

KUGLER ADAM C

Form 4

March 01, 2006

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *

KUGLER ADAM C

2. Issuer Name and Ticker or Trading

Symbol

M&T BANK CORP [MTB]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

350 PARK AVENUE

3. Date of Earliest Transaction

(Month/Day/Year)

02/27/2006

____ Director ____ 10% Owner
☒ Officer (give title below) ____ Other (specify below)

Ex. VP & Treasurer

(Street)

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)

☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
 Person

NEW YORK, NY 10022-6022

(City) (State) (Zip)

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	02/27/2006		M		16,000	A	\$ 42	47,070	D
Common Stock	02/27/2006		M		9,740	A	\$ 44.2063	56,810	D
Common Stock	02/27/2006		M		31,883	A	\$ 65.8	88,693	D
Common Stock	02/27/2006		M		8,117	A	\$ 68.31	96,810	D
Common Stock	02/27/2006		F		1,761	D	\$ 113.5	95,049	D

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Common Stock	02/27/2006	S	31,100	D	\$ 113.5	63,949	D	
Common Stock	02/27/2006	S	800	D	\$ 113.51	63,149	D	
Common Stock	02/27/2006	S	100	D	\$ 113.53	63,049	D	
Common Stock	02/28/2006	S	29,840	D	\$ 112.4	33,209	D	
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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(9-02)

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
Option (right to buy)	\$ 42	02/27/2006		M	16,000	(3)	01/18/2010	Common Stock 16,000
Option (right to	\$ 44.2063	02/27/2006		M	9,740	(3)	01/20/2008	Common Stock 9,740

buy)

Option (right to buy)	\$ 65.8	02/27/2006	M	31,883	<u>(3)</u>	01/16/2011	Common Stock	31,883
Option (right to buy)	\$ 68.31	02/27/2006	M	8,117	<u>(3)</u>	02/20/2011	Common Stock	8,117

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KUGLER ADAM C 350 PARK AVENUE NEW YORK, NY 10022-6022			Ex. VP & Treasurer	

Signatures

By: Brian R. Yoshida, Esq.
(Attorney-In-Fact) 03/01/2006

__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) These shares are held in trust for the benefit of a child of the reporting person. The reporting person's spouse is a trustee of the trust.
- (2) These shares are owned by a child of the reporting person under the Uniform Transfers to Minors Act for which the reporting person is custodian.
- (3) Currently exercisable.
- (4) 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. 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.