Profile

Mellon Financial Corporation is one of the world’s leading providers of financial services for large corporations, institutions and affluent individuals. The Corporation’s strategy is to provide to all of our customers the results they want, expand our leadership in our high-growth-potential businesses, and deliver superior and sustainable returns to our shareholders. As the Corporation’s employees execute on the strategy, they strive to show customers that, with Mellon, the difference is measurable."

Founded in 1869 in Pittsburgh, Pennsylvania, as T. Mellon and Sons’ Bank, Mellon Financial Corporation today is a global financial services company with the goal of becoming the best performing financial services company. With approximately $2.9 trillion in assets under management, administration or custody as of year-end 2002, including $581 billion under management, Mellon provides a wide variety of financial products and services globally to a broad range of customers.

For corporations and institutions, Mellon provides asset management; asset servicing, including trust and custody, performance analytics, securities lending, foreign exchange, defined contribution and defined benefit services, and fund administration; human resources consulting and outsourcing services; investor services; treasury services and capital markets services.

For affluent individuals, Mellon provides private wealth management and private banking, mutual funds, separately managed accounts, annuities and brokerage accounts. Mellon’s mutual fund businesses include The Dreyfus Corporation and Founders Asset Management and, based in the United Kingdom, Newton Investment Management.

Shared Values

Mellon employees apply these Shared Values toward our goal of becoming the best performing financial services company.

Integrity  Our reputation is defined by how we respect and treat with dignity our customers, shareholders, communities and each other. We are honest, fair, active listeners, open communicators and accountable.

Teamwork  We work cooperatively and rely on each other for individual and shared success. We value individual differences, encourage new ideas, share information, always learn and recognize performance.

Excellence  We are dedicated to producing the best results for our customers, shareholders, communities and ourselves. We are creative and innovative, flexible and adaptable, focused on high quality solutions, continually improving and, above all, winners.
The difference is measurable.

With its successful transformation to a company of high-growth-potential businesses, Mellon is focused like never before on delivering measurable results for our customers and, ultimately, shareholders, employees and communities. This emphasis was formalized corporately in 1999 with the launch of the Customer Focus Initiative, now an Imperative, to deliver exceptional service to our external and internal customers. Since then, Mellon’s customer focus has driven our success, and customer satisfaction is clear in these examples of what we have achieved.

- Named No. 5 U.S. asset manager and No. 11 global asset manager in 2002, according to Pensions & Investments.
- Maintained our position as No. 1 global custodian among our key competitors in 2003, based on quality, in the R&M Consultant survey.
- Held 29 four- and five-star Morningstar ratings as of December 31, 2002.
- Opened 18 new Private Wealth Management offices.
- Developed a human resources business supported by a breadth of services unsurpassed by competitors.
- Won four first-, second- or third-place honors in the group categories in the 2002 Standard & Poor’s U.K. and European Investment Awards — the highest number achieved (Newton Investment Management).
- Increased awareness of our brand by about 15 percent through our integrated brand campaign communications.

*As of December 31, 2002

No. 5 U.S. asset manager…
[Pensions & Investments, September 2002]

No. 11 global asset manager…
[Pensions & Investments, September 2002]

No. 2 most admired company in America among our financial services peers…
[Fortune, March 2003 and March 2002]
In 2002, Mellon met the challenge of a weak economy with relatively good performance. Having successfully completed our transformation from a traditional bank to a global financial services company, Mellon is focused more than ever on executing our strategy to achieve sustainable growth, and we are poised to grow.

I’m very proud of the 22,500 Mellon employees who have remained steadfastly committed to making a difference that’s measurable to our customers, shareholders and communities. Their integrity, teamwork and excellence have made it possible for me to reflect positively upon a year of key accomplishments and new opportunities.

**Financial Highlights**
Mellon’s performance in 2002 placed us in a relatively strong position among our financial services industry peers.

- Return on equity was among the highest in the financial services industry at 19.9 percent.
- Income from continuing operations totaled $667 million, or $1.52 per share, compared with $436 million, or 91 cents per share, for 2001.
- Fee revenue totaled 85 percent of fee and net interest revenue.
- We increased the quarterly common stock dividend by 8 percent to 13 cents per share.
- Project LEAP has exceeded our goal of $300 million annually in revenue enhancements and expense savings for investment spending and meeting our financial objectives.

We anticipate future growth tempered by a difficult environment over the short term, but are well positioned to exploit the even more substantial growth opportunities a recovery will bring. Toward this goal, we have invested strategically in our businesses and our employees.

**Employees Make a Measurable Difference**
We continued to invest for organic growth. We enhanced employees’ sales efforts with the launch of an integrated brand campaign in April 2002 to communicate Mellon’s strategic repositioning as an organization focusing on high-growth-potential businesses. The campaign has helped to push Mellon into a leadership position for marketplace awareness versus our key competitors. Many current and prospective customers now think of Mellon before our competitors, and they have a growing understanding that Mellon is focused on providing them with the results they want.

Thorough research and analysis led to a realignment of our institutional sales organizations by business sector, with special emphasis on specific customer segments: corporate, financial services, and public and not-for-profit. The institutional sales organizations are designed to bring broad-based solutions to new customers and build deeper relationships with existing customers. And an institutional marketing team now supports our sales efforts with better research, customer knowledge management and skills training.

**Strategic Investment**
We continued our disciplined approach to enhancing Mellon’s businesses through acquisitions, strategic alliances and joint ventures. To demonstrate our mutual commitment to serving customers in the global custody market, ABN AMRO Bank N.V. and Mellon formalized our marketing alliance by creating ABN AMRO Mellon Global Securities Services B.V. This new financial services company provides global custody and related services to customers worldwide, excluding markets such as North America, where Mellon will continue to serve customers directly.

We enhanced our services to institutional and high net worth clients by acquiring HBV Capital Management LLC, a New York- and London-based investment management
“Mellon is focused more than ever on executing our strategy to achieve sustainable growth, and we are poised to grow.”

Martin G. McGuinn
Chairman and Chief Executive Officer


**Shared Values Drive Many 2002 Actions**

Our Shared Values of Integrity, Teamwork and Excellence guide everything we do. The commitment of employees to our Shared Values was reinforced through the establishment of our Diversity Council and the Mellon Ethics Office, including corporatewide enhanced training to help employees deal with ethical questions at work. And we helped motivate employees to continue to strive for excellence through a fourth grant of ShareSuccess stock options and improvements to our 401(k) program.

Mellon’s Shared Values also drove our leadership role in corporate governance. We adopted stock ownership guidelines for senior officers and directors, and, voluntarily and significantly, we accelerated the speed of reporting our executive officers’ and directors’ stock transactions. We promptly complied with both the June Securities and Exchange Commission (SEC) release to the 950 largest reporting companies and the requirements in the Sarbanes-Oxley Act of 2002 to certify the accuracy of our recent SEC filings. And, in keeping with our long-standing commitment to comprehensive and transparent financial disclosure, we announced we will begin to expense stock options in 2003.

**Relentless Pursuit of the Goal**

Our employees have led Mellon to ever-greater achievements through their performance. In 2002, based on his efforts and the continuing success of employees in the Asset Servicing sector he leads, Jim Palermo was promoted to vice chairman and membership in the Executive Management Group.

I was honored to represent all Mellon employees by accepting a presidential appointment to the U.S. National Infrastructure Advisory Council, which makes recommendations to the President regarding the security of U.S. information systems and other economically critical infrastructures. Our involvement reflects the commitment to the security of customer information that Mellon employees take very seriously, as well as Mellon’s important role in the use of technology-based systems.

Our employees’ performance and commitment to our Shared Values are recognized through the many honors our businesses have received. A few of these successes are reflected in the performance rankings included in the following section of this report. I thank our employees for their performance, talent, values, commitment and success.

I thank you, our shareholders, and our customers for showing confidence and trust in Mellon. We at Mellon will continue to be driven to meet or exceed your expectations by a relentless focus on one corporatewide goal: to become the best performing financial services company.

Sincerely yours,

Martin G. McGuinn
Chairman and Chief Executive Officer
After its strategic repositioning, Mellon sharpened its focus on performance in high-growth-potential businesses. Mellon employees have made it a priority to show customers and all stakeholders that, with Mellon, the difference is measurable. To enable employees to achieve this level of performance, Mellon works hard to attract, retain and develop the best possible talent by striving to become the employer of choice. Here are a few examples of how we did that in 2002.

By the end of 2002, Mellon offered more than 25 Customer Focus Imperative (CFI) training courses on our internal Web site to allow employees to refine their customer service skills. CFI also was a significant influence on the organization of Mellon’s businesses and realignment of our institutional sales efforts. At the beginning of CFI in 1999, we developed the Mellon Promise to meet or exceed customers’ expectations, which became a vital message component of Mellon’s 2002 integrated brand campaign.

A goal of Mellon’s brand campaign was to increase overall awareness of Mellon at the national level in the United States, in part, through advertising. The brand campaign increased awareness of the Mellon brand among prospects by about 15 percent, giving Mellon the highest overall awareness against its competitors. And the campaign favorably influenced employee attitudes about their employer. In a survey, 87 percent of employees stated the ads made them feel positive or extremely positive about working at Mellon.
Mellon’s Diversity Council is a group of Mellon employees chosen for their ability to provide direction for a major corporate initiative as well as for their cultural, lifestyle, geographic and business line diversity. The Council was established in 2002 with the goal of creating an environment at Mellon that is inclusive. When people feel comfortable participating and contributing their unique skills, talents and experiences to help achieve the Corporation’s strategic goals, Mellon is better able to provide the results customers want.

In 1999, Mellon began to pursue aggressively the goal of becoming the employer of choice, our commitment to having the right people, at the right time in the right positions, who are driven to satisfy customers. Changes have included open communication between employees and top management, a broad-based stock option program and a flexible benefits program involving expanded medical and other options. In 2002, the Mellon 401(k) Retirement Savings Plan was enhanced to include a flexible dividend feature and the opportunity to diversify matching Mellon stock contributions in the Plan.

We developed a formal ethics program to reinforce our commitment to satisfy customers by doing business with integrity and to provide resources for employees to help them resolve ethical issues. Based on long-established policies of how Mellon employees are to conduct business, the program includes features such as video- and Web-based training, an internal ethics Web site, online annual certification, an ethics help line, and Mellon-sponsored partnership in the Ethics Officer Association, a professional association of managers of ethics, compliance and business conduct programs.
## Financial Highlights

### Financial results (a)

<table>
<thead>
<tr>
<th></th>
<th>2002</th>
<th>2001</th>
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</thead>
<tbody>
<tr>
<td>Income from continuing operations (in millions)</td>
<td>$ 667</td>
<td>$ 436</td>
</tr>
<tr>
<td>Income from discontinued operations (in millions)</td>
<td>15</td>
<td>882</td>
</tr>
<tr>
<td>Net income (in millions)</td>
<td>$ 682</td>
<td>$ 1,318</td>
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### Earnings per share — diluted

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<table>
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<tr>
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<tbody>
<tr>
<td>Continuing operations</td>
<td>$ 1.52</td>
<td>$.91</td>
</tr>
<tr>
<td>Discontinued operations</td>
<td>.03</td>
<td>1.85</td>
</tr>
<tr>
<td>Net income</td>
<td>$ 1.55</td>
<td>$ 2.76</td>
</tr>
</tbody>
</table>

### Continuing operations — key data

<table>
<thead>
<tr>
<th></th>
<th>2002</th>
<th>2001</th>
</tr>
</thead>
<tbody>
<tr>
<td>Return on shareholders’ equity</td>
<td>19.9 %</td>
<td>11.7 %</td>
</tr>
<tr>
<td>Fee revenue as a percentage of fee and net interest revenue (FTE)</td>
<td>85 %</td>
<td>83 %</td>
</tr>
<tr>
<td>Trust and investment fee revenue as a percentage of fee and net interest revenue (FTE)</td>
<td>70 %</td>
<td>76 %</td>
</tr>
<tr>
<td>Efficiency ratio</td>
<td>73 %</td>
<td>79 %</td>
</tr>
<tr>
<td>Assets under management at year end (in billions)</td>
<td>$ 581</td>
<td>$ 592</td>
</tr>
<tr>
<td>Assets under administration or custody at year end (in billions)</td>
<td>$ 2,276</td>
<td>$ 2,082</td>
</tr>
<tr>
<td>Standard &amp; Poor's 500 Index at year end</td>
<td>880</td>
<td>1,148</td>
</tr>
</tbody>
</table>

(a) Results for 2001 include the after-tax impact of the amortization of goodwill from purchase acquisitions of $66 million, or 14 cents per share, for continuing operations and $97 million, or 20 cents per share, on a net income basis. In accordance with generally accepted accounting principles, the amortization of goodwill was discontinued in 2002.

Note: FTE denotes presentation on a fully taxable equivalent basis.

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**Cautionary Statement**

This Summary Annual Report contains “forward-looking statements.” These statements relate to, among other things, future financial results of the Corporation. Reference is made to the Corporation's filings on Forms 10-K and 10-Q with the Securities and Exchange Commission for factors that could cause actual results to differ materially from those anticipated, including without limitation changes in economic conditions and equity and fixed income market fluctuations.
Customers speak. Mellon listens. Success follows.

Mellon Business Groups

Asset Management
Emphasizes balance and scale. Mellon leverages strong brands and product breadth across multiple U.S. and global distribution channels and tailors its asset management capabilities to meet the needs of customers, including high net worth and institutional clients. Unique entrepreneurial cultures provide best-in-class products and investment performance.

Sectors
Institutional Asset Management
Mutual Funds
Private Wealth Management

Corporate and Institutional Services
Industry-leading outsourcing solutions built around a breadth of products, a reputation for quality, scalable technology and strong relationships to meet or exceed the needs of customers.

Sectors
Asset Servicing
Human Resources Services
Treasury Services

Mellon’s success results from a relentless customer focus, reinforced by ongoing, corporatwide formal training and research. For example, based on surveys of customers to learn what they expect of us, Mellon organized its businesses into two groups with a total of six business sectors in 2002. Within each sector, we grouped together those services and products that might be used by a specific customer decision-maker. We staffed this organization with sales professionals who offer specialized knowledge of our customers, their markets and our business sectors. In this way, Mellon enhanced delivery of some of the best products and services in our industry to the most discriminating customers in the world. And our customer focus is producing results. A few examples of customer feedback, the rankings that result from customer satisfaction and the Mellon business sectors that serve our customers are featured on the following pages.
Mellon Financial Corporation was named No. 5 U.S. asset manager and No. 11 global asset manager in a highly regarded annual survey of the world’s largest money managers, based on assets under management. The 2002 survey was conducted by organizations including *Pensions & Investments*, an international publication focused on money management. Since the previous survey in 2001, Mellon advanced three places in the world rankings and one spot among U.S. competitors.

Ted Ladd’s focus is the Institutional Asset Management sector, but he noted that Mellon’s leadership in asset management also is attributable to the strength of the Mutual Funds and Private Wealth Management sectors.

“The entire Asset Management group represents a rich investment manufacturing base,” Ted said. “That enables Mellon to give a variety of institutions, pension funds, endowments and individual investors access to comprehensive asset management expertise through a broad range of products, including separate accounts, mutual funds and annuities.

“The same Mellon asset manager who manages a mutual fund for a Dreyfus client might also manage an investment product for a Private Wealth Management client and a pension fund for an institution,” Ted said. “Each Mellon investment subsidiary pursues excellence with a distinct philosophy, process and array of products, but all are focused on creating value for our clients.”
Institutional Asset Management

Managing the hard-earned savings and pensions of millions of employees and retirees brings with it enormous responsibility. As the fifth-largest asset manager in the United States and one of the largest worldwide, Mellon is equal to the challenge.

Mellon operates its institutional investment subsidiaries as distinct entities under the Mellon Institutional Asset Management umbrella. This focused subsidiary approach allows the individual companies to operate in an entrepreneurial environment and deliver specific investment expertise and exceptional service to their clients, while also enabling them to tap the resources of the overall Mellon organization. Providing unrivaled breadth of investment products from individual firms with distinct and differentiated capabilities, Mellon is well known for its consistent investment performance and investment management expertise that spans virtually every asset class and investment style, allowing Mellon to deliver for its clients.

Mellon’s growth strategy is highly focused on global expansion. In recent years, we have enhanced our capabilities significantly in Europe, Asia and Latin America through alliances, joint ventures and, in particular, through the acquisition of U.K.-based Newton Investment Management.

With more than 100 investment products available through a variety of distribution platforms, Mellon is able to meet the needs of institutions worldwide.

Christopher Pellegrino, senior portfolio manager, Standish Mellon Asset Management, helps institutions manage risk in their customized portfolios.

Business Sector Highlights

No. 5 U.S. asset manager and No. 11 global asset manager; Pensions & Investments, September 2, 2002

Mellon’s asset management services are sold through Mellon Global Investments in the United Kingdom, Ireland, Switzerland, Germany, Italy, Scandinavia, Austria, Spain, Holland, Brazil, Chile, Hong Kong, Australia, Japan and the Middle East.
Mutual Funds

Through Mellon and its many asset management subsidiaries, individuals, non-profit institutions and corporate customers can select investments in virtually every asset class and investment style from a global investment leader. World-class investment management resources available to customers include The Dreyfus Corporation, Mellon’s largest asset manager and leading provider of mutual funds; Founders Asset Management; and Newton Investment Management.

More than 200 investment products are available to individuals and institutions through the Mutual Funds sector. A robust investment manufacturing capability and global distribution network help Mellon meet or exceed customers’ expectations. Dreyfus, Founders and Newton focus on the needs of customers in markets including the United States, the United Kingdom, continental Europe, Japan, Latin America, the Middle East, Asia and Australia. Mellon Global Investments is key to success in markets outside the United States as the international distributor of Mellon’s asset management services and mutual funds.

An important growth channel for the sector involves the distribution of products and services through renowned third parties. In 2002, acquisitions and joint ventures broadened Mellon’s distribution platforms and investment product selection beyond mutual funds to include an increased emphasis on bolstering separate account assets.

Business Sector Highlights

No. 5 U.S. mutual fund adviser (Dreyfus), Financial Research Corp., April 1, 2002

A record $181 billion under management as of December 31, 2002 (Dreyfus)

More than 1.6 million accounts, including individuals, corporations, non-profits and government authorities (Dreyfus and Founders)

More than 200 mutual funds, separately managed account products and institutional portfolios (Dreyfus and Founders)

Mutual funds are distributed by Mellon Global Investments to the United Kingdom, Germany, Switzerland, Austria, Italy, Spain, Portugal, Kuwait, Bahrain, Hong Kong, Chile, Brazil and Japan.

Kelly Mulcahy, a senior key accounts manager in New York, offers clients Dreyfus’ half century of asset management expertise.
UBS AG is a leading global financial services firm with 71,000 employees worldwide, serving affluent individuals, corporations, institutions and governments. Headquartered in Switzerland, the bank has significant operations in all of the world’s major financial centers.

One of the ways in which UBS provides its affluent U.S. investors with access to a wide range of investment choices and expertise is through its relationship with The Dreyfus Corporation. Dreyfus is one of the leading asset management companies in the United States and Mellon’s largest mutual fund provider.

Through UBS, individual investors can access Dreyfus’ numerous financial investment choices, featuring expertise in virtually every asset class and investment style. For a single fee, individuals investing through UBS can take advantage of a broad array of Dreyfus services and products, including mutual funds such as the Dreyfus Premier Core Equity and Dreyfus Premier International Value Funds.

UBS’ customers also can gain comprehensive consulting and portfolio management services when their investments are handled as separate accounts. The investment managers of Dreyfus are among an elite group of managers selected by UBS to offer expertise in support of these accounts.

Customer Profile

Bruce Bursey
Executive Vice President
Director of Investment Consulting Services, UBS

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Mellon knows the results we expect at UBS. They’re committed to delivering solutions that contribute to our success.

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Industry Leadership

Gloria Zaldivar, Senior Director – Portfolio Management
Mellon
Private Wealth Management

With $66 billion in client assets, Mellon ranks among the top 10 wealth managers in the United States. Client satisfaction is the foundation of our success. We are one of the industry’s leaders in client retention over time and through variable market conditions. Mellon’s position as a leader in client retention among our peers is confirmed by industry data from a research program of the Corporate Executive Board, a membership organization for senior executives of leading institutions worldwide.

“Our approach, combining asset management, wealth management and banking services, is tailored to meet the needs of each individual client,” Gloria Zaldivar said. “This process, coupled with the quality of our employees, is the key to helping our clients achieve their goals through long-term relationships with Mellon.”

The professionals of the Private Wealth Management business at Mellon offer the experience, dedication and expertise to deliver the highest level of personalized service and wealth management advice. Our employee retention rate, like our client retention rate, is well above the industry average as measured by The Saratoga Institute. A successful client relationship begins with employee satisfaction, which, in turn, affects our clients’ satisfaction and helps us earn their trust.

“We’re proud of our client retention rate and our ability to consistently deliver results that lead to success for our clients and, ultimately, for our business.”
Private Wealth Management

Mellon’s Private Wealth Management group is a nationally recognized leader in investment and wealth management for high net worth individuals, families, family offices, charitable gift programs, endowments and foundations. Mellon offers a full range of investment alternatives, a disciplined process designed to outperform benchmarks while controlling risk, and a focus on after-tax returns.

Exceptional service is delivered by seasoned portfolio management professionals focused on the goals of each individual client. Portfolio managers employ a disciplined process for designing, implementing and consistently delivering the most effective strategy for each client’s circumstances and goals. Expert asset allocation is fundamental to this process. Wealth management resources include asset-specific planning, wealth preservation and intergenerational transfer, and charitable gift planning.

For affluent investors, Mellon offers Investment Advisory Services through Mellon Private Wealth Advisors. Investment Advisory Services combine the asset allocation expertise of Private Wealth Management with the professional advice of an experienced adviser.

Through strategic acquisitions and continued expansion in locations close to our clients, Mellon is positioned to perform well and continue to grow in the private wealth management business — a business in which Mellon has more than 125 years of experience.

Mellon will seek appropriate acquisitions when consistent with Mellon’s strategy and continue to penetrate the growing wealth market.

Business Sector Highlights

$66 billion in client assets, including $48 billion under management as of December 31, 2002

Extensive breadth and depth of investment and wealth management capabilities focused on the needs of private investors

Full array of banking services, including jumbo mortgages

Industry-leading client and employee retention rates

More than 60 locations in 14 states

Expanded by 18 locations serving affluent individuals throughout Pennsylvania and the mid-Atlantic region, and through the acquisition of Weber, Fulton & Felman, an Ohio-based asset management firm

Tailoring solutions for clients every day are Florida-based David Breitwieser, senior director, Portfolio Management; Elyssa Kupferberg, senior director, Sales; and Sales Analyst Evenz Escarne.
Asset Servicing

Chief financial officers, fund managers and treasury officials manage risk and make critical decisions about their organizations’ processing and performance measurement requirements. To help them succeed, Mellon begins by listening carefully to understand each decision-maker’s specific situation and desired results. Then, with the strength of deep experience and a global presence, Mellon delivers reliability, innovation and value-added products to make a difference that’s measurable.

Mellon’s asset servicing businesses target increased productivity and accuracy for our clients’ organizations. By pursuing this goal, Mellon has achieved top market positions in asset servicing, with particular strength in performance measurement, investment manager outsourcing, transition management, securities lending and foreign exchange.

Business Sector Highlights

No. 1 global custodian by North American respondents*
No. 1 customer-referral rate (Global Securities Services)*
No. 3 securities lender (Global Securities Services)*

* Global Investor, May 2002

Mellon’s sales organizations team up to offer a complete understanding of Asset Servicing and our other business sectors. And Mellon sales professionals are supported by extensive research on markets in which clients operate.

Mellon’s reputation for quality and client service was confirmed again in 2002 with several top rankings by both our clients and the industry. Opportunities for the future depend on factors such as the continuing trend for clients to outsource their investment management function and the ongoing privatization of pension plans in Europe. Mellon is well positioned to seize opportunities in these areas of potential growth.
Mellon Global Securities Services, a major growth business within the Corporation’s Asset Servicing sector, was voted best global custodian overall by North American respondents, best global custodian by North American institutional asset managers and most improved custodian for two years running, and was the recipient of the highest client referral rating: 85 percent of our clients would recommend Mellon to others. “Learning that our clients rank us highly confirms our knowledge of what they expect from us and makes our path to future success clear,” according to Darlene Atwater, service delivery specialist. “To benefit our clients, Mellon offers both the economies of scale of a large competitor and the tailored client service of a niche player.”

Strong contributors to the success of Mellon Global Securities Services’ business are ABN AMRO Mellon Global Securities Services B.V., a joint venture with ABN AMRO; CIBC Mellon Global Securities Services Company, a joint venture with Canadian Imperial Bank of Commerce; and Russell/Mellon Analytical Services, a joint venture with the Frank Russell Company.

Mellon Global Securities Services was named the No. 1 global custodian by North American respondents. That achievement was a team effort we continue to put forth every day.
We at Mellon are proud of our role as a top-tier player in global human resources, a goal we have achieved by relentlessly focusing on customer satisfaction.

Mellon is a Top 5 global provider of human resources consulting and administration services with the combined expertise and resources of Buck Consultants and Mellon HR Solutions. In the category of service to shareholders, Mellon Investor Services is ranked No. 1.

Mellon first moved into a top leadership position in human resources consulting and administration services in January 2002, after acquiring the Unifi Network business from Price-waterhouseCoopers for its capabilities in human resources outsourcing and consulting. The acquisition gave Mellon the resources to become a major player in the strategic human resources outsourcing business.

When complemented by the processing expertise of Mellon Investor Services, the human resources services businesses of Mellon represent integrated solutions for the needs of our customers.

“To Mellon customers, we deliver complete, state-of-the-art one-stop shopping for the full range of human resources services,” according to Julia McCarthy, relationship management group leader in Mellon HR Solutions. “That includes complete health and welfare, defined benefit, defined contribution, trust/pension payroll, human resources/payroll, performance management, learning and equity plan administration services.”
Human Resources Services

Mellon develops value-added solutions for executives who demand best practices in human resources and shareowner services for their companies — and their employees and investors. Senior human resources officers, vice presidents of compensation and benefits, and chief financial officers all find in Mellon a single source for consulting, outsourcing and equity plan services.

Buck Consultants is renowned for providing actuarial and strategic services in support of such plans, as well as advisory and implementation services in the areas of communications and compensation consulting, human resources transformation and organization effectiveness. Mellon HR Solutions administers defined contribution, defined benefit, and health and welfare plans using technologies that support solutions for customers. As an experienced provider of investor services for corporations and shareholders in North America, Mellon Investor Services delivers results related to all forms of executive and broad-based equity compensation plans, including options, restricted stock and stock purchase — in addition to employee financial planning and numerous equity services targeted at individual investors.

Mellon is well positioned to leverage opportunities in the growing human resources outsourcing market. The impressive processing experience that generates Mellon’s market leadership across its businesses is essential to the outstanding quality of this sector’s services, including process management, employee service and payments. And Mellon’s focused investments in technology enable customers to move a greater portion of their human resources function online, delivering services directly to end-users.

Business Sector Highlights

Top 5 global provider of human resources consulting and administration (Buck Consultants and Mellon HR Solutions)

No. 1 among large transfer agents in service to shareholders for three consecutive years, Group 5 2002 Shareholder Service Benchmarking Study, October 15, 2002

Prompt response to more than 10 million participant/investor phone calls and 10 million individual Web sessions annually
Treasury Services

Charged with the responsibility of continually making their companies more efficient and their customer service more successful, our Treasury Services clients require strategic solutions.

Mellon’s goal is to meet or exceed the expectations of these chief financial officers, treasurers and other treasury officers. To help customers achieve results, Mellon provides superior operating quality, customer service and expertise together with leading-edge technologies in areas ranging from global cash management to international products and services.

Mellon’s sales organizations use a consultative sales approach to develop comprehensive solutions that contribute to our customers’ success. A complete understanding of Treasury Services and other Mellon business sectors enables Mellon’s sales professionals to deliver the products and services that support our customers’ goals.

In 2002, as in many other years, Mellon earned quality and customer service distinctions in business areas that comprise the Treasury Services sector. Mellon’s market penetration in businesses such as global cash management is among the most impressive in the industry. Continued investment in appropriate technology and a relentless focus on customers’ expectations drive success in this area of Mellon’s business.
Fireman’s Fund Insurance Company works to provide business and personal insurance and to bring customers the highest caliber of claims service. Established in 1863, the company offers state-of-the-art insurance products and continually explores new products and possibilities.

Through Mellon Global Cash Management (GCM), Mellon provides Fireman’s Fund with sophisticated products and services ranging from retail and wholesale lockbox receivables solutions to concentration of funds services and iT elecash®️. Mellon GCM’s powerful Internet-based cash management tool. Value-added benefits such as new image technologies allow Fireman’s Fund to respond to a customer with information about a specific payment — often in real time. The relationship began more than a decade ago.

Numerous Mellon GCM services help Fireman’s Fund maximize its cash flow and efficiency. With seven strategically located lockbox operations sites, Mellon GCM has one of the largest bank-owned lockbox networks in the United States and is a major retail lockbox service provider for Fireman’s Fund. Mellon is also the customer’s concentration bank, providing services such as wire transfer to move its cash among banks, as needed, to manage working capital effectively.

Mellon GCM’s iT elecash replaced many of the customer’s paper processes with electronic ones for faster, efficient information. With this Internet-based information reporting and transaction initiation service, Fireman’s Fund can monitor bank accounts, initiate fund transfers and perform a full range of requests and transactions online for up-to-the-minute, reliable information.

Customer Profile

Terry Copeland, Director of Treasury
Fireman’s Fund Insurance Company

“Fireman’s Fund and Mellon have worked together to implement new technologies that help us meet the needs of our customers and our business.”
Through the Mellon Charitable Giving Program, which includes foundation and corporate support, in-kind gifts, employee donations and volunteers, Mellon plays a role in making communities better places to live and work. Mellon commits money and time to support projects and worthy charities on both sides of the Atlantic.

In the United Kingdom, Mellon sponsored the Alvin Ailey American Dance Theater and The Dance Theatre of Harlem’s trips to England to bring the arts to hundreds of school children. The Mellon Dance Project aims to encourage new young audiences, provides positive role models and exposes young people to dance techniques rarely taught in the United Kingdom. The 2002 project built on the success of a pilot project, sponsored by Mellon and run by Sadler’s Wells Dance Theatre. A public grant from the U.K.’s Regional Arts Lottery Programme more than doubled the funding provided by Mellon in 2002 and led to the expansion of the Mellon Dance Project to even more schools, significantly increasing the number of children who could take part in dance workshops with choreographers from the world-class Dance Theatre of Harlem. This unique project brings the best in modern performing arts to young people in deprived areas across London, reaching more than 400 children and young adults in 2002.

At Mellon, we contribute to the growth and strength of our firm, our industry and the young professionals preparing to enter it. During the summer of 2001 and again in 2002, in association with Howard University, a historically black private university in Washington, D.C., Buck Consultants placed top university students in summer internship positions in its offices. When Joe LoCicero, chairman and CEO of Buck Consultants, asked employees to think about other ways they could support the university, employees contributed to a fund, matched in part by Mellon support, to benefit Howard’s educational program. Howard students continue to seek internship opportunities at Buck.

Employees of The Dreyfus Corporation also discovered the rich rewards of becoming involved. The Long Island Mentoring Program pairs underprivileged high school students with professionals in various fields. Since 1999, Dreyfus’ Uniondale, N.Y., office has invited students to experience an asset management company while learning about careers they never may have considered. Students learn about information systems, human resources and the stock market.
## Condensed Consolidated Income Statement

### Mellon Financial Corporation (and its subsidiaries)

*(in millions, except per share amounts)*

<table>
<thead>
<tr>
<th></th>
<th>Year ended December 31,</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>2002</td>
</tr>
<tr>
<td><strong>Noninterest Revenue</strong></td>
<td></td>
</tr>
<tr>
<td>Trust and investment fee revenue</td>
<td>$2,988</td>
</tr>
<tr>
<td>Cash management revenue</td>
<td>285</td>
</tr>
<tr>
<td>Foreign exchange revenue</td>
<td>146</td>
</tr>
<tr>
<td>Securities trading revenue</td>
<td>37</td>
</tr>
<tr>
<td>Financing-related revenue</td>
<td>147</td>
</tr>
<tr>
<td>Equity investment revenue</td>
<td>(28)</td>
</tr>
<tr>
<td>Other</td>
<td>47</td>
</tr>
<tr>
<td><strong>Total fee and other revenue</strong></td>
<td>$3,622</td>
</tr>
<tr>
<td><strong>Gains on sales of securities</strong></td>
<td>59</td>
</tr>
<tr>
<td><strong>Total noninterest revenue</strong></td>
<td>$3,681</td>
</tr>
<tr>
<td><strong>Net Interest Revenue</strong></td>
<td></td>
</tr>
<tr>
<td>Interest revenue</td>
<td>1,056</td>
</tr>
<tr>
<td><strong>Interest expense</strong></td>
<td>446</td>
</tr>
<tr>
<td><strong>Net interest revenue</strong></td>
<td>$610</td>
</tr>
<tr>
<td><strong>Provision for credit losses</strong></td>
<td>172</td>
</tr>
<tr>
<td><strong>Net interest revenue after provision for credit losses</strong></td>
<td>$438</td>
</tr>
<tr>
<td><strong>Operating Expense</strong></td>
<td></td>
</tr>
<tr>
<td>Staff expense</td>
<td>1,865</td>
</tr>
<tr>
<td>Professional, legal and other purchased services</td>
<td>389</td>
</tr>
<tr>
<td>Net occupancy expense</td>
<td>246</td>
</tr>
<tr>
<td>Equipment expense</td>
<td>222</td>
</tr>
<tr>
<td>Business development</td>
<td>131</td>
</tr>
<tr>
<td>Communications expense</td>
<td>110</td>
</tr>
<tr>
<td>Amortization of goodwill</td>
<td>—</td>
</tr>
<tr>
<td>Amortization of other intangible assets</td>
<td>15</td>
</tr>
<tr>
<td>Other expense</td>
<td>148</td>
</tr>
<tr>
<td><strong>Total operating expense</strong></td>
<td>$3,126</td>
</tr>
<tr>
<td><strong>Income</strong></td>
<td></td>
</tr>
<tr>
<td>Income from continuing operations before income taxes</td>
<td>993</td>
</tr>
<tr>
<td>Provision for income taxes</td>
<td>326</td>
</tr>
<tr>
<td><strong>Income from continuing operations</strong></td>
<td>667</td>
</tr>
<tr>
<td><strong>Discontinued operations:</strong></td>
<td></td>
</tr>
<tr>
<td>Income from operations after tax</td>
<td>3</td>
</tr>
<tr>
<td>Net gain on disposals after tax</td>
<td>12</td>
</tr>
<tr>
<td><strong>Income from discontinued operations (net of applicable tax expense of $9, $502 and $148)</strong></td>
<td>15</td>
</tr>
<tr>
<td><strong>Net income</strong></td>
<td>$682</td>
</tr>
</tbody>
</table>

**Earnings Per Share**

<p>| | | | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Continuing operations:</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Basic</td>
<td>$1.53</td>
<td>$0.92</td>
<td>$1.54</td>
</tr>
<tr>
<td>Diluted</td>
<td>$1.52</td>
<td>$0.91</td>
<td>$1.52</td>
</tr>
<tr>
<td><strong>Discontinued operations:</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Basic</td>
<td>$0.03</td>
<td>$1.87</td>
<td>$0.51</td>
</tr>
<tr>
<td>Diluted</td>
<td>$0.03</td>
<td>$1.85</td>
<td>$0.51</td>
</tr>
<tr>
<td><strong>Net income:</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Basic</td>
<td>$1.56</td>
<td>$2.79</td>
<td>$2.05</td>
</tr>
<tr>
<td>Diluted</td>
<td>$1.55</td>
<td>$2.76</td>
<td>$2.03</td>
</tr>
</tbody>
</table>

*(a) In January 2002, the Corporation began to record customer expense reimbursements as revenue in accordance with a Financial Accounting Standards Board (FASB) staff announcement. The Corporation had historically reported expense reimbursements as a reduction of expenses. Prior period amounts have been reclassified.*

M E L L O N  F I N A N C I A L  C O R P O R AT I O N
Mellon Financial Corporation (and its subsidiaries)  

(dollar amounts in millions)  

Assets  
Cash and due from banks $ 2,728  
Money market investments 4,160  
Trading account securities 792  
Securities available for sale 11,054  
Investment securities  
(approximate fair value of $548 and $786) 527  
Loans, net of unearned discount of $37 and $42 8,438  
Reserve for loan losses (127)  
Premises and equipment 704  
Goodwill 2,065  
Other intangibles 114  
Assets of discontinued operations —  
Other assets 5,776  
Total assets $36,231  

Liabilities  
Noninterest-bearing deposits in domestic offices $11,074  
Interest-bearing deposits in domestic offices 7,709  
Interest-bearing deposits in foreign offices 3,874  
Total deposits 22,657  
Short-term borrowings 1,569  
Reserve for unfunded commitments 52  
Other liabilities 3,017  
Notes and debentures  
(with original maturities over one year) 4,493  
Trust-preferred securities 1,048  
Liabilities of discontinued operations —  
Total liabilities 32,836  

Shareholders’ Equity  
Common stock — $.50 par value  
Authorized — 800,000,000 shares  
Issued — 588,661,920 shares 294  
Additional paid-in capital 1,886  
Retained earnings 5,514  
Accumulated unrealized gain, net of tax 41  
Treasury stock of  
157,880,343 and 142,153,053 shares, at cost (4,340)  
Total shareholders’ equity 3,395  
Total liabilities and shareholders’ equity $36,231  

(a) In January 2002, in accordance with SFAS No. 144, the Corporation began to disclose gross assets and liabilities of discontinued operations instead of the net amount previously reported. Also, in the second quarter of 2002, the Corporation began to record the reserve for unfunded commitments as a liability. Previously, any such reserve was included in the reserve for loan losses. Prior period amounts have been reclassified.

Pittsburgh, Pennsylvania  
February 14, 2003
Asset Management
Global investment management and wealth management services and products to clients including large corporations, institutions and affluent individuals.

Institutional Asset Management
Leading global investment management provider of products and services through individual asset management companies and joint ventures offering a broad range of equity, fixed income and liquidity management products, as well as international distribution of those products.

Mellon Institutional Asset Management (MIAM) is the umbrella organization for all of Mellon’s institutional asset management businesses. These firms, listed below, are among the most highly regarded names in institutional money management.

www.melloninstitutional.com

The Boston Company Asset Management LLC manages international and domestic equity and balanced portfolios for institutional clients using our value-oriented, research-driven, risk-averse philosophy across all strategies.

www.thebostoncompany.com
(617) 722-7029

Franklin Portfolio Associates LLC manages domestic equity portfolios for institutional customers and third-party mutual funds that seek to add value consistently through risk-controlled, benchmark-driven strategies.

www.franklinportfolio.com
(617) 790-6400

Mellon Capital Management Corporation manages global quantitatively based investment strategies for institutional investors.

www.mcm.com
(415) 546-6056

Mellon Equity Associates LLP provides specialized equity and balanced investment management services to pension plans, not-for-profit and public fund markets.

www.mellonequity.com
(412) 234-7500

Mellon Global Alternative Investments LTD provides a range of hedge fund of funds solutions, focusing on conservative strategies through a disciplined and low-risk approach.

www.mgai.co.uk
(+44 20) 7745 4300

Mellon Growth Advisors LLC specializes in actively managed growth equity investing in global markets for institutional customers.

www.mellongrowth.com
(617) 722-7001

Mellon HBV Alternative Strategies LLC provides hedge funds with low volatility and low correlation to the equity and bond markets.

(212) 808-3971

Newton Investment Management has a distinctive global thematic approach to its active style of investing across multiple asset classes. It manages nearly £20 billion in assets as of December 31, 2002, for customers, including institutions and high net worth clients.

www.newton.co.uk
(+44 20) 7332 9000

Pareto Partners, in which Mellon holds a minority interest, is a global, quantitative asset manager for institutional customers, specializing in currency overlay and fixed income products.

(212) 527-1800

Standish Mellon Asset Management Company LLC, one of the largest managers of fixed income assets in the United States, provides global investment management services through separate accounts, as well as mutual funds, to institutional customers and high net worth individuals. Includes Certus Asset Advisors Corporation and Mellon Bond Associates LLP.

www.standishmellon.com
(617) 248-6000

Mellon Global Investments Limited is the international distributor of the investment products of the asset management subsidiaries of Mellon Financial Corporation. The company, itself a subsidiary of Mellon Financial Corporation, focuses on global distribution outside of North America.

www.mellonglobalinvestments.com
(+44 20) 7745 4300

Alliances with Non-U.S. Financial Institutions:
Brazil: Mellon Brascan DTVM
Chile: BiCE Dreyfus Administradora de Fondos Mutuos S.A.; Administradora de Fondos de Inversion Inverfondos S.A.
Hong Kong: Hamon Investment Group
Japan: Bank of Tokyo-Mitsubishi Ltd.; Mellon Shinsei Ltd.

NSP Buck is Australia’s second-largest employee benefits company with approximately A$14 billion in assets under administration or management.

www.nspbuck.com.au
(+61 3) 9224 7000

Mutual Funds
Mutual funds in virtually every asset class and investment style through multiple distribution channels, managed by some of the world’s leading mutual fund companies, including The Dreyfus Corporation and Founders Asset Management LLC. Mellon Global Investments also distributes mutual funds in Europe.

The Dreyfus Corporation, one of the leading mutual fund companies in the United States, manages $181 billion in assets as of December 31, 2002, in more than 190 mutual fund portfolios.

www.dreyfus.com
(212) 922-6000

Founders Asset Management LLC is a manager of growth-oriented equity mutual funds and other investment portfolios.

www.founders.com
1 800 525-2440

Private Wealth Management
Mellon’s Private Wealth Management group offers investment management, wealth management and banking services for individuals, families, family offices, charitable gift programs, endowments and foundations.

www.mellonprivatewealth.com
1 800 342-9546

Mellon United National Bank serves businesses as well as attorneys, accountants, real estate developers and other professionals in the growing south Florida region through 15 regional banking offices.

www.mellonunited.com
(305) 358-4333
Corporate and Institutional Services
Asset servicing, such as global custody; human resources outsourcing and consulting services and equity servicing; and treasury services such as cash management.

Asset Servicing
Trust and custody and related services, such as securities lending, investment accounting, pension services, fund administration, transfer agency, trade processing, performance measurement, transition management, commission recapture, investment-related foreign exchange, risk management and fiduciary monitoring provided in subcustodian relationships with banks and joint relationships on six continents.

Eagle Investment Systems Corp. provides Web-based investment management software solutions to money managers, plan sponsors, banks, corporate trusts, insurance companies, hedge funds and mutual funds.
www.eagleinvsys.com
(860) 561-4602

Mellon Global Securities Services is a leading provider of custody services for pension funds, foundations, investment managers and insurance companies. Innovative solutions for the defined benefit/defined contribution and insurance companies. Innovative solutions to money managers, plan sponsors, banks, corporate trusts, insurance companies, hedge funds and mutual funds.
www.gss.mellon.com
1 800 597-1459

ABN AMRO Mellon Global Securities Services B.V., a joint venture formed by ABN AMRO Bank N.V., one of the largest banking groups in Europe, and Mellon Financial Corporation, provides global custody and value-added services to institutional investors in major and emerging markets outside of North America, Japan and Australia.
www.abnamromellon.com
(+31 76) 579 9550

CIBC Mellon Global Securities Services Company, an institutional trust and custody joint venture between Canadian Imperial Bank of Commerce and Mellon, one of Canada’s most sophisticated providers of domestic and global custody, subcustody services for foreign financial institutions, securities lending, multi-currency accounting, performance measurement, investment analytics, Internet reporting and information delivery, and foreign exchange services.
www.cibcmellon.com
(416) 643-5000

CIBC Mellon Trust Company is one of Canada’s largest corporate trust and transfer agents, providing stock transfer, registrar, debt trusteeship, investor services and related services, including Internet-based products, such as employee share purchase and stock option plans, distribution of issuer documentation and online proxy voting.
www.cibcmellon.com
(416) 643-5000

Mellon European Fund Services provides fund accounting, administration, transfer agency and other outsourcing services to investment fund managers, financial institutions and defined contribution pension providers operating in the United Kingdom and in the offshore marketplace.
(+44 1277) 691 600 (United Kingdom)
(+353 1) 7905000 (Ireland)

Russell/Mellon Analytical Services, a joint venture with the Frank Russell Company. Largest global provider of performance measurement, universe comparison and investment analysis services to nearly 3,000 institutional investors responsible for the management of more than $3.5 trillion in assets worldwide.
www.russellmellon.com
1 800 944-3038

Human Resources Services
Top 5 global provider of human resources consulting and administration services that uses technology to administer benefit plans and other human resources services. Most experienced provider of investor services for North American corporations and shareholders. Offers innovative products and services to 2,000 companies and administers more than 22 million shareholder accounts.
www.mellonhrsolutions.com
1 800 470-2766

Mellon HR Solutions provides flexible strategic human resources outsourcing solutions for the most complex institutional retirement plan, benefits, compensation and other human resources-related programs. Administers defined contribution, defined benefit, and health and welfare plans.
www.mellonhrsolutions.com
1 866MELLONHRS

Mellon Investor Services meets the equity servicing needs of companies and their employees and is an industry leader that provides shareholder and securities transfer services, including global shares, stock option and employee stock purchase plan administration, financial planning, securities brokerage, direct purchase and dividend reinvestment plan administration, merger and acquisition services, proxy solicitation, stock watch, odd-lot programs, unclaimed property compliance, information agent, demutualization and consulting services.
www.melloninvestor.com
1 800 777-3694

Treasury Services
Treasury services, cash management services, broker/dealer underwriting sales and distribution, foreign exchange and select credit underwriting for the treasury departments of large U.S., Canadian and multinational corporations, financial institutions and midsize business firms.

AFCO Credit Corporation, AFCO Acceptance Corporation (in California) and CAFO Inc. provide premium financing for business and commercial insurance through a network of regional offices in the United States and Canada.
www.afco.com and www.caco.com
(412) 234-2472

Mellon 1st Business Bank provides full commercial banking services to businesses, professionals, entrepreneurs and business owners through its headquarters office and five regional offices in the Southern California region.
www.mfb.com
(213) 489-1000

Mellon Financial Markets LLC (MFM) is the full-service broker/dealer subsidiary of Mellon Financial Corporation. MFM structures, underwrites, distributes and trades the full range of fixed income securities for customers throughout the United States.
www.mellon.com/corporatefinancing/financialmarkets/
(412) 234-8900

Mellon Global Cash Management is an industry leader in designing integrated solutions through a comprehensive line of cash management services to meet the specialized treasury needs of corporations, not-for-profit organizations and financial institutions.
www.mellon.com/gcm
1 800 424-3004

Mellon International supports the sale of all Mellon-affiliated products to financial institutions in foreign markets.
www.mellon.com/instl
(412) 234-4371

Mellon Real Estate Finance provides short- and intermediate-term financing to U.S. real estate developers and investors. (412) 234-7560

Other
Mellon Ventures Inc. and its affiliates make equity investments in U.S.-operating companies experiencing rapid growth or change in ownership.
www.mellonventures.com
(412) 236-3594
Directors and Senior Management Committee

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Chairman and Chief Executive Officer

STEVEN G. ELLIOTT
Senior Vice Chairman

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and Mellon Bank, N.A.

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Retired Chairman and
Chief Executive Officer
Dentsply International Inc.
Manufacturer of dental products

Carol R. Brown(5, 6)
Former President
The Pittsburgh Cultural Trust
Cultural and economic growth organization

Jared L. Cohon(2)
President
Carnegie Mellon University
Private coeducational research university

J. W. Connolly(1, 2, 4, 5)
Retired Senior Vice President
H. J. Heinz Company
Food manufacturer

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Senior Vice Chairman
Mellon Financial Corporation

Ira J. Gumberg (1, 2, 3)
President, Chief Executive Officer and Director
J. J. Gumberg Co.
Real estate investment and development

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Of Counsel
O’Melveny & Myers
Full-service law firm

Martin G. McGuinn(1)
Chairman and
Chief Executive Officer
Mellon Financial Corporation

Robert Mehrabian(1, 2, 7)
Chairman, President and
Chief Executive Officer
Teledyne Technologies Incorporated
Advanced industrial technologies

Seward Prosser Mellon
President and
Chief Executive Officer
Richard K. Mellon and Sons Investments
Richard King Mellon Foundation
Philanthropy

Mark A. Nordenberg(6, 1, 4)
Chancellor
University of Pittsburgh
Major public research university

David S. Shapira(1, 2, 3, 7)
Chairman, Chief Executive Officer and Director
Giant Eagle Inc.
Retail grocery store chain

William E. Strickland Jr.(3, 6)
President and
Chief Executive Officer
Manchester Bidwell Corporation
Education of inner-city youth and economically disadvantaged individuals

Joab L. Thomas(5, 7)
President Emeritus
The Pennsylvania State University
Major public research university

Wesley W. von Schack(1, 4, 5, 7)
Chairman, President and
Chief Executive Officer
Energy East Corporation
Energy services company

Chairmen Emeriti
J. David Barnes
Frank V. Cahouet
William B. Eagleson Jr.

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Mellon IST Business Bank
William S. Anderson
W. Peter Bohn
Robert W. Kummer Jr.
Jeffery L. Leininger
Joseph P. Sanford
W. Scott Sanford
Thomas F. Savage
Klaus M. Schilling
R. Daniel Woerner

Mellon United National Bank
Pedro Jose Greer Jr.
Mark Kaplan
Gerald Katcher
David F. Lamere
David Lawrence Jr.
J. David Officer
Aaron S. Podhurst
Merrett R. Stierheim
Craig R. Sutherland
Mario Trueba
Sherwood M. Weiser
Teresa A. Zubizarreta

Mellon West
Anthony K. Anderson
John E. Anderson
Frank V. Cahouet
Albert Carnesale
Richard M. Ferry
Robert W. Kummer Jr.
Edward J. McAniff
Robert Mehrabian
Charles D. Miller
Peter W. Mullin
Keith P. Russell
Joseph P. Sanford
W. Scott Sanford
Roland Seidler Jr.
Quinn Stills
R. Daniel Woerner

All listings as of January 31, 2003
Directors and Senior Management Committee

2002

STEPHEN E. CANTER
Vice Chairman

DAVID F. LAMERE
Vice Chairman

JEFFERY L. LEININGER
Vice Chairman

RONALD P. O’HANLEY
Vice Chairman

JAMES P. PALERMO
Vice Chairman

ALLAN P. WOODS
Vice Chairman and Chief Information Officer

Senior Management Committee

Executive Management Group
Martin G. McGuinn*
Steven G. Elliott*
Stephen E. Canter*
David F. Lamere*
Jeffery L. Leininger*
Ronald P. O’Hanley*
James P. Palermo*
Allan P. Woods*

Senior Managers
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Paul S. Beideman
Michael E. Bleier
Bruno A. Bonacchi
Michael A. Bryson*
John T. Chesko*
Rose M. Cotton
James M. Gockley
John L. Klinck Jr.
Joseph A. LoCicero
Jude C. Metcalfe
Michael G. Millard
J. David Officer
Lisa B. Peters
Janey A. Place
Timothy P. Robison*
Richard A. Rua
W. Scott Sanford
Kevin L. Shearan
Robert W. Stasik
Karen S. Stephens
James S. Wolf

Chief Compliance Officer
John T. Chesko*

Chief Financial Officer
Michael A. Bryson*

Chief Risk Officer
Timothy P. Robison*

Corporate Controller
Michael K. Hughey*

Treasurer
Leo Y. Au*

Corporate Secretary
Carl Krasik

*Designated as executive officer for Securities and Exchange Commission reporting purposes.
Corporate Information

Annual Meeting
The Annual Meeting of Shareholders will be held on the 10th floor of Two Mellon Center, 501 Grant Street, Pittsburgh, Pennsylvania, at 10 a.m. on Tuesday, April 15, 2003.

Annual Report

Charitable Contributions
A report on Mellon’s comprehensive community involvement, including charitable contributions, is available online at www.mellon.com by calling (412) 234-8680.

Corporate Communications/Media Relations
Members of the media should direct inquiries to (412) 234-7157 or media@mellon.com.

Direct Stock Purchase and Dividend Reinvestment Plan
The Direct Stock Purchase and Dividend Reinvestment Plan provides a way to purchase shares of common stock directly from the Corporation at the market value for such shares. Nonshareholders may purchase their first shares of the Corporation’s common stock through the Plan, and shareholders may increase their shareholding by reinvesting cash dividends and through optional cash investments. Plan details are in a prospectus, which may be obtained from Mellon Investor Services by calling 1 800 205-7699 or by e-mailing shrrelations@melloninvestor.com.

Dividend Payments
Subject to approval of the board of directors, dividends are paid on Mellon’s common stock on or about the 15th day of February, May, August and November.

Electronic Deposit of Dividends
Registered shareholders may have quarterly dividends paid on Mellon’s common stock deposited electronically to their checking or savings account, free of charge. To have your dividends deposited electronically, please send a written request by e-mail to shrrelations@melloninvestor.com or by mail to Mellon Investor Services, P.O. Box 3315, South Hackensack, NJ 07606. For more information, please call 1 800 205-7699.

Elimination of Duplicate Mailings
To eliminate duplicate mailings and help your company reduce expenses, please submit, with your full name and address the way it appears on your account, a written request by e-mail to shrrelations@melloninvestor.com or by mail to Mellon Investor Services, P.O. Box 3315, South Hackensack, NJ 07606. For more information, please call 1 800 205-7699.

Exchange Listing
Mellon’s common stock is traded on the New York Stock Exchange under the trading symbol MEL. Our transfer agent and registrar is Mellon Investor Services, P.O. Box 3315, South Hackensack, NJ 07606. For more information, please call 1 800 205-7699 or visit www.melloninvestor.com.

Form 10-K and Shareholder Publications
For a free copy of the Corporation’s Annual Report on Form 10-K or the quarterly earnings news release on Form 8-K, as filed with the Securities and Exchange Commission, please send a written request by e-mail to mellon.10-K/8-K@mellon.com or by mail to the Secretary of the Corporation, One Mellon Center, Room 4826, Pittsburgh, PA 15258-0001.

The 2002 Summary and Financial Annual Reports, as well as Forms 10-K, 8-K and 10-Q, and quarterly earnings and other news releases can be viewed and printed at www.mellon.com.

Internet Access
Mellon: www.mellon.com
Mellon Investor Services: www.melloninvestor.com
See also Internet access for Business Groups/Principal Entities, pp. 23–24.

Investor Relations
Visit www.mellon.com/investorrelations/ or call (412) 234-5601.

Publication Requests/Securities Transfer Agent
To request the Annual Report or quarterly information or to address issues regarding stock holdings, certificate replacement/transfer, dividends and address changes, call 1 800 205-7699 or visit www.melloninvestor.com.

Stock Prices
Current prices for Mellon’s common stock can be viewed at www.mellon.com.

Telecommunications Device for the Deaf (TDD) lines
Mellon Investor Services TDD lines are 1 800 231-5469 (within the United States) and (201) 329-8354 (outside the United States).

The contents of the listed Internet sites are not incorporated into this Annual Report.

Mellon entities are Equal Employment Opportunity/Affirmative Action employers. Mellon is committed to providing equal employment opportunities to every employee and every applicant for employment, regardless of, but not limited to, such factors as race, color, religion, sex, national origin, age, familial or marital status, ancestry, citizenship, sexual orientation, veteran status or being a qualified individual with a disability.