

SPYCHALA MICHAEL R  
Form 4  
February 04, 2008

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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 Address of Reporting Person \*  
SPYCHALA MICHAEL R

(Last) (First) (Middle)

ONE M&T PLAZA

(Street)

BUFFALO, NY 14203-2399

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
M&T BANK CORP [MTB]

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/31/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Sr. VP & Controller

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| Common Stock                    |                                      |  |                                | (A) or (D)  | 17,537  | D  |  |
| Common Stock                    |                                      |  |                                | (A) or (D)  | 1,482.2028 <sup>(1)</sup>   | I  | By Son <sup>(2)</sup>                      |
| Common Stock                    |                                      |  |                                | (A) or (D)  | 1,482.2028 <sup>(1)</sup>   | I  | By Daughter <sup>(3)</sup>                 |
| Common Stock                    |                                      |  |                                | (A) or (D)  | 1,012   | I  | 401(k) Plan <sup>(4)</sup>                 |
| Common Stock                    |                                      |  |                                | (A) or (D)  | 1,736   | I  | 401 (k) Plan by                            |



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(4) The information presented is as of December 31, 2007.

The option granted includes a total of 14,512 shares. 1,451 of the covered shares are exercisable on or after January 31, 2009; an additional 2,902 of the covered shares are exercisable on or after January 31, 2010; an additional 4,354 of the covered shares are exercisable on or after January 31, 2011; and the remaining 5,805 covered shares are exercisable on or after January 31, 2012.

(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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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