## **M&T Bank Corporation Announces Third Quarter Profits**

PRNewswire-FirstCall BUFFALO. N.Y.

M&T Bank Corporation ("M&T") today reported its results of operations for the quarter ended September 30, 2009.

GAAP Results of Operations. Diluted earnings per common share measured in accordance with generally accepted accounting principles ("GAAP") for the third quarter of 2009 were \$.97. On the same basis, net income in the recent quarter totaled \$128 million. GAAP-basis net income for 2009's third quarter expressed as an annualized rate of return on average assets and average common stockholders' equity was .73% and 6.72%, respectively.

Several noteworthy items are reflected in M&T's results for the recently completed quarter. As previously announced, on August 28, 2009 M&T's principal bank subsidiary, M&T Bank, entered into an agreement with the Federal Deposit Insurance Corporation ("FDIC") to assume all of the deposits and acquire certain assets of Bradford Bank ("Bradford"), Baltimore, Maryland, under which the FDIC will reimburse M&T Bank for most loan losses. Assets acquired in the transaction totaled approximately \$469 million, including \$302 million of loans, and liabilities assumed aggregated \$440 million, including \$361 million of deposits. In accordance with GAAP, M&T Bank recorded an after-tax gain on the transaction of \$18 million during the recent quarter. Merger-related expenses associated with this transaction and with M&T's second quarter acquisition of Provident Bankshares Corporation ("Provident") totaled \$9 million, after applicable tax effect, in the recent quarter. Also reflected in M&T's third quarter 2009 results were \$29 million of after-tax other-than-temporary impairment charges on certain available-for-sale investment securities. However, because those investment securities were previously reflected at fair value on the consolidated balance sheet, the impairment charges did not reduce stockholders' equity. Finally, M&T's results benefited from a \$10 million reversal of taxes previously accrued for uncertain tax positions in various jurisdictions. The overall impact of the items described herein was to reduce M&T's third quarter 2009 GAAP net income by approximately \$9 million, or \$.08 of diluted earnings per common share.

Commenting on the recent quarter, Rene F. Jones, Executive Vice President and Chief Financial Officer, noted, "M&T posted solid results. Our approach of providing basic banking services to customers we know in the communities where we live and work continues to prove quite successful. Credit costs remain below current industry experience and our net interest margin improved by 18 basis points during the quarter. As a result, diluted net operating earnings per common share rose 24% from this year's second quarter to \$.98 and were up 8% from last year's third quarter. We are pleased to report that our 2009 acquisitions in the Mid-Atlantic region added \$.08 of diluted net operating earnings per common share to the recent quarter's results. Also notable was the 40 basis point rise in our tangible common equity ratio, to 4.89% at the recent quarter-end from 4.49% at June 30, 2009."

Diluted earnings per common share were \$.82 and \$.36 in the third quarter of 2008 and the second quarter of 2009, respectively. Net income for those respective quarters was \$91 million and \$51 million. Net income expressed as an annualized rate of return on average assets and average common stockholders' equity for the third quarter of 2008 was .56% and 5.66%, respectively, compared with .31% and 2.53%, respectively, in the second quarter of 2009.

Supplemental Reporting of Non-GAAP Results of Operations. M&T consistently provides supplemental reporting of its results on a "net operating" or "tangible" basis, from which M&T excludes the after-tax 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 acquisition-related income (specifically, the recent quarter's gain on the Bradford transaction) and expenses associated with merging acquired operations into M&T, since such amounts 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. Reconciliations of GAAP to non-GAAP measures are provided herein.

Diluted net operating earnings per common share were \$.98 in the third quarter of 2009, up from \$.91 in the third quarter of 2008 and \$.79 in the second quarter of 2009. Net operating income during the recent quarter was \$129 million, up from \$101 million in each of the third quarter of 2008 and the second quarter of 2009. Expressed as an annualized rate of return on average tangible assets and average tangible common stockholders' equity, net operating income was .78% and 14.87%, respectively, in the recent quarter, compared

with .65% and 13.17% in the year-earlier guarter and .64% and 12.08% in the second guarter of 2009.

Taxable-equivalent Net Interest Income. Taxable-equivalent net interest income totaled \$553 million in the third quarter of 2009, 12% higher than \$493 million in the year-earlier period and up 9% from \$507 million in the second quarter of 2009. The growth in such income from the second 2009 quarter reflects a widening of the net interest margin which rose to 3.61% from 3.43%. That improvement resulted from lower interest rates paid on deposits and long-term borrowings. Also contributing to the higher net interest income in the recent quarter as compared with the second quarter of 2009 was the full quarter's impact of the earning assets obtained in the Provident transaction, compared with approximately one-half of such impact in 2009's second quarter.

Provision for Credit Losses/Asset Quality. The provision for credit losses increased to \$154 million in the third quarter of 2009 from \$101 million in the year-earlier period. Net charge-offs of loans totaled \$141 million during the recent quarter, compared with \$94 million in 2008's third quarter. The rise in net charge-offs in the recent quarter as compared with the year-earlier period was largely attributable to a partial charge-off of a commercial relationship that had been transferred to nonaccrual status during the second quarter of 2009. During the second quarter of 2009, the provision for credit losses was \$147 million, while net charge-offs totaled \$138 million. Expressed as an annualized percentage of average loans outstanding, net charge-offs were 1.07%, and .77% in the third quarter of 2009 and 2008, respectively, 1.09% in the second quarter of 2009 and 1.00% for the first nine months of 2009.

Reflecting the difficult economic environment faced by businesses and individuals, loans classified as nonaccrual rose to \$1.23 billion, or 2.35% of total loans at September 30, 2009 from \$688 million or 1.41% a year earlier and \$1.11 billion or 2.11% at June 30, 2009. Assets taken in foreclosure of defaulted loans were \$85 million at September 30, 2009, unchanged from a year earlier but down from \$90 million at June 30, 2009.

In an effort to assist borrowers, M&T has modified the terms of select residential real estate loans, consisting largely of loans in M&T's portfolio of Alt-A loans. At September 30, 2009, outstanding balances of those modified loans totaled \$276 million, of which \$109 million were classified as nonaccrual. The remaining modified loans have demonstrated payment capability consistent with the modified terms and, accordingly, were classified as renegotiated loans and were accruing interest at September 30, 2009.

Loans past due 90 days or more and accruing interest were \$183 million at the end of the recent quarter, compared with \$96 million a year earlier. Included in these past due but accruing amounts were loans guaranteed by government-related entities of \$173 million and \$90 million at September 30, 2009 and 2008, respectively.

Allowance for Credit Losses. M&T regularly performs detailed analyses of individual borrowers and portfolios for purposes of assessing the adequacy of the allowance for credit losses. Reflecting those analyses, the allowance for credit losses was \$868 million at September 30, 2009, compared with \$781 million at September 30, 2008 and \$855 million at June 30, 2009. Beginning in 2009, GAAP requires that expected credit losses associated with loans obtained in an acquisition be reflected in the estimation of loan fair value as of each respective acquisition date and prohibits any carryover of an allowance for credit losses. Excluding loans obtained in the Provident and Bradford acquisitions, the allowance-to-legacy loan ratio increased to 1.81% at September 30, 2009 from 1.76% at June 30, 2009. That same ratio was 1.60% and 1.61% at September 30, 2008 and December 31, 2008, respectively.

Noninterest Income and Expense. Excluding gains and losses from investment securities and the recent quarter's gain on the Bradford transaction, noninterest income in each of the third and second quarters of 2009 aggregated \$296 million, compared with \$266 million in the third quarter of 2008. The higher level of noninterest income in the recent quarter as compared with the year-earlier quarter resulted largely from higher mortgage banking revenues, service charges on acquisition-related deposit accounts and credit-related fees. As compared with 2009's second quarter, higher service charges on deposit accounts in the recent quarter were largely offset by declines in mortgage banking revenues and M&T's pro-rata portion of the operating results of Bayview Lending Group, LLC.

Noninterest expense in the third quarter of 2009 totaled \$500 million, compared with \$435 million in the year-earlier quarter and \$564 million in the second quarter of 2009. Included in such amounts are expenses considered to be nonoperating in nature consisting of amortization of core deposit and other intangible assets and merger-related expenses. Exclusive of these expenses, noninterest operating expenses were \$469 million in the recent quarter, compared with \$419 million in the third quarter of 2008 and \$482 million in 2009's second quarter. As compared with the third quarter of 2008, the recent quarter's rise in operating expenses was due, in large part, to the operations obtained in the 2009 acquisitions and higher deposit insurance assessments. The

decline in noninterest operating expenses from the second to the third quarter of 2009 was due to the \$33 million special deposit insurance assessment levied by the FDIC in 2009's second quarter, partially offset by higher operating expenses resulting from the 2009 acquisition transactions.

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 bank investment securities and gains on merger transactions), measures the relationship of operating expenses to revenues. M&T's efficiency ratio was 55.2% in each of the third quarters of 2009 and 2008, and 60.0% in the second quarter of 2009. If the second quarter 2009 special assessment by the FDIC was excluded from the computation, the efficiency ratio for that quarter would have been 56.0%.

Balance Sheet. M&T had total assets of \$69.0 billion at September 30, 2009, up from \$65.2 billion at September 30, 2008. Loans and leases, net of unearned discount, were \$52.2 billion at September 30, 2009, up 7% from \$48.7 billion a year earlier. Total deposits aggregated \$46.9 billion at the recent quarter-end, compared with \$42.5 billion at September 30, 2008. Deposits at domestic offices rose \$8.8 billion, or 24%, to \$45.5 billion at the recent quarter-end from \$36.7 billion at September 30, 2008. Moreover, exclusive of the impact of the 2009 acquisitions, core customer deposits increased 18% to \$38.4 billion at September 30, 2009 from \$32.6 billion at year earlier. Fueling that growth were noninterest-bearing deposits, which jumped 42% to \$11.8 billion at the recently ended quarter from \$8.3 billion at September 30, 2008, also excluding the impact of acquisitions.

Total stockholders' equity was \$7.6 billion and \$6.4 billion at September 30, 2009 and 2008, representing 11.03% and 9.83%, respectively, of total assets. Common stockholders' equity was \$6.9 billion, or \$58.22 per share, at September 30, 2009, compared with \$6.4 billion, or \$58.17 per share, at September 30, 2008. Tangible equity per common share was \$27.03 at September 30, 2009, compared with \$27.67 at September 30, 2008. 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 \$3.7 billion and \$3.4 billion at September 30, 2009 and 2008, respectively. M&T's tangible common equity to tangible assets ratio was 4.89% at September 30, 2009, compared with 4.93% and 4.49% at September 30, 2008 and June 30, 2009, respectively.

Conference Call. Investors will have an opportunity to listen to M&T's conference call to discuss third quarter financial results today at 2:30 p.m. Eastern Time. 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. Callers should reference M&T Bank Corporation or the conference ID #33686532. 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 Thursday, October 22, 2009 by calling 800-642-1687, or 706-645-9291 for international participants, and by making reference to ID #33686532. The event will also be archived and available by 7:00 p.m. today on M&T's website at http://ir.mandtbank.com/conference.cfm.

M&T is a bank holding company whose banking subsidiaries, M&T Bank and M&T Bank, National Association, operate branch offices in New York, Pennsylvania, Maryland, Virginia, West Virginia, Delaware, New Jersey and the District of Columbia.

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; prepayment speeds, loan originations, credit losses and market values on loans, collateral securing loans, and other assets; sources of liquidity; common shares outstanding; common stock price volatility; fair value of and number of stock-based compensation awards to be issued in future periods; legislation affecting the financial services industry as a whole, and M&T and its subsidiaries individually or collectively, including tax legislation; regulatory supervision and oversight, including monetary policy and required capital levels; changes in accounting policies or procedures as may be required by the Financial Accounting Standards Board or other regulatory agencies; 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; 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, including tax-

related examinations and other matters; 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, acquisition and investment activities compared with M&T's initial 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, either nationally or in the states in which M&T and its subsidiaries do business, including interest rate and currency exchange rate fluctuations, changes and trends in the securities markets, and other Future Factors.

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# **M&T BANK CORPORATION**

Financial Highlights

spread

Contribution of

3.34% 3.04%

3.13%

3.00%

i manciai ing	illigites				
Amounts in	ended September 30		Nine months ended Septen		
share		2008 Chan	ge 2009		je
Performance				-	
Net income available to common				,073 453,646 62 453,646	
Per common	share:				
Diluted				4.12 -55%	
earnings Cash	.97	.82 18	1.84 4	.09 -55	
dividends	\$ .70	.70 - 9	\$ 2.10 2	.10 -	
Common sha outstanding Average - diluted (1) Period end	:	' 110,807 56 110,313	6% 113,80 7 118,1	0 111,000 56 110,313	3% 7
Return on (annualized) Average tot assets Average co stockholde equity	.73% mmon rs'		.49% 4.35%		
Taxable- equivalent n interest income		0 493,499	12% \$1,512	.971 1,470,615	3%
Yield on aver earning asse Cost of interest- bearing		0% 5.54%	4.62%	5.80%	
liabilities Net interest	1.26%	2.50%	1.49%	2.80%	

interest-free

funds .27% .35% .28% .38%

Net interest

margin 3.61% 3.39% 3.41% 3.38%

Net charge-offs to average total net loans

(annualized) 1.07% .77% 1.00% .65%

Net operating results (3)

Net operating

income \$128,761 100,809 28% \$ 304,600 486,767 -37%

Diluted net operating earnings per

common share .98 .91 8 2.37 4.39 -46

Return on (annualized): Average tangible

.78% .65% .64% 1.05%

Average tangible common

assets

equity 14.87% 13.17% 12.19% 21.10%

Efficiency

ratio 55.21% 55.16% 57.90% 53.47%

At September 30

Loan quality 2009 2008 Change

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Nonaccrual loans \$1,228,341 688,214 78% Real estate and other foreclosed assets 84,676 85,305 -1%

Total nonperforming assets \$1,313,017 773,519 70%

Accruing loans past due 90 days or more \$ 182,750 96,206 90% Renegotiated loans 190,917 21,804 -

Purchased impaired loans (4):

Outstanding customer balance \$ 209,138 - Carrying amount 108,058 - -

Nonaccrual loans to total net loans 2.35% 1.41%

Allowance for credit losses to:

 M&T legacy loans
 1.81%
 1.60%

 Total loans
 1.66%
 1.60%

#### M&T BANK CORPORATION

Condensed Consolidated Statement of Income

Three months Nine months ended ended

<sup>(1)</sup> Includes common stock equivalents.

<sup>(2)</sup> Includes common stock issuable under deferred compensation plans.

<sup>(3)</sup> Excludes amortization and balances related to goodwill and core deposit and other intangible assets and merger-related gains and expenses which, except in the calculation of the efficiency ratio, are net of applicable income tax effects.

<sup>(4)</sup> Accruing loans that were impaired at acquisition date and recorded at fair value.

September 30 September 30
Dollars in thousands 2009 2008 Change 2009 2008 Change
Interest income \$700,593 801,354 -13% \$2,032,528 2,503,090 -19% Interest expense 152,938 313,115 -51 535,499 1,049,369 -49
Net interest income 547,655 488,239 12 1,497,029 1,453,721 3
Provision for credit losses 154,000 101,000 52 459,000 261,000 76
Net interest income after provision for credit losses 393,655 387,239 2 1,038,029 1,192,721 -13  Other income
Mortgage banking revenues 48,169 38,002 27 157,385 116,291 35 Service charges on
deposit accounts 128,502 110,371 16 342,010 324,165 6 Trust income 31,586 38,789 -19 98,908 119,519 -17 Brokerage services
income 14,329 16,218 -12 43,215 48,902 -12 Trading account and foreign exchange
gains 7,478 4,278 75 16,456 15,627 5 Gain (loss) on bank investment
securities (56) 306 - 811 34,078 - Total other-than- temporary impairment
("OTTI") losses (64,232) (152,579) - (202,737) (158,325) - Portion of OTTI losses recognized
in other comprehensive income (before taxes) 17,199 98,736
Net OTTI losses recognized in earnings (47,033) (152,579) - (104,001) (158,325) - Equity in earnings of Bayview
Lending Group LLC (10,912) (14,480) - (15,263) (28,766) - Other revenues from
operations 106,163 72,812 46 242,695 226,071 7 Total other
income 278,226 113,717 145 782,216 697,562 12
Other expense Salaries and employee benefits 255,449 236,678 8 754,793 724,676 4 Equipment and

net occupar Printing, postage and		95 47,03	33	24	157,6	588	141,	050	12
supplies Amortizatior of core deposit and other	8,229 1	8,443	-3	28,8	378	27,4	59	5	
intangible assets	16 924	15 840	7	47	525	50.0	328	-7	
Deposit	10,324	13,040	,	٠,,	J2J	50,5	/50	-,	
insurance		1,522	-	76,	,617	4,5	95	-	
Other costs		125.24	,	10	42C C		221 4	F0	22
operations 	140,135	125,24	/	12	430,0 -	11	331,4	.59	32
Total other expense	500.056	434,763	3 :	15 1.	502.1	12 1	.280.	177	17
C/(PC//SC	300,000	.5 .,, .			002,2		,200,		
Income before income taxes	-	25 66,19	93	160	318,	133	610	,106	-48
Applicable income taxes (benefit)				75,	060	156,	460	-52	
Net income ==		54 91,18 = ====							-46% ======

#### M&T BANK CORPORATION

to resell securities

Condensed Consolidated Balance Sheet

September 30 2009 2008 Change Dollars in thousands

**ASSETS** 

\$ 1,356,508 1,368,917 -1% Cash and due from banks 54,443 13,604 300 Interest-bearing deposits at banks Federal funds sold and agreements 17,206 108,600 -84

Trading account assets 497,064 370,420 34

7,634,262 8,433,441 -9 Investment securities

Loans and leases, net of unearned

discount 52,203,772 48,693,543 7 Less: allowance for credit losses 867,874 780,683

51,335,898 47,912,860 Net loans and leases 7

Goodwill 3,524,625 3,192,128 10

Core deposit and other intangible

199,148 198,554 assets

4,378,296 3,648,691 20 Other assets

Total assets \$68,997,450 65,247,215 6% 

LIABILITIES AND STOCKHOLDERS' EQUITY

Noninterest-bearing deposits offices \$	at U.S. 12,730,083  8,332,060    53%
Other deposits at U.S. offices	32,813,698 28,408,485 16
Deposits at foreign office	1,318,070 5,760,748 -77
Total deposits	46,861,851 42,501,293 10
Short-term borrowings	2,927,268 2,929,242 -
Accrued interest and other lia	bilities 1,241,576 918,029 35
Long-term borrowings	10,354,392 12,481,967 -17
<del></del> -	
Total liabilities	61,385,087 58,830,531 4
Stockholders' equity:	
Preferred Common (1)	727,748 6,884,615 6,416,684 7
Total stockholders' equity	7,612,363 6,416,684 19 

Total liabilities and stockholders'

M&T BANK CORPORATION Condensed Consolidated Average Balance Sheet and Annualized Taxable-equivalent Rates

Three months ended September 30

Dollars in millions 2009 2008

----- Change in
Balance Rate Balance Rate balance

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**ASSETS** 

Interest-bearing deposits at

banks \$ 66 .04% 9 1.09% -%

Federal funds sold and agreements

to resell securities 11 .58 102 2.01 -89

Trading account assets 83 .82 80 1.81 4

Investment securities 8,420 4.81 9,303 5.01 -9

Loans and leases, net of

unearned discount

 Commercial, financial, etc.
 13,801 3.78 13,882 5.09 -1

 Real estate - commercial
 20,843 4.48 18,557 5.62 12

 Real estate - consumer
 5,429 5.43 4,964 6.01 9

 Consumer
 12,247 5.37 11,074 6.31 11

Total loans and leases, net 52,320 4.58 48,477 5.65 8

5

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Total earning assets 60,900 4.60 57,971 5.54

<sup>(1)</sup> Reflects accumulated other comprehensive loss, net of applicable income tax effect, of \$419.3 million at September 30, 2009 and \$462.1 million at September 30, 2008.

Coodwill	2 525	3,192	10			
Goodwill  Core deposit and other		3,192	10			
intangible assets	208	206	1			
Other assets	4,521 	3,628	25			
Total assets	\$69,154 ======					
LIABILITIES AND STOC	CKHOLDERS' EQ	UITY				
Interest-bearing depo NOW accounts Savings deposits Time deposits Deposits at foreign of	\$ 541 23,367 9,246 2.	.13 3,83	.54 12% L 1.29 28 3.08 -1 7 1.94 -62			
Total interest-bear deposits	ing	31,830 1	.88 9			
Short-term borrowing Long-term borrowings	s 2,663 s 11,00	8 2.80 12	92 2.08 -51 666 4.23 -13			
Total interest-bearing liabilities	48,269 1.26	49,888 2.	50 -3			
Noninterest-bearing d	leposits 12,3	122 7,0	58			
Other liabilities	1,242	1,021	22			
Total liabilities	61,633	58,582	5			
Stockholders' equity	7,521 	6,415	17			
Total liabilities and stockholders' equity	, \$69,154 ======					
Net interest spread Contribution of intere funds Net interest margin	st-free .27	.35 .35 .35 .35	39%			
Nine months ended September 30						
	2009	2008 Chang				
ASSETS	Balance Rate		e balance			
Interest-bearing depo	sits at					
banks	\$ 43 .06%	9 1.32	% 363%			
Federal funds sold and to resell securities	-	5 110 2.	38 -44			
Trading account asset	ts 92	.76 73	1.40 26			
Investment securities	8,472	4.84 9,00	0 5.10 -6			
Loans and leases, net	of					

Loans and leases, net of unearned discount

Commercial, financia Real estate - comme Real estate - consun Consumer	ercial ner	19,793 5,243	4.45 : 5.47 : 5	18,348 5.91	-7
Total loans and lea	ases, net	50,579 	4.60	18,857 5.94	4
Total earning assets	5 59	),248 4	.62 58	,049 5.80	2
Goodwill	3,349	) 3	3,193	5	
Core deposit and othe intangible assets		91	222	-14	
Other assets	4,19	96	3,734	12	
Total assets	\$66,9 =====		65,198 ====	3%	

#### LIABILITIES AND STOCKHOLDERS' EQUITY

Interest-	bearing	deposits
1111001000	~ca:9	acposits

\$ 531 .22 493 .62 NOW accounts Savings deposits 22,358 .54 17,710 1.40 26 Time deposits 8,943 2.49 9,649 3.57 -7 Deposits at foreign office 1,788 .15 4,322 2.45 -59 -----

Total interest-bearing

33,620 1.03 32,174 2.18 deposits

3,114 .26 6,468 2.73 -52 11,376 3.17 11,452 4.57 -1 Short-term borrowings Long-term borrowings

Total interest-bearing

liabilities 48,110 1.49 50,094 2.80 -4

Noninterest-bearing deposits 10,416 7,562 38

1,313 Other liabilities 1,077 22 Total liabilities 59,839 58,733

Stockholders' equity 7,145 6,465 11

Total liabilities and

stockholders' equity \$66,984 65,198 3% 

Net interest spread 3.13 3.00

Contribution of interest-free

.28 .38 funds

3.41% Net interest margin 3.38%

### M&T BANK CORPORATION

Reconciliation of Quarterly GAAP to Non-GAAP Measures

Three months ended Nine months ended 
 September 30
 June 30
 September 30

 2009
 2008
 2009
 2009
 2008
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In thousands, except per
 share
Net income
               $127,664 91,185 51,188 243,073 453,646
Net income
Amortization of core
 deposit and other
 intangible assets (1) 10,270 9,624 9,247 28,854 30,961
Merger-related gain (1) (17,684) - - (17,684)
Merger-related
                8,511 - 40,370 50,357 2,160
 expenses (1)
 Net operating income $128,761 100,809 100,805 304,600 486,767
            Earnings per common share
Diluted earnings per
 common share
                 $ .97 .82 .36 1.84 4.09
Amortization of core
 deposit and other
 intangible assets (1) .09 .09 .08 .25
Merger-related gain (1) (.15) - - (.15)
Merger-related
                 .07 - .35 .43 .02
 expenses (1)
            -----
 Diluted net operating
  earnings per common
         $ .98 .91 .79 2.37 4.39
 share
Balance sheet data
In millions
Average assets
                 $ 69,154 64,997 66,984 66,984 65,198
Average assets
            $ 69,134 64,337 63,326
(3,525) (3,192) (3,326) (3,349) (3,193)
Goodwill
Core deposit and other
intangible assets
                  (208) (206) (188) (191) (222)
                  41 28 30 31 31
Deferred taxes
            -----
 Average tangible assets $ 65,462 61,627 63,500 63,475 61,814
             _____ ____
Average common equity
Average common equity $ 6,794 6,415 6,491 6,501 6,465
               (3,525) (3,192) (3,326) (3,349) (3,193)
Goodwill
Core deposit and other
 intangible assets (208) (206) (188) (191) (222)
Deferred taxes 41 28 30 31 31
Deferred taxes
            -----
 Average tangible common
        $ 3,102 3,045 3,007 2,992 3,081
             (1) After any related tax effect.
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