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Form 4												
November												
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMM					AMISSION	OMB APF						
Check	this box		W	ashingto	n, D.C. 20	549			Number:	3235-0287		
if no lo subject Sectior	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES						Expires: January 31 2009 Estimated average burden hours per					
Form 4 Form 5 obligat may co <i>See</i> Ins 1(b).	Filed pu	(a) of the H	Public I	Utility Ho		ipany	Act of 19	ct of 1934, 35 or Section	response	0.5		
(Print or Type	e Responses)											
Bojdak Robert J Sym			2. Issuer Name and Ticker or Trading5. RelaSymbolIssuerM&T BANK CORP [MTB]					uer	p of Reporting Person(s) to Theck all applicable)			
(Last)	(First)	(Middle)	3. Date	of Earliest	Transaction			(Check				
ONE FOU	INTAIN PLAZA		(Month/ 11/12/	/Day/Year) 2015				Director K Officer (give t ow) Executiv	itle 10% C below) e Vice Presiden	(specify		
BUFFALO	(Street) D, NY 14203-149	5		nendment, l conth/Day/Ye	Date Original ear)	l	Ap _X	Individual or Joi plicable Line) _ Form filed by On _ Form filed by Mo	ne Reporting Pers	on		
(City)	(State)	(Zip)	Ta	ble I - Non	-Derivative	Securi		son ed, Disposed of,	or Beneficially	Owned		
1.Title of Security2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)			3.	4. Securities Disposed of (Instr. 3, 4 a	s Acqu f (D) and 5) (A)	_	5. Amount of Securities Beneficially Owned Following Reported Transaction(s	f 6. 7. Nature Ownership of Indirect Form: Beneficial Direct (D) Ownership or Indirect (Instr. 4) (I)				
				Code V	Amount	or (D)	Price	(Instr. 3 and 4	4)			
Common Stock	02/27/2015			G	1,000.85	D	\$ 0 <u>(1)</u>	23,036 <u>(2)</u>	D			
Common Stock	11/12/2015			М	12,456	А	\$ 108.93	35,492	D			
Common Stock	11/12/2015			S	12,456	D	\$ 123.8898 (<u>3)</u>	23,036	D			
Common Stock								2,433	Ι	401 (k) Plan <u>(4)</u>		

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 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. Transacti Code (Instr. 8)	orDeri Secu Acqu or D (D)	ccurities (Month/Day/Year) cquired (A) Disposed of 0) nstr. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (right to buy)	\$ 108.93	11/12/2015		М		12,456	(5)	01/18/2016	Common Stock	12,456
Phantom Common Stock Units	<u>(7)</u>						(7)	(7)	Common Stock	<u>(7)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Bojdak Robert J ONE FOUNTAIN PLAZA BUFFALO, NY 14203-1495			Executive Vice President					
Signatures								
By: Karla Braun-Kolbe, Esq.			11/15/2015					

(Attorney-In-Fact)

**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 reported transaction involves a transfer of securities by gift for which no payment of consideration was received by the reporting person.
- (2) These direct holdings have been adjusted to correct a clerical error that was made on a prior filing which understated the reporting person's holdings by 0.67 of a share.

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This transaction was executed in multiple trades at prices ranging from \$123.85 to \$123.91. The price reported above reflects the (3) weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

- (4) The information presented is as of September 30, 2015.
- (5) Currently exercisable.
- (6) The option was granted under an employee stock option plan maintained by M&T Bank Corporation, and therefore the reporting person paid no price for the option.

(7) The reported phantom common stock units are held by the reporting person in an excess benefit plan account maintained by M&T Bank
 (7) Corporation and represent a like number of shares of M&T Bank Corporation common stock. The phantom common stock units may only be settled in cash and distributed in accordance with the terms of the plan. The reported phantom common stock units also include units acquired through the dividend reinvestment feature of the 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.