## Edgar Filing: M&T BANK CORP - Form 4

MOT DANK CODD

Form 4	CORP											
January 05, 2	2011											
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION									OMB AF OMB	OMB APPROVAL		
Check thi	s box		Was	hington,	D.C. 20	549			Number:	3235-0287		
if no long subject to Section 1 Form 4 or	er <b>STATEN</b> 6.	STATEMENT OF CHAN				ICIA	NERSHIP OF	Expires: January 31 2005 Estimated average burden hours per response 0.5				
Form 4 or Form 5 obligations may continue. See Instruction 1(b). 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								0.0				
(Print or Type R	Responses)											
RICH MELINDA R Sy			2. Issuer Name <b>and</b> Ticker or Trading Symbol M&T BANK CORP [MTB]					5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (1	Middle)	3. Date of Earliest Transaction (Che					(Chec	ck all applicable)			
				(Month/Day/Year) 01/03/2011				_X_Director10% Owner Officer (give titleOther (specify below) below)				
				endment, Date Original nth/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>				
BUFFALO,	NY 14213-1795							Person	fore than One Ke	porting		
(City)	(State)	(Zip)	Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction Data (Month/Day/Year)	Executio any	ned n Date, if Day/Year)	3. Transactic Code (Instr. 8)	4. Securi on(A) or Di (Instr. 3,	spose	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
Common	01/03/2011			Code V $A^{(1)}$	Amount 126	(D) A	Price \$	9,224.7155	D			
Stock Common Stock							87.05	( <u>2)</u> 200 ( <u>3)</u>	I	N.P.I.C., LLC		

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

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

 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. Transactic Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,		ate	7. Title Amou Under Securi (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
				Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
RICH MELINDA R ONE ROBERT RICH WAY BUFFALO, NY 14213-1795	X						
Signatures							
By: Andrea R. Kozlowski, Esq. (Attorney-In-Fact)			01/0	5/2011			

\*\*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) This transaction represents stock received by the reporting person in lieu of cash fees pursuant to the M&T Bank Corporation 2008 Directors' Stock Plan.
- Includes 41.3397 shares acquired between October 1, 2010 and December 31, 2010 through the reporting person's participation in the M&T Bank Corporation Dividend Reinvestment Plan.
- (3) The reporting person disclaims beneficial ownership of the M&T Bank Corporation common stock held by N.P.I.C., LLC (formerly RER Family Partnership, L.P.), except to the extent of her pecuniary interest therein.

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.