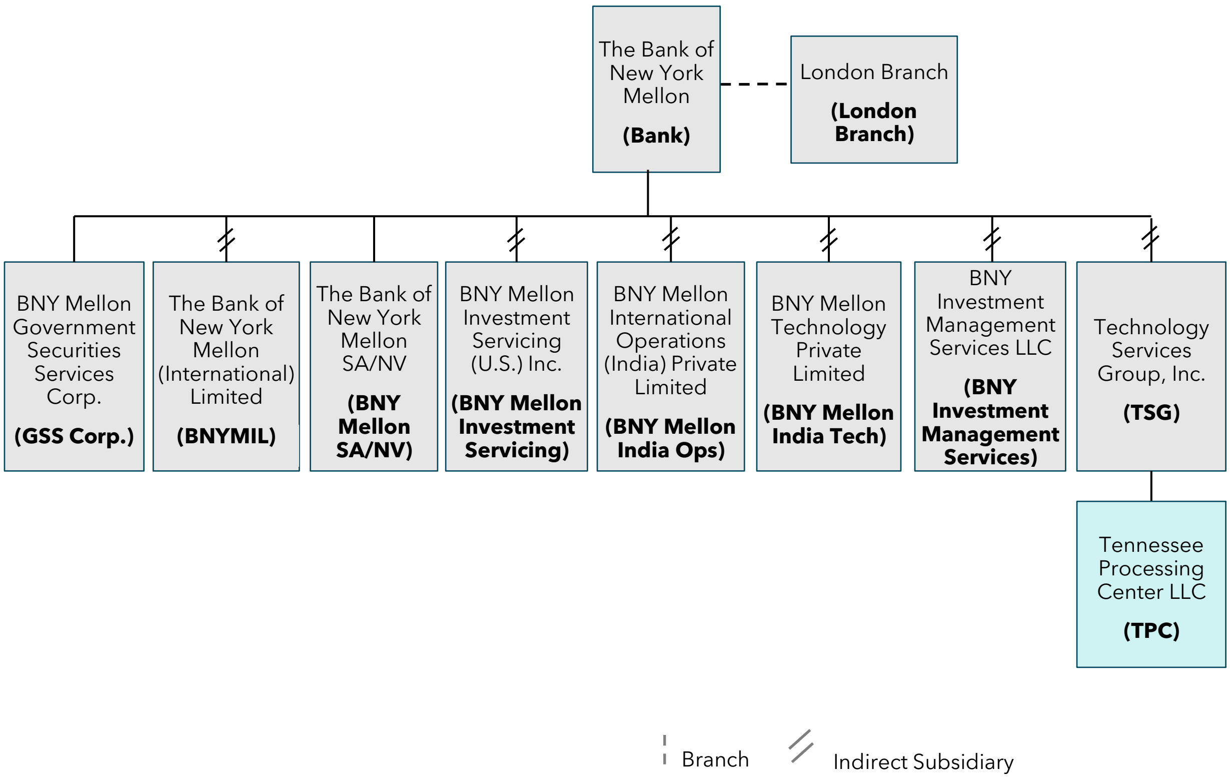
TSG's primary assets are interest-bearing deposits, premises and equipment and other assets. TSG's primary liabilities include borrowed funds, accrued taxes and expenses, and other liabilities. TSG generally relies on revenues generated from services performed for our affiliates for funding. To ensure they are in a financial position to maintain the continuity of their operations, we have pre-funded our internal service providing material entities, including TSG, with at least six months of working capital.

Our material entities have operational dependencies on TSG, as TSG is a service entity providing information technology infrastructure and support to our businesses. TSG has operational dependencies on our other material entities, including staff support from BNY Mellon India Tech, BNY Mellon India Ops and the London Branch, as well as staff and hardware support from TPC.

TSG has been designated a material entity because of its technology servicing support to much of the firm, including the Bank.

Service Entities

Tennessee Processing Center LLC



TPC, a Delaware limited liability company and wholly-owned subsidiary of TSG, owns and operates technology infrastructure that supports our businesses. TPC is headquartered in Nashville, Tennessee.

TPC's primary assets are investments in premises and equipment, interest-bearing deposits and other assets. TPC's primary liabilities consist of borrowed funds, accrued taxes and expenses and other liabilities. TPC generally relies on revenues generated from services performed for our affiliates for funding. To ensure they are in a financial position to maintain the continuity of their operations, we have pre-funded our internal service providing material entities, including TPC, with at least six months of working capital.

Our material entities have operational dependencies on TPC, as TPC is a service entity providing information technology infrastructure and support to our businesses. TPC has operational dependencies on our other material entities, including staff support from BNY Mellon India Tech and TSG and remote support from BNY Mellon India Ops and the London Branch.

TPC has been designated a material entity because of its ownership of technology that in turn supports much of the firm, including the Bank.

4.2 SUMMARY OF FINANCIAL INFORMATION REGARDING ASSETS, LIABILITIES, CAPITAL AND MAJOR FUNDING SOURCES

The table below provides a consolidated balance sheet for the Bank as of December 31, 2022.

(dollar amounts in millions)	
Assets	
Cash and balances due from depository institutions:	
Noninterest-bearing balances and currency and coin	$ 4,164
Interest-bearing balances	101,356
Securities:	
Held-to-maturity securities	56,192
Available-for-sale debt securities	86,291
Equity securities with readily determinable fair values not held for trading	1
Federal funds sold and securities purchased under agreements to resell:	
Federal funds sold in domestic offices	0
Securities purchased under agreements to resell	10,070
Loans and lease financing receivables:	
Loans and leases held for sale	0
Loans and leases held for investment	31,535
Less: Allowance for loan and lease losses	154
Loans and leases held for investment, net of allowance	31,381
Trading assets	4,906
Premises and fixed assets (including capitalized leases)	2,810
Other real estate owned	2
Investments in unconsolidated subsidiaries and associated companies	1,286
Direct and indirect investments in real estate ventures	0
Intangible assets:	6,937
Other assets	19,250
Total assets	$ 324,646
Liabilities	
Deposits:	
In domestic offices	$ 181,486
Noninterest bearing	76,243
Interest-bearing	105,243
In foreign offices, Edge and Agreement subsidiaries, and IBFs	100,047
Noninterest bearing	5,807
Interest-bearing	94,240
Federal funds purchased and securities sold under agreements to repurchase:	
Federal funds purchased in domestic offices	0
Securities sold under agreements to repurchase	3,887
Trading liabilities	2,867
Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases)	1,171
Subordinated notes and debentures	0
Other liabilities	8,438

(dollar amounts in millions)	
Total liabilities	297,896
Equity Capital	
Perpetual preferred stock and related surplus	0
Common stock	1,135
Surplus (excludes all surplus related to preferred stock)	11,968
Retained earnings	18,016
Accumulated other comprehensive income	-4,369
Other equity capital components	0
Total bank equity capital	26,750
Non-controlling (minority) interests in consolidated subsidiaries	0
Total equity capital	26,750
Total liabilities and equity capital	$ 324,646

Source: Federal Financial Institutions Examination Council Call Report, December 2022.

4.2.1 OUR CAPITAL IN BAU

The table below provides regulatory capital ratios for the Bank as of December 31, 2022.

	Well Capitalized	Minimum Required *(a)*	Capital Ratios
The Bank of New York Mellon regulatory capital ratios: *(b)*			
Advanced Approaches:			
CET1 ratio	6.5%	7%	**15.6%**
Tier 1 capital ratio	8	8.5	**15.6**
Total capital ratio	10	10.5	**15.7**
Tier 1 leverage ratio	5	4	**6.2**
SLR *(c)*	6	3	**7.7**

(a) Minimum requirements for December 31, 2022 include minimum thresholds plus currently applicable buffers. The U.S. G-SIB surcharge of 1.5% is subject to change. The countercyclical capital buffer is currently set to 0%. The stress capital buffer requirement is 2.5%, equal to the regulatory minimum for Standardized Approach capital ratios.

(b) For our CET1, Tier 1 capital and Total capital ratios, our effective capital ratios under U.S. capital rules are the lower of the ratios as calculated under the Standardized and Advanced Approaches. The Tier 1 leverage ratio is based on Tier 1 capital and quarterly average total assets.

(c) The SLR is based on Tier 1 capital and total leverage exposure, which includes certain off-balance sheet exposures.

Source: 2022 Annual Report.

The following table presents the amount of capital by which the Bank exceeded the capital thresholds determined under U.S. capital rules at December 31, 2022.

Capital above thresholds at Dec. 31, 2022 *(in millions)*	**The Bank of New York Mellon**
CET1	$11,175 *(a)*
Tier 1 capital	9,236 *(a)*
Total capital	6,751 *(a)*
Tier 1 leverage ratio	4,033 *(b)*
SLR	4,442 *(b)*

(a) Based on minimum required standards, with applicable buffers.

(b) Based on well capitalized standards.

Source: 2022 Annual Report.

Risk-based capital ratios vary depending on the size of the balance sheet at period-end and the levels and types of investments in assets, and leverage ratios vary based on the average size of the balance sheet over the quarter. The balance sheet size fluctuates from period to period based on levels of customer and market activity. In general, when servicing clients are more actively trading securities, deposit balances and the balance sheet as a whole are higher. In addition, when markets experience significant volatility or stress, our balance sheet size may increase considerably as client deposit levels increase.

Our capital ratios are necessarily subject to, among other things, anticipated compliance with all necessary enhancements to model calibration, approval by regulators of certain models used as part of RWA calculations, other refinements, further implementation guidance from regulators, market practices and standards and any changes BNY Mellon may make to its businesses. As a consequence of these factors, our capital ratios may materially change, and may be volatile over time and from period to period.

4.2.2 FUNDING AND LIQUIDITY IN BAU

This section discusses the Bank's funding and liquidity position as well as ongoing efforts to manage liquidity risk in BAU.

The Bank funds itself in BAU primarily through deposits and, to a lesser extent, other short-term borrowings. Short-term borrowings consist of federal funds purchased and securities sold under repurchase agreements, payables to customers and broker-dealers, commercial paper and other borrowed funds. Certain short-term borrowings, for example, securities sold under repurchase agreements, require the delivery of securities as collateral.

We define liquidity as the ability to access funding or convert assets to cash quickly and efficiently, or to roll over or issue new debt, especially during periods of market stress, at a reasonable cost, and in order to meet short-term (up to one year) obligations. Funding liquidity risk is the risk that we cannot meet our cash and collateral obligations at a reasonable cost for both expected and unexpected cash flow and collateral needs without adversely affecting daily operations or our financial condition. Funding liquidity risk can arise from funding mismatches, market constraints from the inability to convert assets into cash, the inability to hold or raise cash, low overnight deposits, deposit run-off or contingent liquidity events.

We also must manage liquidity risks on an intraday basis, in a manner designed to ensure that we can access required funds during the business day to make payments or settle immediate obligations, often in real time.

Changes in economic conditions or exposure to credit, market, operational, legal and reputational risks also can affect our liquidity risk profile and are considered in our liquidity risk framework.

We monitor and control liquidity exposures and funding needs within and across significant legal entities, branches, currencies and business lines, taking into account, among other factors, any applicable restrictions on the transfer of liquidity among entities.

We monitor and manage intraday liquidity against existing and expected intraday liquid resources (such as cash balances, remaining intraday credit capacity, intraday contingency funding and available collateral) to enable us to meet our intraday obligations under normal and reasonably severe stressed conditions.

We actively manage and monitor our cash position, quality of the investment portfolio, intraday liquidity positions and potential liquidity needs in order to support the timely payment and settlement of obligations under both normal and stressed conditions. We adhere to a range of stress testing measures to maintain sufficient liquidity relative to risk appetite, including the Liquidity Coverage Ratio and Internal Liquidity Stress Testing.

U.S. regulators have established an LCR that requires certain banking organizations, including BNY Mellon, to maintain a minimum amount of unencumbered HQLA sufficient to withstand the net cash outflow under a hypothetical standardized acute liquidity stress scenario for a 30-day time horizon.

As part of BNY Mellon's resolution planning, the firm monitors, among other measures, the firm's Resolution Liquidity Adequacy and Positioning, or RLAP. The RLAP methodologies are designed to ensure that the liquidity needs of certain key subsidiaries, including the Bank, in a stress environment can be met by available resources held at the entity or at the Parent or IHC, as applicable.

Additional information related to BNY Mellon's assets, liabilities, capital and major funding sources is contained in BNY Mellon's reports filed with the SEC, including the 2022 Form 10-K, the Quarterly Reports on Form 10-Q and the Current Reports on Form 8-K, available at www.bnymellon.com.

4.3 DERIVATIVES AND TRADING ACTIVITIES

Hedging derivatives

The Bank utilizes interest rate swap agreements to manage our exposure to interest rate fluctuations from available-for-sale securities and long-term debt. Interest rate contracts and foreign exchange contracts are derivatives designated as hedging instruments to manage its exposure to interest rate and foreign exchange rate changes.

The available-for-sale investment securities hedged consist of, and are not limited to, U.S. Treasury bonds, MBS, agency debentures, sovereign debt, and covered bonds. The fixed rate long-term debt instruments hedged generally have original maturities of five to 30 years. In fair value hedging relationships, fixed rate debt is hedged with "receive fixed rate, pay variable rate" swaps.

In addition, the Bank utilizes forward foreign exchange contracts as hedges to mitigate foreign exchange exposures and as cash flow hedges to convert forecasted non-U.S. dollar revenue and expense transactions into U.S. dollars. These forward foreign exchange contracts with maturities of 15 months or less hedge its foreign exchange exposure to currencies such as Indian rupee, Polish zloty, Hong Kong dollar, Singapore dollar, British pound and euro, used in revenue and expense transactions for entities that have the U.S. dollar as their functional currency. During 2022, the Bank utilized forward foreign exchange contracts as fair value hedges of the foreign exchange risk associated with available-for-sale securities. At December 31, 2022, there were no remaining foreign exchange contracts.

Forward foreign exchange contracts are also used to hedge the value of the Bank's net investments in foreign subsidiaries. These forward foreign exchange contracts have maturities of less than one year. The derivatives employed are designated as hedges of changes in value of our foreign investments due to exchange rates.

Trading activities (including trading derivatives)

The Bank's trading activities are focused on trading needs of clients, in compliance with the Volcker Rule and to manage exposure to various risks. This includes hedging the foreign currency, interest rate or market risks. The Bank also uses total return swaps to economically hedge obligations arising from BNY Mellon's deferred compensation plan whereby the participants defer compensation and earn a return linked to the performance of investments they select.

The Bank manages trading risk through a system of position limits, a VaR methodology based on historical simulation and other market sensitivity measures. Risk is monitored and reported to senior management by a separate unit, independent from trading, on a daily basis. Based on certain assumptions, the VaR methodology is designed to capture the potential overnight pre-tax dollar loss from adverse changes in fair values of all trading positions. The calculation assumes a one-day holding period, utilizes a 99% confidence level and incorporates non-linear product characteristics. The VaR model is one of several statistical models used to develop economic capital results, which are allocated to lines of business for computing risk-adjusted performance.

VaR methodology does not evaluate risk attributable to extraordinary financial, economic or other occurrences. As a result, the risk assessment process includes a number of stress scenarios based upon the risk factors in the portfolio and management's assessment of market conditions. Additional stress scenarios based upon historical market events are also performed. Stress tests may incorporate the impact of reduced market liquidity and the breakdown of historically observed correlations and extreme scenarios. VaR and other statistical measures, stress testing and sensitivity analysis are incorporated in other risk management materials.

The Bank assesses credit risk of the firm's counterparties through regular examination of their financial statements, confidential communication with the management of those counterparties and regular monitoring of publicly available credit rating information. This and other information is used to develop proprietary credit rating metrics used to assess credit quality.

Collateral requirements are determined after a comprehensive review of the credit quality of each counterparty. Collateral is generally held or pledged in the form of cash and/or highly liquid government securities. Collateral requirements are monitored and adjusted daily.

Additional information related to our use of derivative instruments is contained in our reports filed with the SEC, including the 2022 Annual Report, the Quarterly Reports on Form 10-Q and the Current Reports on Form 8-K, available at www.bnymellon.com.

4.4 MEMBERSHIP IN MATERIAL PAYMENT, CLEARING AND SETTLEMENT SYSTEMS

As a global financial intermediary, payment, clearing and settlement, or PCS, activities are core to our business. PCS activities include all of the "behind the scenes" work that ensures that payments and other transactions mechanically work—*e.g.*, that money is actually sent from one account to another or that money is actually exchanged for securities.

Much of this activity is facilitated through financial market infrastructure, or FMI.

We recognize the importance of maintaining the continuity of our PCS activities. To enhance our ability to maintain these services to our clients and other market participants in the event of stress or failure, we have:

- **Robust governance of PCS activities** to plan for and coordinate our FMI and client-related actions in the event of stress or failure;
- **FMI playbooks** to ensure that there are robust, action-oriented plans to maintain access to key FMI;
- **Appropriate resources to meet projected needs** demonstrated by our incorporation of intraday liquidity needs across each FMI into our financial projections; and
- **PCS reporting capabilities** to produce key information relevant to managing PCS activities in a timely manner if we were to experience stress or fail.

We are a direct member or participant in a number of financial market utilities and depend on relationships with a network of agent banks. See Figure 4.4-1 for a list of BNY Mellon's key FMI.

Figure 4.4-1: Key FMI

Central Counterparty	
Fixed Income Clearing Corporation – GSD	National Securities Clearing Corporation
Fixed Income Clearing Corporation – MBSD	Options Clearing Corporation
LCH Clearnet Limited	
Central Securities Depository	
Clearstream Banking Frankfurt	Euroclear France
Clearstream Banking Luxembourg	Euroclear Nederland
Depository Trust Company	Euroclear U.K. & International
Euroclear Bank SA/NV	Euronext Securities Milan
Euroclear Belgium	

Payment	
Clearing House Automated Payment System	Fedwire Funds Service
Clearing House Interbank Payments System	Trans-European Automated Real-Time Gross Settlement Express Transfer System
CLS Bank International	
Electronic Payments Network	
Securities Settlement System	**Vendor**
Fedwire Securities Service	Society for Worldwide Interbank Financial Telecommunication (SWIFT)
Agent Bank	
Citigroup	Mizuho Corporation Bank Ltd.
Deutsche Bank	Skandinaviska Enskilda Banken
HSBC	Mitsubishi UFG Ltd

4.5 DESCRIPTION OF FOREIGN OPERATIONS

The Bank's primary international activities consist of asset servicing and global payment services in its Securities Services and Market and Wealth Services businesses. The Bank has various foreign branches.

We maintain a presence in the EU through the Frankfurt Branch of the Bank and BNY Mellon SA/NV, which is headquartered in Belgium and has a branch network in a number of other EU countries. BNY Mellon SA/NV has a general banking license for the provision of banking and investment services.

Each of the London Branch, BNYMIL and BNY Mellon SA/NV are material entities that support Asset Servicing and Digital as well as other business lines within the firm. BNY Mellon India Ops and BNY Mellon India Tech are each India-based material entities that provide operational support and IT services to the firm. For additional information on these material entities, please see Section 4.1.2.

Additional information related to BNY Mellon's international operations is contained in BNY Mellon's reports filed with the SEC, including the 2022 Form 10-K, the Quarterly Reports on Form 10-Q and the Current Reports on Form 8-K, available at www.bnymellon.com.

4.6 MATERIAL SUPERVISORY AUTHORITIES

The Bank is a New York state-chartered bank and a member of the Federal Reserve System and is subject to regulation, supervision and examination by the Federal Reserve, the FDIC and the New York State Department of Financial Services.

The Bank is registered as a swap dealer with the CFTC and is a member of the NFA in that same capacity. As a swap dealer, the Bank is subject to regulation, supervision and examination by the CFTC and the NFA. Additionally, the Bank is conditionally registered as a security-based swap dealer with the Securities and Exchange Commission.

In Europe, branches of the Bank are subject to regulation in the countries in which they are established, in addition to being subject to oversight by the U.S. regulators referred to above. BNY Mellon SA/NV is a public limited liability company incorporated under the laws of Belgium, holds a banking license issued by the National Bank of Belgium, and is authorized to carry out all banking and savings activities as a credit institution. The European Central Bank has responsibility for the direct supervision of significant banks and banking groups in the Euro area, including BNY Mellon SA/NV. The European Central Bank's supervision is carried out in conjunction with the relevant national prudential regulator (the National Bank of Belgium in BNY Mellon SA/NV's case), as part of the Single Supervisory Mechanism.

Certain of our financial services operations in the United Kingdom are subject to regulation and supervision by the FCA and the PRA. The PRA is responsible for the authorization and prudential regulation of firms that carry on PRA-regulated activities, including banks. PRA-authorized firms are also subject to regulation by the FCA for conduct purposes. In contrast, FCA-authorized firms (such as investment management firms) have the FCA as their sole regulator for both prudential and conduct purposes. As a result, FCA-authorized firms must comply with FCA prudential and conduct rules and the FCA's Principles for Businesses, while dual-regulated firms must comply with the FCA conduct rules and FCA Principles, as well as the applicable PRA prudential rules and the PRA's Principles for Businesses.

BNYMIL, our United Kingdom-incorporated bank, as well as the London Branch of the Bank are both regulated by the PRA and the FCA. Certain of our United Kingdom-incorporated subsidiaries are authorized to conduct investment business in the United Kingdom. Their investment management advisory activities and their sale and marketing of retail investment products are regulated by the FCA. Certain United Kingdom investment funds, including investment funds of BNY Mellon, are registered with the FCA and are offered for sale to retail investors in the United Kingdom.

The types of activities in which the foreign branches of our banking subsidiaries and our international subsidiaries may engage are subject to various restrictions imposed by the Federal Reserve. Those foreign branches and international subsidiaries are also subject to the laws and regulatory authorities of the countries in which they operate and, in the case of banking subsidiaries, may be subject to regulatory capital requirements in the jurisdictions in which they operate.

Additional information related to supervision and regulation is contained in BNY Mellon's reports filed with the SEC, including the 2022 Form 10-K, the Quarterly Reports on Form 10-Q and the Current Reports on Form 8-K, available at www.bnymellon.com.

4.7 PRINCIPAL OFFICERS

The Executive Committee of the Parent and executive officers of the Bank are:

Jennifer Barker Global Head of Treasury Services	**Alejandro Perez** Chief Administrative Officer
James T. Crowley Global Head of Pershing	**Joseph Pizzuto** Chief Auditor
Bridget E. Engle Chief Information Officer and Global Head of Engineering	**Emily Portney** Global Head of Asset Servicing
Hani A. Kablawi Head of International	**Roman Regelman*** Global Head of Securities Services and Digital
Catherine Keating* Global Head of Wealth Management	**Brian Ruane** Global Head of Clearance and Collateral Management
Jayee Koffey* Global Head of Enterprise Execution and Chief Corporate Affairs Officer	**Akash Shah** Chief Growth Officer and Global Head of Growth Ventures
Senthil Kumar* Chief Risk Officer	**Hanneke Smits*** Global Head of Investment Management
Kurtis R. Kurimsky* Corporate Controller	**Robin Vince*** President and Chief Executive Officer
J. Kevin McCarthy* General Counsel	**Adam Vos** Global Head of Markets and Execution Services
Dermot McDonogh* Chief Financial Officer	**Cathinka Wahlstrom** Chief Commercial Officer

*Designated by the Board of Directors as an executive officer

4.8 DESCRIPTION OF MATERIAL MANAGEMENT INFORMATION SYSTEMS

BNY Mellon has built enterprise-wide governance and infrastructure for its MIS and applications that provide a broad set of control processes and reporting capabilities on the financial health, risks and operations of the firm, including the Bank. As a result of these investments, the Bank has processes and reporting capabilities to facilitate efficient crisis response and to support the resolution of the Bank.

The firm's MIS strategy centers on data governance, robust MIS infrastructure, comprehensive reporting capabilities, and clearly defined MIS needs in resolution. As a result of these efforts, we are confident we have the MIS capabilities required to produce the information that would be necessary to resolve the Bank under the Federal Deposit Insurance Act.

Data Governance

The Bank and the rest of the firm utilize a data governance framework to maintain standards for data integrity, transparency and reliability. This framework underpins the reporting capabilities that support our strategy and provides confidence that the relevant data used for decision-making during financial stress is sound.

MIS Infrastructure

Robust infrastructure lies at the foundation of our MIS capabilities and processes. This infrastructure supports our BAU MIS needs and would support MIS needs if the Bank were to experience stress or resolution.

The infrastructure comprises a set of disciplines, technologies, applications and procedures used to manage, harmonize and govern data acquired from core business systems. The infrastructure supports our MIS reporting activities on a daily basis. On any given day, over 200 million raw lines of data are processed through the infrastructure from transactional source systems. The centralization of sourcing and validation of data serves as the means to ensure consistency, integrity and reliability of MIS reports across the firm and facilitates the management of data throughout the data lifecycle. The firm's data standards and tools are applied throughout the MIS infrastructure.

Our MIS infrastructure includes:

- The **Enterprise Data Service** is a centralized data hub between sources and consumers, enriching, transforming, and delivering data across the company. It sources broad and granular data once from source systems and distributes multiple times in batch time. The Enterprise Data Service enriches the sourced data with enterprise standard definitions so that transactional data can be linked to the company's master reference data. As a result, users are able to consistently describe, aggregate and calculate information consumed from the Enterprise Data Service.
- The **Reference Data Hub** is a centralized data management capability that serves as the authoritative source of reference, master, market and structural data to provide consumers

with consistent, validated and well-governed data. Two of the capabilities within the Reference Data Hub are primarily to support resolvability:

  - The **Legal Agreement Repository** provides an enterprise view of significant client contracts contracted with all major legal entities. The platform provides visibility for the documents that are stored on all of the sources systems for client contracts. The Legal Agreement Repository can filter through and report on multiple contractual dimensions across various provisions (e.g., cross defaults, change of control and rehypothecation language).
  - The **Netting Flag Utility** is a central repository of netting data attributes.

- **Enterprise Data Warehouse** is the firm's data lake, a linear scalable platform that supports structured and unstructured data and serves as the primary component of the big data ecosystem. The Enterprise Data Warehouse provides users with multiple connectivity options for maximum flexibility and supports an open-source analytics platform.

MIS Reporting Capabilities
Using our MIS infrastructure as a foundation, we have MIS reports that provide granularity and transparency into relevant topics for recovery and resolution strategy execution, enhancing our risk management and decision-making capabilities. We are able to produce timely information, by material entity related to financial condition, regulatory reporting, financial and operational interconnectedness, and third-party commitments and contracts.

5 CONCLUSION

We understand the role that we play for our clients and the markets in which we operate. We embrace our responsibility to manage risk every day and to ensure that, were a resolution ever necessary, it could be accomplished with minimal disruption to financial markets. Resolution planning is more than a compliance exercise for us.

As set forth in the firm's Title I Plan, we maintain a thorough, carefully considered SPOE strategy with associated capabilities to make the strategy actionable. We continually test, refine and enhance our capabilities to ensure that, in the event of material financial stress or failure, we are prepared for a rapid and orderly resolution under the Bankruptcy Code.

While we believe that the SPOE strategy would permit the Bank to continue to operate as a going concern if it were to experience material financial stress, we also recognize the importance of preparing our IDI Plan to address how the FDIC, as receiver, could resolve the Bank, if necessary, under the Federal Deposit Insurance Act. We believe that our IDI Plan demonstrates our ability to produce the information that would be necessary, and otherwise would enable the FDIC, to resolve the Bank efficiently under the Federal Deposit Insurance Act in a manner that ensures depositors receive access to their insured deposits within one business day of the failure (two business days if the failure occurs on a day other than Friday), maximizes the net present value return from the sale or disposition of its assets, and minimizes the amount of any loss to be realized by creditors in the Bank's resolution.