## M&T Bank Corporation Announces Financial Results for 2004

PRNewswire-FirstCall BUFFALO, N.Y.

M&T Bank Corporation ("M&T") today reported its results of operations for 2004.

GAAP Results of Operations. Diluted earnings per share measured in accordance with generally accepted accounting principles ("GAAP") rose 21% to \$6.00 in 2004 from \$4.95 in 2003. GAAP-basis net income in 2004 totaled \$723 million, 26% above the \$574 million earned in 2003. GAAP-basis net income for 2004 expressed as a rate of return on average assets and average common stockholders' equity was 1.40% and 12.67%, respectively, compared with 1.27% and 11.62%, respectively, in 2003.

M&T's financial results for 2004 reflect the full-year impact of operations obtained in the April 1, 2003 acquisition of Allfirst Financial Inc. ("Allfirst") and the related issuance by M&T of 26.7 million common shares on that date. Merger-related expenses in 2003 were \$39 million, after applicable tax effect, or \$.34 per diluted share. Such expenses represented costs for professional services, travel, and other expenses associated with the acquisition and the related integration of data processing and other operating systems and functions with those of M&T. There were no similar expenses in 2004.

For the fourth quarter of 2004, GAAP-basis diluted earnings per share increased 20% to \$1.62 from \$1.35 in the similar 2003 period. On the same basis, net income for the recently completed quarter rose to \$192 million, 15% higher than \$167 million in the final quarter of 2003. During the fourth quarter of 2003, M&T incurred merger-related expenses associated with the Allfirst acquisition totaling \$2 million, after applicable tax effect, or \$.01 per diluted share. Expressed as an annualized rate of return on average assets and average common stockholders' equity, GAAP-basis net income for 2004's final quarter was 1.45% and 13.37%, respectively, compared with 1.35% and 11.77%, respectively, in the year-earlier period.

Supplemental Reporting of Non-GAAP Results of Operations. Since 1998, M&T has consistently provided supplemental reporting of its results on a "net operating" or "tangible" basis, in which M&T excludes the aftertax effect of amortization of core deposit and other intangible assets (and the related goodwill, core deposit intangible and other intangible asset balances, net of applicable deferred tax amounts) and expenses associated with merging acquired operations into M&T, since such expenses are considered by management to be "nonoperating" in nature. Although "net operating income" as defined by M&T is not a GAAP measure, M&T's management believes that this information helps investors understand the effect of acquisition activity in reported results. Amortization of core deposit and other intangible assets, after tax effect, totaled \$10 million (\$.08 per diluted share) in the fourth quarter of 2004, compared with \$13 million (\$.11 per diluted share) in the corresponding 2003 quarter. Similar amortization charges, after tax effect, for the years ended December 31, 2004 and 2003 were \$46 million (\$.38 per diluted share) and \$48 million (\$.41 per diluted share), respectively.

Diluted net operating earnings per share, which exclude the impact of amortization of core deposit and other intangible assets and merger-related expenses, were \$6.38 for 2004, 12% higher than \$5.70 in 2003. Net operating income for 2004 rose 16% to \$769 million from \$661 million in 2003. Net operating income in 2004 expressed as a rate of return on average tangible assets and average tangible stockholders' equity was 1.59% and 28.76%, respectively, compared with 1.55% and 28.49% in 2003.

For 2004's fourth quarter, diluted net operating earnings per share were \$1.70, up 16% from \$1.47 in the similar 2003 period. Net operating income for the final quarter of 2004 increased to \$202 million, 11% above \$182 million in the year-earlier period. For the quarter ended December 31, 2004, net operating income expressed as an annualized rate of return on average tangible assets and average tangible equity was 1.62% and 29.69%, respectively, compared with 1.57% and 28.33% in the year-earlier period.

Reconciliation of GAAP and Non-GAAP Results of Operations. A reconciliation of diluted earnings per share and net income with diluted net operating earnings per share and net operating income follows:

Three months endedYear endedDecember 31December 312004200320042003--------(in thousands, except per share)

Diluted earnings per share \$ 1.62 1.35 6.00 4.95

Amortization of core deposit and other intangible assets (1) .08 .11 .38 .41 Merger-related expenses (1) .01 -.34----------Diluted net operating earnings per share \$ 1.70 1.47 6.38 5.70 Net income \$192,205 166,901 722,521 573,942 Amortization of core deposit and other intangible assets(1) 10,010 13,059 46,097 47,826 Merger-related expenses(1) - 1,634 - 39,163 ----- -----Net operating income \$202,215 181,594 768,618 660,931 (1) After any related tax effect

Reconciliation of Total Assets and Equity to Tangible Assets and Equity. A reconciliation of average assets and equity with average tangible assets and average tangible equity follows:

Three months ended Year ended December 31 December 31 2004 2003 2004 2003
(in millions)
Average assets\$52,72549,12351,51745,349Goodwill(2,904)(2,904)(2,904)(2,456)Core deposit and other intangible assets(174)(251)(201)(233)
Average tangible assets   \$49,647   45,968   48,412   42,660     =======   =======   =======   =======   =======
Average equity \$ 5,721 5,625 5,701 4,941   Goodwill (2,904) (2,904) (2,904) (2,456)   Core deposit and other (174) (251) (201) (233)   Deferred taxes 67 73 76 68
Average tangible equity   \$ 2,710   2,543   2,672   2,320     =======   =======   ======   ======   ======

Taxable-equivalent Net Interest Income. Taxable-equivalent net interest income rose 8% to \$1.75 billion in 2004 from \$1.62 billion in 2003, largely due to higher average earning assets. Average loans outstanding grew 9% to \$37.1 billion in 2004 from \$34.0 billion in 2003. The 2003 average balance reflected the impact of the \$10.3 billion of loans obtained in the April 1, 2003 acquisition of Allfirst for the final nine months of that year, while the 2004 average balance reflects a full-year impact of Allfirst-related loans. Average investment securities increased to \$8.0 billion in 2004 from \$5.3 billion in 2003. Net interest margin, or taxable-equivalent net interest income expressed as a percentage of average earning assets, declined to 3.88% in 2004 from 4.09% in 2003. The decrease in net interest margin was largely the result of lower yields earned on loans and investment securities.

During 2004's final quarter, taxable-equivalent net interest income was \$446 million, up 5% from \$425 million in the corresponding quarter of 2003. Average earning assets and annualized net interest margin in the fourth quarter of 2004 were \$46.5 billion and 3.82%, respectively, compared with \$42.7 billion and 3.96% in the similar 2003 period.

Provision for Credit Losses/Asset Quality. The provision for credit losses was \$95 million in 2004, down from \$131 million in 2003. Net loan charge-offs in 2004 totaled \$82 million, or .22% of average loans outstanding, improved from \$97 million or .28% of average loans in 2003. The provision for credit losses was \$28 million during the fourth quarter of both 2004 and 2003. Net charge-offs of loans were \$27 million in 2004's final quarter, or an annualized .29% of average loans outstanding, compared with \$32 million or .35% during the corresponding 2003 quarter.

Loans classified as nonperforming aggregated \$172 million, or .45% of total loans at December 31, 2004, significantly lower than \$240 million or .67% a year earlier. The substantial decrease in nonperforming loans at

the recent year-end as compared with December 31, 2003 was largely the result of several large commercial loans that are no longer in M&T's loan portfolio due to a combination of sales, payoffs or charge-offs. Loans past due 90 days or more and accruing interest totaled \$155 million at each of the recent year-end and December 31, 2003. Included in the past due but accruing amounts were loans guaranteed by government-related entities of \$118 million and \$125 million at December 31, 2004 and 2003, respectively. Assets taken in foreclosure of defaulted loans were \$13 million at December 31, 2004, compared with \$20 million at December 31, 2003.

Allowance for Credit Losses. The allowance for credit losses totaled \$627 million, or 1.63% of total loans, at December 31, 2004, compared with \$614 million, or 1.72%, a year earlier. The decline in the allowance as a percentage of loans reflects improvement in various credit factors, including the previously noted decreases in net charge-offs and nonperforming loans. The ratio of M&T's allowance for credit losses to nonperforming loans was 364% and 256% at December 31, 2004 and 2003, respectively.

Noninterest Income and Expense. Noninterest income in 2004 grew to \$943 million, 13% higher than \$831 million in 2003. The increase in such income was attributable to the full-year impact of revenues related to operations in market areas associated with the former Allfirst franchise. Excluding Allfirst-related revenues, higher levels of service charges on deposit accounts and letter of credit and other credit-related fees were offset by a decrease in mortgage banking revenues resulting from a lower level of loan originations in 2004. Noninterest income of \$238 million in the fourth quarter of 2004 was up 2% from \$234 million in the corresponding quarter of 2003, largely due to higher revenues from providing deposit account services.

Noninterest expense in 2004 totaled \$1.52 billion, 5% higher than \$1.45 billion in 2003. Included in such amounts are expenses considered to be "nonoperating" in nature, consisting of amortization of core deposit and other intangible assets of \$75 million in 2004 and \$78 million in 2003, and merger- related expenses of \$60 million in 2003. As noted earlier, there were no merger-related expenses in 2004. Exclusive of these nonoperating expenses, noninterest operating expenses were \$1.44 billion in 2004, compared with \$1.31 billion in 2003. The 10% increase in such operating expenses was largely related to the full-year impact in 2004 of operations formerly associated with Allfirst. Also contributing to the increase was a \$25 million cash contribution made by M&T Bank, M&T's wholly owned principal bank subsidiary, to The M&T Charitable Foundation, a taxexempt, private charitable foundation, during 2004's third quarter.

Noninterest expense in the fourth quarter of 2004 totaled \$362 million, down from \$378 million in the yearearlier quarter. Included in such amounts were amortization of core deposit and other intangible assets of \$16 million in 2004 and \$21 million in 2003, and merger-related expenses of \$3 million in 2003. Exclusive of these nonoperating expenses, noninterest operating expenses were \$346 million in the recently completed quarter, compared with \$354 million in the final quarter of 2003.

The efficiency ratio, or noninterest operating expenses divided by the sum of taxable-equivalent net interest income and noninterest income (exclusive of gains and losses from sales of bank investment securities), measures the relationship of operating expenses to revenues. M&T's efficiency ratio was 53.5% in 2004, compared with 53.6% in 2003. If the \$25 million charitable contribution was excluded from the computation, M&T's efficiency ratio for 2004 would have been 52.6%. During 2004's fourth quarter, M&T's efficiency ratio was 50.6%, compared with 53.9% in the year-earlier quarter.

Balance Sheet. M&T's total assets increased 6% to \$52.9 billion at December 31, 2004 from \$49.8 billion a year earlier. Loans and leases, net of unearned discount, aggregated \$38.4 billion at the 2004 year-end, up 7% from \$35.8 billion at December 31, 2003. Deposits rose to \$35.4 billion at December 31, 2004 from \$33.1 billion at the end of 2003. Total stockholders' equity was \$5.7 billion at December 31, 2004, representing 10.82% of total assets, compared with \$5.7 billion or 11.47% a year earlier. Common stockholders' equity per share was \$49.68 at December 31, 2004, compared with \$47.55 a year earlier. Tangible equity per common share was \$23.62 and \$21.97 at December 31, 2004 and 2003, respectively. In the calculation of tangible equity per common share, stockholders' equity is reduced by the carrying values of goodwill and core deposit and other intangible assets, net of applicable deferred tax balances, which aggregated \$3.0 billion and \$3.1 billion at December 31, 2004, respectively.

During 2004, M&T repurchased 6,520,800 shares of its common stock under authorized repurchase plans at an average cost of \$93.59 per share. In the fourth quarter of 2004, a total of 1,468,200 shares were repurchased by M&T at an average per share cost of \$103.27, including 152,900 shares under a new plan authorized in December 2004 by M&T's Board of Directors allowing for the purchase of up to 5,000,000 shares of common stock.

Commenting on M&T's financial results for 2004, Michael P. Pinto, Executive Vice President and Chief Financial

Officer, said "We are pleased with M&T's performance in 2004, particularly given the challenges resulting from the economic environment we faced. Most encouraging are the key credit quality trends, which reflect lower levels of net charge-offs and nonperforming loans." Looking ahead to 2005, Mr. Pinto noted, "Subject to the impact of future economic and political conditions, our present estimate of GAAP-basis diluted earnings per share for 2005 is in the range of \$6.60 to \$6.80."

Conference Call. Investors will have an opportunity to listen to M&T's conference call to discuss fourth quarter and full year financial results at 9:00 a.m. Eastern Time today, January 11, 2005. Those wishing to participate in the call may dial 877-780-2276. International participants, using any applicable international calling codes, may dial 973-582-2700. The conference call will be webcast live on M&T's website at

http://ir.mandtbank.com/conference.cfm. A replay of the call will be available until January 12, 2005 by calling 877-519-4471, code 5543168 and 973-341-3080 for international participants. The event will be transcribed and available by 1:00 p.m. today on M&T's website at http://ir.mandtbank.com/conference.cfm.

Forward-Looking Statements. This news release contains forward-looking statements that are based on current expectations, estimates and projections about M&T's business, management's beliefs and assumptions made by management. These statements are not guarantees of future performance and involve certain risks, uncertainties and assumptions ("Future Factors") which are difficult to predict. Therefore, actual outcomes and results may differ materially from what is expressed or forecasted in such forward-looking statements.

Future Factors include changes in interest rates, spreads on earning assets and interest-bearing liabilities, and interest rate sensitivity; credit losses; sources of liquidity; common shares outstanding; common stock price volatility; fair value of and number of stock options to be issued in future periods; legislation affecting the financial services industry as a whole, and M&T and its subsidiaries individually or collectively; regulatory supervision and oversight, including required capital levels; increasing price and product/service competition by competitors, including new entrants; rapid technological developments and changes; the ability to continue to introduce competitive new products and services on a timely, cost-effective basis; the mix of products/services; containing costs and expenses; governmental and public policy changes, including environmental regulations; protection and validity of intellectual property rights; reliance on large customers; technological, implementation and cost/financial risks in large, multi-year contracts; the outcome of pending and future litigation and governmental proceedings; continued availability of financing; financial resources in the amounts, at the times and on the terms required to support M&T and its subsidiaries' future businesses; and material differences in the actual financial results of merger and acquisition activities compared with M&T's expectations, including the full realization of anticipated cost savings and revenue enhancements.

These are representative of the Future Factors that could affect the outcome of the forward-looking statements. In addition, such statements could be affected by general industry and market conditions and growth rates, general economic and political conditions, including interest rate and currency exchange rate fluctuations, and other Future Factors.

CONTACT: Donald J. MacLeod (716) 842-5138

M&T BANK CORPORATION Financial Highlights

Amounts in thousands, except		onths endec nber 31 		ar ended mber 31	
per share	2004	2003 Char	nge 2004	2003	Change
Performance	2				
Net income	\$192,205	166,901	15% \$ 72	2,521 57	3,942 26%
Per common share: Basic	I				
earnings Diluted	\$ 1.66	1.39 19%	\$ 6.14	5.08 2	1%
earnings Cash	1.62	1.35 20	6.00	4.95 21	
dividends	\$.40	.30 33	\$ 1.60	1.20 33	

outstanding: Average diluted (1) 119,010 123,328 -4% 120,406 115,932 4% Period end (2) 115,335 120,231 -4 115,335 120,231 -4 Return on (annualized): Average total assets 1.45% 1.35% 1.40% 1.27% Average common stockholders' equity 13.37% 11.77% 12.67% 11.62% Taxableequivalent net interest \$446,257 425,500 5% \$1,751,902 1,615,068 8% income Yield on average earning 5.24% 5.16% 5.13% 5.42% assets Cost of interest -bearing liabilities 1.75% 1.48% 1.53% 1.61% Net interest spread 3.49% 3.68% 3.60% 3.81% Contribution of interest-free funds .33% .28% .28% .28% Net interest margin 3.82% 3.96% 3.88% 4.09% Net charge-offs to average total net loans .22% (annualized) .29% .35% .28% Net operating results (3) -----Net operating \$202,215 181,594 11% \$ 768,618 income 660,931 16% Diluted net operating earnings per 1.47 16 6.38 5.70 12 common share 1.70 Return on (annualized): Average tangible 1.62% 1.57% 1.59% assets 1.55% Average tangible 28.49% common equity 29.69% 28.33% 28.76% 53.51% Efficiency ratio 50.56% 53.93% 53.59% At December 31 -----Loan quality 2004 2003 Change ----- -----Nonaccrual \$162,013 232,983 -30% loans Renegotiated 10,437 7,309 43 loans -----Total nonperforming \$172,450 240,292 -28% loans Accruing loans past due 90 days or more \$154,590 154,759 -% Nonperforming

loans to total

net loans .45% .67% Allowance for credit losses to total net loans 1.63% 1.72%

(1) Includes common stock equivalents.

(2) Includes common stock issuable under deferred compensation plans.

(3) Excludes merger-related expenses and amortization and balances related to goodwill and core deposit and other intangible assets which, except in the calculation of the efficiency ratio, are net of applicable income tax effects. A reconciliation of net income and net operating income is included herein.

### M&T BANK CORPORATION Condensed Consolidated Statement of Income

Dollars in thousands				ended ber 31	
2	004 200	3 Change		003 Change	
Interest incor Interest expe	ne \$608,94 nse 166,75	7 550,473	11% \$2,29 29 564,1	- 8,732 2,126,56 160 527,810	58% 7
Net interest				1,598,755 8	
Provision for credit losses	28,000	28,000 -	95,000	131,000 -27	
Net interest income after provision for				2 1,467,755 12	2
Service char	anking 33,897 ges	31,944 6	124,353	149,105 -17	
Brokerage	93,023 e 34,421			309,749 18 114,620 19	
Trading acco and foreign	ount ains 7,143			) 51,184 5 15,989 22	
bank invest	ment 362 1	,946 -	2,874 2	2,487 -	
from operat	ions 55,43	1 57,361 - 		0 187,961 28	
Total other income		233,757 2	942,969	831,095 13	
Other expens Salaries and employee					
benefits Equipment a	and			740,324 9	
net occupa Printing, pos		5 47,126 -	5 179,59	5 170,623 5	
Amortizatior core deposi	n of t and	9,954 -20	34,476	36,985 -7	
other intang assets Other costs	16,393 2	1,345 -23	75,410	78,152 -4	
operations		103,279 -8 		422,096 -1	
Total other					

expense 361,922 378,355 -4 1,516,018 1,448,180 5 Income before income taxes 289,829 248,702 17 1,066,523 850,670 25 Applicable income taxes 97,624 81,801 19 344,002 276,728 24 ----------Net income \$192,205 166,901 15% \$ 722,521 573,942 26% ----- ----- ------Summary of mergerrelated expenses included above: Salaries and employee benefits \$ - 426 \$ - 8,542 Equipment and net occupancy -472 -2,126 Printing, postage and supplies - 241 -3,216 Other costs of operations - 1,394 -46,503 ----- -----Total mergerrelated expenses \$ - 2,533 \$ - 60,387 \_\_\_\_\_ \_\_\_ \_\_\_

# M&T BANK CORPORATION

Condensed Consolidated Balance Sheet

	December 31
Dollars in thousands	2004 2003 Change
ASSETS	
Cash and due from banks	\$ 1,334,628 1,877,494 -29%
Money-market assets	199,364 250,315 -20
Investment securities	8,474,619 7,259,150 17
	nearned discount 38,398,477 35,772,435 7 losses 626,864 614,058 2
Net loans and leases	37,771,613 35,158,377 7
Goodwill	2,904,081 2,904,081 -
Core deposit and other inta	angible assets 165,507 240,830 -31
Other assets	2,088,909 2,135,834 -2
Total assets	\$52,938,721 49,826,081 6%
LIABILITIES AND STOCKHOI	_DERS' EQUITY
Noninterest-bearing deposi offices	its at U.S. \$ 8,417,365 8,411,296 -%
Other deposits at U.S. offic	es 22,779,176 22,494,197 1
Deposits at foreign office	4,232,932 2,209,451 92
Total deposits	35,429,473 33,114,944 7
Short-term borrowings	4,703,664 4,442,246 6
Accrued interest and other	liabilities 727,411 1,016,256 -28
Long-term borrowings	6,348,559 5,535,425 15

-----

Total liabilities	47,209,107 44,108,871 7
Stockholders' equity (1)	5,729,614 5,717,210 -
Total liabilities and stockl equity	 holders' \$52,938,721 49,826,081 6% ==========
	other comprehensive loss, net of applic

(a) reflects accumulated other comprehensive loss, net of applicable income tax effect, of \$17.2 million at December 31, 2004 and accumulated other comprehensive income, net of applicable income tax effect, of \$25.7 million at December 31, 2003.

### M&T BANK CORPORATION

Condensed Consolidated Average Balance Sheet and Annualized Taxable-equivalent Rates

Three months ended December 31					
Dollars in millions	2004	2003			
Balance	Rate Ba	lance Rate	balanc	e	
ASSETS					
Money-market assets	\$ 67 .8	99	1.00%	-32%	
Investment securities	8,326 4.1	.8 6,212	3.98	34	
Loans and leases, net of unearned discount Commercial, financial, etc 9,92 Real estate - commercial 13 Real estate - consumer 3,1 Consumer 11,	,894 5.93	12,344	5.86	13	
Consumer 11,	168 5.71 	11,057	5.79	1	
Total loans and leases, net 38,1 		36,361 5	.37 5	i	
Total earning assets 4	16,535 5.2	4 42,672	5.16	9	
Goodwill 2,90	94 2	,904	-		
Core deposit and other intangible assets		251	-31		
Other assets 3,1		3,296	-6		
Total assets \$52, =====	725 = =	49,123 =====	7%		
LIABILITIES AND STOCH	(HOLDERS)	EQUITY			
Interest-bearing deposits NOW accounts \$ Savings deposits 1. Time deposits 7, Deposits at foreign office 3,5	375 .30 5,363 .65 089 2.36 39 1.94 	1,160 14,674 6,440 2 2,378 .9	2.29 1	58% 5 0	
Total interest- bearing deposits 20	5,366 1.28 	3 24,652	1.12	7	
Short-term borrowings Long-term borrowings		98 4,162 .62 5,923		29 3	
Total interest-bearing liabilities 37,840		34,736 1.4	89		

Noninterest-bear deposits	ing 8,402	7,705	9
Other liabilities	762	1,057	-28
Total liabilities	47,004	43,498	8
Stockholders' equ	uity 5,721	5,625	5 2
Total liabilities ar stockholders' eq ==		5 49,12 ======	23 7%
Net interest sprea	ad 3	3.49 3	.68
interest-free fun Net interest marc		33 .2 3.82%	8 3.96%

### Year ended December 31

\_\_\_\_\_

Dollars in millions 2004 2003 ----- Change in Balance Rate Balance Rate balance ----- ---- -----ASSETS Money-market assets \$ 74 .83% 216 1.24% -66% Investment securities 7,997 4.15 5,344 4.40 50 Loans and leases, net of unearned discount Commercial, 9,534 4.30 8,523 4.21 financial, etc 12 Real estate - commercial 13,264 5.75 11,573 6.10 15 Real estate 3,111 5.92 3,777 6.15 -18 - consumer Consumer 11,220 5.58 10,098 6.02 11 ----------Total loans and leases, net 37,129 5.34 33,971 5.61 9 -----Total earning assets 45,200 5.13 39,531 5.42 14 Goodwill 2,904 2,456 18 Core deposit and other intangible assets 201 -14 233 3,212 3,129 3 Other assets ----------Total assets \$51,517 45,349 14% ===== =====

### LIABILITIES AND STOCKHOLDERS' EQUITY

Interest-bearing deposits NOW accounts \$ 550 .3 Savings deposits 15,305 .6 Time deposits 6,948 2.23 Deposits at	50 13,278 .77	-46% 15 5
foreign office 3,136 1.37	1,445 1.04	117
Total interest- bearing deposits 25,939 1.:	12 22,382 1.25	16
Short-term borrowings 5,142	1.38 4.331 1.13	19
Long-term borrowings 5,832		-3
Total interest-bearing liabilities 36,913 1.53	32,731 1.61	13

deposits	8,039	6,801		18
Other liabilities	864	876		-1
Total liabilities	45,816	40,408	3	13
Stockholders' equ	ity 5,70	1 4,9	941	15
Total liabilities an stockholders' equ	<b>G</b>	 17 45 =====	5,349	14%
Net interest sprea		3.60	3.81	
Contribution of interest-free func Net interest marg		.28 3.88%	.28 4.09%	

## CONTACT:

Donald J. MacLeod

+1-716-842-5138

Web site: http://www.mandtbank.com/

https://newsroom.mtb.com/2005-01-11-M-T-Bank-Corporation-Announces-Financial-Results-for-2004