**M&T BANK CORP** Form 4 October 05, 2016

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL OMB** 

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1(b).

Stock

	and Address of Reporting Person * INGHAM T JEFFERSON III	2. Issuer Name <b>and</b> Ticker or Trading Symbol					ng	5. Relationship of Reporting Person(s) to Issuer				
(Last) (Eine) (Middle)			M&T BANK CORP [MTB]						(Check all applicable)			
(Last) (First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year)						X Director	10%	Owner	
C/O M&T B MALL	10/03/2016						Officer (give title Other (specify below)					
		4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check					
		Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person					
POUGHKE	EPSIE, NY 1260	01-3107							Form filed by M Person	Iore than One Re	porting	
(City)	(State)	(Zip)	Table	e I - Non-l	Dei	rivative S	Secur	ities Acqu	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	any		med 3. n Date, if Transaction Code Day/Year) (Instr. 8)			4. Securit (A) or Di (Instr. 3,	spose	d of (D)	5. Amount of Securities Form: Dire Beneficially (D) or Indirect (I) Following (Instr. 4) Reported Transaction(s) (Instr. 3 and 4)		p 7. Nature of t Indirect Beneficial Ownership (Instr. 4)	
Common Stock	08/19/2016			Code V		Amount 10	(D)	Price \$ 0 (1)	11,464	D		
Common	10/03/2016			$A^{(2)}$		166	A	\$	11,630	D		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

116.1

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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	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transacti	5. orNumber	6. Date Exerc Expiration D		7. Title Amount		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)		or Exercise Price of Derivative Security	(x.151111, 24), 1 641)	any (Month/Day/Year)	Code (Instr. 8)	of	(Month/Day/Year) e s		Underlying Securities (Instr. 3 and 4)	ying ies	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
					Code V	(A) (D)	Date Exercisable	Expiration Date	Title N	Amount or Number of Shares		

## **Reporting Owners**

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

**CUNNINGHAM T JEFFERSON III** C/O M&T BANK 289-291 MAIN MALL POUGHKEEPSIE, NY 12601-3107

X

### **Signatures**

By: Karla L. Harlow, Esq. (Attorney-In-Fact)

10/05/2016

\*\*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).
- The reported transaction involves a transfer of securities by gift for which no payment of consideration was received by the reporting **(1)** person.
- This transaction represents stock received by the reporting person in lieu of cash fees pursuant to the M&T Bank Corporation 2008 Directors' Stock Plan.

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.

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