

RENYI THOMAS A
Form 4
May 02, 2006

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 *
RENYI THOMAS A

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)

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
04/28/2006

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman and CEO

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock (Par Value \$7.50) | | | | | 513,844.68 | D | |
| Common Stock (Par Value \$7.50) | 04/28/2006 | | S | <u>1,066</u> ⁽¹⁾ | \$ 35.29 | D | 7,267 I By 2000 Family Trust |
| Common Stock (Par Value \$7.50) | 04/28/2006 | | S | <u>1,100</u> ⁽¹⁾ | \$ 35.3 | D | 6,167 I By 2000 Family Trust |

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| | | | | | | | | |
|---------------------------------|------------|---|-----------------------------|---|----------|---------------------------|---|----------------------------|
| Common Stock (Par Value \$7.50) | 04/28/2006 | S | <u>1,134</u> ⁽¹⁾ | D | \$ 35.31 | 5,033 | I | By 2000 Family Trust |
| Common Stock (Par Value \$7.50) | 04/28/2006 | S | <u>2,333</u> ⁽¹⁾ | D | \$ 35.32 | 2,700 | I | By 2000 Family Trust |
| Common Stock (Par Value \$7.50) | 04/28/2006 | S | <u>800</u> ⁽¹⁾ | D | \$ 35.33 | 1,900 | I | By 2000 Family Trust |
| Common Stock (Par Value \$7.50) | 04/28/2006 | S | <u>133</u> ⁽¹⁾ | D | \$ 35.34 | 1,767 | I | By 2000 Family Trust |
| Common Stock (Par Value \$7.50) | | | | | | 413,859.84 ⁽²⁾ | I | By 401(k) Plan |
| Common Stock (Par Value \$7.50) | 04/28/2006 | S | <u>1,067</u> ⁽¹⁾ | D | \$ 35.29 | 7,267 | I | By first 1996 Family Trust |
| Common Stock (Par Value \$7.50) | 04/28/2006 | S | <u>1,100</u> ⁽¹⁾ | D | \$ 35.3 | 6,167 | I | By first 1996 Family Trust |
| Common Stock (Par Value \$7.50) | 04/28/2006 | S | <u>1,133</u> ⁽¹⁾ | D | \$ 35.31 | 5,034 | I | By first 1996 Family Trust |
| Common Stock (Par Value \$7.50) | 04/28/2006 | S | <u>2,334</u> ⁽¹⁾ | D | \$ 35.32 | 2,700 | I | By first 1996 Family Trust |
| Common Stock (Par Value \$7.50) | 04/28/2006 | S | <u>800</u> ⁽¹⁾ | D | \$ 35.33 | 1,900 | I | By first 1996 Family Trust |
| Common Stock (Par Value \$7.50) | 04/28/2006 | S | <u>133</u> ⁽¹⁾ | D | \$ 35.34 | 1,767 | I | By first 1996 Family Trust |
| | | | | | | 130,000 ⁽³⁾ | I | |

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| | | | | | | | | |
|---------------------------------|------------|---|-----------------------------|---|------------------------|----------------------|---|-----------------------------|
| Common Stock (Par Value \$7.50) | | | | | | | | By GRAT 2-2005 |
| Common Stock (Par Value \$7.50) | | | | | 260,000 ⁽³⁾ | I | | by GRAT 3- 2005 |
| Common Stock (Par Value \$7.50) | 04/28/2006 | S | <u>1,067</u> ⁽¹⁾ | D | \$ 35.29 | 7,266 ⁽⁴⁾ | I | By second 1996 Family Trust |
| Common Stock (Par Value \$7.50) | 04/28/2006 | S | <u>1,100</u> ⁽¹⁾ | D | \$ 35.3 | 6,166 ⁽⁴⁾ | I | By second 1996 Family Trust |
| Common Stock (Par Value \$7.50) | 04/28/2006 | S | <u>1,133</u> ⁽¹⁾ | D | \$ 35.31 | 5,033 ⁽⁴⁾ | I | By second 1996 Family Trust |
| Common Stock (Par Value \$7.50) | 04/28/2006 | S | <u>2,333</u> ⁽¹⁾ | D | \$ 35.32 | 2,700 ⁽⁴⁾ | I | By second 1996 Family Trust |
| Common Stock (Par Value \$7.50) | 04/28/2006 | S | 800 ⁽¹⁾ | D | \$ 35.33 | 1,900 ⁽⁴⁾ | I | By second 1996 Family Trust |
| Common Stock (Par Value \$7.50) | 04/28/2006 | S | 134 ⁽¹⁾ | D | \$ 35.34 | 1,766 ⁽⁴⁾ | I | By second 1996 Family Trust |
| Common Stock (Par Value \$7.50) | | | | | | 3,350 ⁽⁵⁾ | I | By Spouse |

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

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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| 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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|------------------|-------|
| | Director | 10% Owner | Officer | Other |
| RENYI THOMAS A | X | | Chairman and CEO | |

Signatures

Thomas A.
Renyi

05/02/2006

**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).
- (3) These shares were previously reported as directly beneficially owned but were contributed to a grantor retained annuity trust on August 23, 2005.
- (5) Reporting person disclaims beneficial ownership of these securities.
- (4) Form #2 of 3
- (1) The shares are held in trust for the benefit of reporting person's children. The reporting person is a trustee of the Trust.
- (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 March 31, 2006. 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.