

Beardi James J
Form 3
January 19, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â Beardi James J
(Last) (First) (Middle)

ONE M&T PLAZA
(Street)

BUFFALO,Â NYÂ 14203

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)
01/17/2006

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

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer ____ Other
(give title below) (specify below)
Executive Vice President

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

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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

30,800.12

D Â

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

Date Expiration
Exercisable Date

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title Amount or
Number of

4. Conversion
or Exercise
Price of
Derivative
Security

5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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				Shares		(I) (Instr. 5)	
Option (right to buy)	Â <u>(1)</u>	01/21/2007	Common Stock	9,560	\$ 29	D	Â
Option (right to buy)	Â <u>(1)</u>	01/20/2008	Common Stock	10,740	\$ 44.2063	D	Â
Option (right to buy)	Â <u>(1)</u>	01/19/2009	Common Stock	13,000	\$ 49.5	D	Â
Option (right to buy)	Â <u>(1)</u>	01/18/2010	Common Stock	25,000	\$ 42	D	Â
Option (right to buy)	Â <u>(1)</u>	01/16/2011	Common Stock	15,000	\$ 65.8	D	Â
Option (right to buy)	Â <u>(1)</u>	01/15/2012	Common Stock	15,000	\$ 75.8	D	Â
Option (right to buy)	Â <u>(2)</u>	01/21/2013	Common Stock	15,000	\$ 80.23	D	Â
Option (right to buy)	Â <u>(3)</u>	01/20/2014	Common Stock	14,987	\$ 91.75	D	Â
Option (right to buy)	Â <u>(4)</u>	01/18/2015	Common Stock	7,500	\$ 101.8	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Beardi James J ONE M&T PLAZA BUFFALO, NY 14203	Â	Â	Â Executive Vice President	Â

Signatures

By: Brian R. Yoshida, Esq.
(Attorney-In-Fact)

01/19/2006

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) Currently exercisable.

(2) The option included a total of 15,000 shares. 4,500 of the covered shares are currently exercisable; an additional 4,500 of the covered shares are exercisable on or after January 21, 2006; and the remaining 6,000 covered shares are exercisable on or after January 21, 2007.

(3) The option included a total of 14,987 shares. 1,498 of the covered shares are currently exercisable; an additional 2,998 of the covered shares are exercisable on or after January 20, 2006; an additional 4,496 of the covered shares are exercisable on or after January 20, 2007; and the remaining 5,995 covered shares are exercisable on or after January 20, 2008.

(4)

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The option included a total of 7,500 shares. 750 of the covered shares are currently exercisable; an additional 1,500 of the covered shares are exercisable on or after January 18, 2007; an additional 2,250 of the covered shares are exercisable on or after January 18, 2008; and the remaining 3,000 covered shares are exercisable on or after January 18, 2009.

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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