

M&T BANK CORP
Form 4
August 15, 2007

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
BENNETT ROBERT J

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)
437 ROSEMEADE LANE

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/13/2007

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

NAPLES, FL 34105

(City) (State) (Zip)

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

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	08/13/2007		S	400	D \$ 101.85	81,667	D
Common Stock	08/13/2007		S	1,100	D \$ 101.86	80,567	D
Common Stock	08/13/2007		S	745	D \$ 101.9	79,822	D
Common Stock	08/13/2007		S	255	D \$ 101.91	79,567	D
Common Stock	08/13/2007		S	500	D \$ 101.94	79,067	D
	08/13/2007		S	200	D	78,867	D

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Common Stock					\$						
					101.96						
Common Stock	08/13/2007	S	300	D	\$	78,567	D				
					101.97						
Common Stock	08/13/2007	S	100	D	\$	78,467	D				
					102.01						
Common Stock	08/13/2007	S	2,000	D	\$	76,467	D				
					102.02						
Common Stock	08/13/2007	S	600	D	\$	75,867	D				
					102.05						
Common Stock	08/13/2007	S	1,000	D	\$	74,867	D				
					102.07						
Common Stock	08/13/2007	S	1,000	D	\$	73,867	D				
					102.09						
Common Stock	08/13/2007	S	600	D	\$	73,267	D				
					102.32						
Common Stock	08/13/2007	S	200	D	\$	73,067	D				
					102.33						
Common Stock	08/13/2007	S	200	D	\$	72,867	D				
					102.34						
Common Stock	08/13/2007	S	700	D	\$	72,167	D				
					102.47						
Common Stock	08/13/2007	S	100	D	\$	72,067	D				
					102.49						
Common Stock						30,000	I			By IRA	
Common Stock						2,500	I			By Trust	
										<u>(1)</u>	
Common Stock						2,000	I			By Trust	
										<u>(1)</u>	
Common Stock						4,170	I			By Trust	
										<u>(1)</u>	
Common Stock						50,000	I			By Wife	
Common Stock						480	I			By IRA of	
										Wife	

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. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BENNETT ROBERT J 437 ROSEMEADE LANE NAPLES, FL 34105	X			

Signatures

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

08/15/2007

__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) The reported shares are held in trust for the benefit of a child of the reporting person. The reporting person is a co-trustee of the trust.

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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