

King Darren J
Form 3
April 29, 2010

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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â King Darren J | | (Month/Day/Year) | M&T BANK CORP [MTB] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 04/20/2010 | | |
| ONE M&T PLAZA | | | (Check all applicable) | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | (Street) | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| BUFFALO,Â NYÂ 14203 | | | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input type="checkbox"/> Form filed by More than One Reporting Person |
| (City) | (State) | (Zip) | (give title below) (specify below) | |
| | | | Executive Vice President | |

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 | 3,865 ⁽¹⁾ | D | Â |
| Common Stock | 1,045 | I | By 401(k) Plan ⁽²⁾ |

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

SEC 1473 (7-02)

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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) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|---|--|---|
|--|--|---|---|--|---|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|-----------------------|------------------|-----------------|--------------|----------------------------|-----------|---------------------------------------|---|
| Option (Right to Buy) | Â ⁽³⁾ | 01/16/2011 | Common Stock | 1,000 | \$ 65.8 | D | Â |
| Option (Right to Buy) | Â ⁽³⁾ | 01/15/2012 | Common Stock | 4,000 | \$ 75.8 | D | Â |
| Option (Right to Buy) | Â ⁽³⁾ | 01/21/2013 | Common Stock | 10,000 | \$ 80.23 | D | Â |
| Option (Right to Buy) | Â ⁽³⁾ | 01/20/2014 | Common Stock | 11,485 | \$ 91.75 | D | Â |
| Option (Right to Buy) | Â ⁽³⁾ | 01/18/2015 | Common Stock | 10,999 | \$ 101.8 | D | Â |
| Option (Right to Buy) | Â ⁽³⁾ | 01/17/2016 | Common Stock | 9,787 | \$ 108.93 | D | Â |
| Option (Right to Buy) | Â ⁽⁴⁾ | 01/31/2017 | Common Stock | 9,969 | \$ 121.31 | D | Â |
| Option (Right to Buy) | Â ⁽⁵⁾ | 01/31/2018 | Common Stock | 17,982 | \$ 91.28 | D | Â |
| Option (Right to Buy) | Â ⁽⁶⁾ | 01/30/2019 | Common Stock | 49,652 | \$ 38.91 | D | Â |

Reporting Owners

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

Signatures

By: Andrea R. Kozlowski, Esq.
(Attorney-In-Fact) 04/29/2010

__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).

The reported holding relates to an award of restricted stock under the M&T Bank Corporation 2009 Equity Incentive Compensation Plan.

- (1) The restricted stock award included a total of 3,865 shares. 1,933 shares of the restricted stock award will vest on January 29, 2012; and the remaining 1,932 shares will vest on January 29, 2013.
- (2) The information presented is as of March 31, 2010.
- (3) Currently exercisable.

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- (4) The option granted included a total of 9,969 shares. 5,981 of the shares are currently exercisable and the remaining 3,988 shares are exercisable on or after January 31, 2011.
- (5) The option granted included a total of 17,982 shares. 5,394 of the shares are currently exercisable; an additional 5,395 of the shares are exercisable on or after January 31, 2011; and the remaining 7,193 shares are exercisable on or after January 31, 2012.
The option granted included a total of 49,652 shares. 4,965 of the shares are currently exercisable; an additional 9,930 of the shares are exercisable on or after January 30, 2011; an additional 14,896 of the shares are exercisable on or after January 30, 2012; and the remaining 19,861 shares are exercisable on or after January 30, 2013.
- (6)

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.