### Edgar Filing: DEVORRIS DONALD - Form 4

DEVORRIS	S DONALD										
Form 4											
November 1	9, 2004										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION									OMB APPROVAL		
<b>CURIVI 4</b> UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287		
Check th	nis box		vv a	sinington,	, <b>D.C.</b> 20	547				January 31,	
if no lon	- NIATH	MENT O	F CHAN	GES IN	BENEF	ICIA	L OWN	NERSHIP OF	Expires:	2005	
	subject to Section 16. SECURITIES						Estimated average burden hours per				
Form 4	or								response 0.		
Form 5 obligation							•	e Act of 1934,			
may con	tinue. Section 17			•	•	-	•	1935 or Section	1		
See Inst	ruction	30(h)	) of the Ir	ivestment	Compai	ny Ao	ct of 194	0			
1(b).											
(Print or Type	Responses)										
	Address of Reporting	g Person <sup>*</sup>		r Name <b>and</b>	8			5. Relationship of Reporting Person(s) to Issuer			
DEVORRIS DONALD Symbo								155001			
			M&IE	M&T BANK CORP [MTB]				(Check all applicable)			
(Last)	(First)	(Middle)		f Earliest Ti	ransaction			N D'	100	0	
101 LAKF	MONT PARK			th/Day/Year) 7/2004			X_ Director 10% Owner Officer (give title Other (specify				
BOULEVARD			11/1//2	11/17/2004				below) below)			
	(Street)		4 If Ame	endment D	ate Origin	1		6 Individual or Io	int/Group Filin	o(Check	
			endment, Date Original nth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line)				
					·			_X_ Form filed by O			
ALTOONA	A, PA 16602-594	3						Form filed by M Person	ore than One Rej	porung	
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative	Secu	rities Aca	uired, Disposed of	or Beneficiall	v Owned	
1.Title of	2. Transaction Dat	e 24 Dee		3.	4. Securi		-	5. Amount of	6.	7. Nature of	
Security	(Month/Day/Year)		on Date, if	Transactio				Securities	0. Ownership	Indirect	
(Instr. 3)		any (Month/	Day/Vaar)	Code	(Instr. 3,	4 and	5)	Beneficially Owned	Form: Direct		
		(WIOIIIII)	Day/Year)	(Instr. 8)				Following	(D) or Indirect (I)	Ownership (Instr. 4)	
						(A)		Reported	(Instr. 4)	. ,	
						or		Transaction(s) (Instr. 3 and 4)			
C				Code V	Amount	(D)	Price	(Insu: 5 and 1)			
Common Stock	11/17/2004			М	1,406	А	\$ 39.834	32,165	D		
							59.054				
Common								3,250	D (1)		
Stock											

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. Transactio Code (Instr. 8)	5. Number onof 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 S (
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Option (right to buy)	\$ 39.834	11/17/2004		М	1,406	01/03/1995	01/03/2005	Common Stock	1,406	C O
Phantom Stock Units	(2)					(2)	(2)	Common Stock	<u>(2)</u>	

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
FB	Director	10% Owner	Officer	Other		
DEVORRIS DONALD 101 LAKEMONT PARK BOULEVARD ALTOONA, PA 16602-5943	Х					
Signatures						
By: Brian R. Yoshida, Esq. (Attorney-In-Fact)		11/19/2004				
**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) Jointly owned.

The reported phantom stock units resulted from the conversion of existing phantom stock units received by the reporting person under a director fee plan maintained by Keystone Financial, Inc., which was acquired by M&T Bank Corporation on October 6, 2000, and

- (2) represent a like number of shares of M&T Bank Corporation common stock. The phantom stock units may be settled in shares of M&T Bank Corporation common stock or cash upon a distribution in accordance with the terms of the plan. The reported phantom stock units also include units acquired through the reporting person's participation in the dividend reinvestment feature of the plan.
- (3) The information reported is as of September 30, 2004.

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.