

HICKEY BRIAN E
Form 4
January 20, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
HICKEY BRIAN E

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)

3. Date of Earliest Transaction (Month/Day/Year)
01/18/2005

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

Executive Vice President

255 EAST AVENUE

(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

ROCHESTER, NY 14604-2624

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 01/18/2005 | | M | | 3,620 | A | \$ 42 34,678 |
| Common Stock | 01/18/2005 | | M | | 26,540 | A | \$ 44.2063 61,218 |
| Common Stock | 01/18/2005 | | M | | 9,840 | A | \$ 49.5 71,058 |
| Common Stock | 01/18/2005 | | S | | 17,000 | D | \$ 101.2 54,058 |
| Common Stock | 01/18/2005 | | S | | 100 | D | \$ 101.22 53,958 |

Edgar Filing: HICKEY BRIAN E - Form 4

| | | | | | | | |
|--------------|------------|---|-------|---|-----------|--------|---|
| Common Stock | 01/18/2005 | S | 200 | D | \$ 101.26 | 53,758 | D |
| Common Stock | 01/18/2005 | S | 900 | D | \$ 101.27 | 52,858 | D |
| Common Stock | 01/18/2005 | S | 100 | D | \$ 101.28 | 52,758 | D |
| Common Stock | 01/18/2005 | S | 6,600 | D | \$ 101.3 | 46,158 | D |
| Common Stock | 01/18/2005 | S | 1,700 | D | \$ 101.31 | 44,458 | D |
| Common Stock | 01/18/2005 | S | 100 | D | \$ 101.32 | 44,358 | D |
| Common Stock | 01/18/2005 | S | 900 | D | \$ 101.33 | 43,458 | D |
| Common Stock | 01/18/2005 | S | 100 | D | \$ 101.34 | 43,358 | D |
| Common Stock | 01/18/2005 | S | 100 | D | \$ 101.35 | 43,258 | D |
| Common Stock | 01/18/2005 | S | 100 | D | \$ 101.36 | 43,158 | D |
| Common Stock | 01/18/2005 | S | 400 | D | \$ 101.42 | 42,758 | D |
| Common Stock | 01/18/2005 | S | 2,600 | D | \$ 101.43 | 40,158 | D |
| Common Stock | 01/18/2005 | S | 1,100 | D | \$ 101.44 | 39,058 | D |
| Common Stock | 01/18/2005 | S | 2,700 | D | \$ 101.45 | 36,358 | D |
| Common Stock | 01/18/2005 | S | 300 | D | \$ 101.46 | 36,058 | D |
| Common Stock | 01/18/2005 | S | 1,400 | D | \$ 101.47 | 34,658 | D |
| Common Stock | 01/18/2005 | S | 700 | D | \$ 101.48 | 33,958 | D |
| Common Stock | 01/18/2005 | S | 100 | D | \$ 101.49 | 33,858 | D |
| Common Stock | 01/18/2005 | S | 300 | D | \$ 101.5 | 33,558 | D |
| Common Stock | 01/18/2005 | S | 300 | D | \$ 101.51 | 33,258 | D |
| | 01/18/2005 | S | 2,200 | D | \$ 101.52 | 31,058 | D |

Common
Stock

Common
Stock

993

I

By
Daughter
(1)

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Option (right to buy) | \$ 42 | 01/18/2005 | | M | 3,620 | <u>(2)</u> 01/18/2010 | Common Stock | 3,620 |
| Option (right to buy) | \$ 44.2063 | 01/18/2005 | | M | 26,540 | <u>(2)</u> 01/20/2008 | Common Stock | 26,540 |
| Option (right to buy) | \$ 49.5 | 01/18/2005 | | M | 9,840 | <u>(2)</u> 01/19/2009 | Common Stock | 9,840 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

HICKEY BRIAN E
255 EAST AVENUE
ROCHESTER, NY 14604-2624

Executive Vice President

Signatures

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

01/20/2005

__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 owned by the daughter of the reporting person under the Uniform Transfers to Minors Act for which the reporting person is custodian.
- (2) Currently exercisable.
- (3) 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.