

RENYI THOMAS A

Form 4

December 14, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(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)
THE BANK OF NEW YORK, ONE
WALL STREET

3. Date of Earliest Transaction
(Month/Day/Year)
12/13/2005

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

(Street)
NEW YORK, NY 10286

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 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)
Common Stock (Par Value \$7.50)	12/13/2005		S ⁽¹⁾	5,200 D	\$ 32.02 614,565.68	D	
Common Stock (Par Value \$7.50)	12/13/2005		S ⁽¹⁾	3,200 D	\$ 32.03 611,365.68	D	
Common Stock (Par Value)	12/13/2005		S ⁽¹⁾	200 D	\$ 32.04 611,165.68	D	

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\$7.50)									
Common Stock (Par Value \$7.50)	12/13/2005	S ⁽¹⁾	30,000	D	\$ 32.13	581,165.68	D		
Common Stock (Par Value \$7.50)	12/13/2005	S ⁽¹⁾	5,800	D	\$ 32.3	575,365.68	D		
Common Stock (Par Value \$7.50)	12/13/2005	S ⁽¹⁾	1,100	D	\$ 32.34	574,265.68	D		
Common Stock (Par Value \$7.50)	12/13/2005	S ⁽¹⁾	1,600	D	\$ 32.35	572,665.68	D		
Common Stock (Par Value \$7.50)	12/13/2005	S ⁽¹⁾	1,200	D	\$ 32.36	571,465.68	D		
Common Stock (Par Value \$7.50)	12/13/2005	S ⁽¹⁾	8,800	D	\$ 32.4	562,665.68	D		
Common Stock (Par Value \$7.50)	12/13/2005	S ⁽¹⁾	7,900	D	\$ 32.54	554,765.68 (2)	D		
Common Stock (Par Value \$7.50)						130,000 (3)	I		by GRAT 2-2005
Common Stock (Par Value \$7.50)						260,000 (4)	I		by GRAT 3-2005
Stock Units						405,905.06 (5)	D		

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

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SEC 1474
(9-02)

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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)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RENYI THOMAS A THE BANK OF NEW YORK ONE WALL STREET NEW YORK, NY 10286	X		Chairman and CEO	

Signatures

Thomas A.
Renyi 12/14/2005

__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 August 22, 2005.
- (2) The amount of securities beneficially owned reported above following reported transaction(s) does not include 204,767 shares owned by reporting person through a grantor retained annuity trust.
- (3) These shares were previously reported as directly beneficially owned but were contributed to a grantor retained annuity trust on August 23, 2005.
- (4) These shares were previously reported as directly beneficially owned but were contributed to a grantor retained annuity trust on August 23, 2005.
- (5) Represents number of stock units held in employer's stock fund in The Bank of New York Company, Inc. Employee Savings and Investment Plan, formerly the Profit Sharing Plan, as of November 30, 2005.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.