

M&T BANK CORP  
 Form 4  
 May 16, 2008

**FORM 4**

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

OMB APPROVAL

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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 \*  
**KUGLER ADAM C**

(Last) (First) (Middle)  
 350 PARK AVENUE  
 (Street)

NEW YORK, NY 10022-6022

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
 05/14/2008

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)  
 Executive VP & Treasurer

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	05/14/2008		M		3,046	A	\$ 80.23
Common Stock	05/14/2008		F		1,071	D	\$ 93.27
Common Stock	05/14/2008		S		1,800	D	\$ 94
Common Stock	05/15/2008		M		26,954	A	\$ 80.23
Common Stock	05/15/2008		S		10,700	D	\$ 93.9

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Common Stock	05/15/2008	S	300	D	\$ 93.91	52,429	D
Common Stock	05/15/2008	S	400	D	\$ 93.92	52,029	D
Common Stock	05/15/2008	S	900	D	\$ 93.93	51,129	D
Common Stock	05/15/2008	S	800	D	\$ 93.94	50,329	D
Common Stock	05/15/2008	S	200	D	\$ 93.95	50,129	D
Common Stock	05/15/2008	S	200	D	\$ 93.96	49,929	D
Common Stock	05/15/2008	S	200	D	\$ 93.97	49,729	D
Common Stock	05/15/2008	S	7,254	D	\$ 94	42,475	D
Common Stock	05/15/2008	S	100	D	\$ 94.01	42,375	D
Common Stock	05/15/2008	S	300	D	\$ 94.02	42,075	D
Common Stock	05/15/2008	S	200	D	\$ 94.03	41,875	D
Common Stock	05/15/2008	S	2,800	D	\$ 94.04	39,075	D
Common Stock	05/15/2008	S	400	D	\$ 94.05	38,675	D
Common Stock	05/15/2008	S	300	D	\$ 94.06	38,375	D
Common Stock	05/15/2008	S	400	D	\$ 94.07	37,975	D
Common Stock	05/15/2008	S	100	D	\$ 94.08	37,875	D
Common Stock	05/15/2008	S	200	D	\$ 94.09	37,675	D
Common Stock	05/15/2008	S	400	D	\$ 94.11	37,275	D
Common Stock	05/15/2008	S	300	D	\$ 94.14	36,975	D
Common Stock	05/15/2008	S	200	D	\$ 94.16	36,775	D
	05/15/2008	S	300	D		36,475	D

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Common Stock	\$				94.17		
Common Stock					1,000	I	See footnote (1)
Common Stock					1,000	I	See footnote (1)
Common Stock					1,000	I	See footnote (1)
Common Stock					620	I	See footnote (2)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (right to buy)	\$ 80.23	05/14/2008		M	3,046	(3) 01/21/2013	Common Stock	3,046	
Option (right to buy)	\$ 80.23	05/15/2008		M	26,954	(3) 01/21/2013	Common Stock	26,954	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

