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SPYCHALA Form 4 April 25, 20	A MICHAEL R									
	ΠΛ							OMB A	PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287	
Check th if no lon	aar.					LOW		Expires:	January 31, 2005	
subject t Section Form 4 o	$\int_{0}^{0} SIAIEMIENIO$		CHANGES IN BENEFICIAL OWN SECURITIES					Estimated a burden hou response	d average ours per	
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										
(Print or Type	Responses)									
1. Name and A SPYCHAL	Symbol	r Name and Ticker or Trading BANK CORP [MTB]				5. Relationship of Reporting Person(s) to Issuer				
			f Earliest Transaction				(Chec	e)		
	E M&T PLAZA 04/21/2011				Director 10% Owner X_ Officer (give title Other (specify below) Sr. VP & Controller					
	4. If Amendr Filed(Month/I	ndment, Date Original th/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
BUFFALO	Form filed by More than One Reporting Person									
(City)	(State) (Zip)	Table I	- Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	any	ion Date, if Tr Ca I/Day/Year) (In	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price				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	04/21/2011	A	(1)	62.74	A (1)	\$ 0 <u>(2)</u>	30,851.62	D		
Common Stock	04/21/2011		F	21	D	\$ 85.83	30,830.62	D		
Common Stock							1,687.8246	Ι	By Son <u>(3)</u>	
Common Stock							1,687.8246	Ι	By Daughter	
Common Stock							1,144	Ι	401(k) Plan (4)	

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

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	onNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securi	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date	Expiration		or 1		
					Exercisable D	Date					
					(\mathbf{A}) (D)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address		R		
reporting o when reality readers	Director	10% Owner	Officer	Other
SPYCHALA MICHAEL R ONE M&T PLAZA BUFFALO, NY 14203-2399				
Signatures				
By: Andrea R. Kozlowski, Esq (Attorney-In-Fact)			04/25/2011	
<u>**</u>Signature of Reporting Per		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).

The reported transaction involves an award of fully vested restricted stock issued under the M&T Bank Corporation 2009 Equity
 (1) Incentive Compensation Plan. The stock represents a portion of the reporting person's salary and may be subject to restrictions on transfer. For more information, please see the Current Report on Form 8-K filed by M&T Bank Corporation on January 25, 2011.

- (2) The restricted stock was granted under an equity incentive compensation plan maintained by M&T Bank Corporation, and therefore the reporting person paid no price for the restricted stock.
- (3) These shares are owned by the son of the reporting person under the Uniform Transfers to Minors Act for which the reporting person is custodian.
- (4) The information presented is as of March 31, 2011.

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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.