

M&T BANK CORP  
Form 8-K  
May 13, 2016

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of**  
**the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): May 13, 2016**

**M&T BANK CORPORATION**

**(Exact name of registrant as specified in its charter)**

**New York**

**(State or other jurisdiction of incorporation)**

**1-9861**  
**(Commission File Number)**

**16-0968385**  
**(I.R.S. Employer Identification No.)**

**One M&T Plaza, Buffalo, New York**  
**(Address of principal executive offices)**

**14203**  
**(Zip Code)**

**Registrant's telephone number, including area code: (716) 635-4000**

**(NOT APPLICABLE)**

**(Former name or former address, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instructions A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01 Other Events

As previously disclosed by M&T Bank Corporation ( M&T ) in its public filings, M&T has been cooperating with the Department of Justice ( DOJ ) and the Department of Housing and Urban Development ( HUD ), which have been reviewing M&T Bank 's participation in the Federal Housing Administration loan program. As a result of M&T 's cooperation, M&T Bank entered into a Settlement Agreement with the DOJ on behalf of HUD. Management of M&T Bank determined to settle this matter for \$64 million, without admitting liability, in order to avoid the expense of potential litigation. Further, on May 13, 2016, a Joint Stipulation of Dismissal was filed with the United States District Court for the Western District of New York. As previously disclosed, this settlement will not have a material impact on M&T 's financial condition or results of operations.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**M&T BANK CORPORATION**

Date: May 13, 2016

By: /s/ Drew J. Pfirman  
Drew J. Pfirman  
Senior Vice President and General Counsel