

M&T BANK CORP  
Form 8-K  
November 22, 2006

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported):

November 21, 2006

**M&T Bank Corporation**

(Exact name of registrant as specified in its charter)

New York

1-9861

16-0968385

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

One M&T Plaza, Buffalo, New York

14203

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

(716) 842-5445

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

M&T Bank Corporation ("M&T") announced today that Robert E. Sadler, Jr. notified M&T and M&T Bank, the principal bank subsidiary of M&T, on November 21, 2006 of his intention to retire as President and Chief Executive Officer of M&T and M&T Bank, effective January 1, 2007. In connection therewith, Mr. Sadler, 61, was appointed a Vice Chairman of M&T and M&T Bank, effective January 1, 2007, and will remain a director of M&T and M&T Bank.

Robert G. Wilmers, Chairman of M&T and M&T Bank, was appointed Chief Executive Officer of M&T and M&T Bank, effective January 1, 2007. Mr. Wilmers, 72, previously held the positions of Chief Executive Officer of M&T and M&T Bank from 1983 until 2005.

Mark J. Czarnecki, Executive Vice President of M&T and M&T Bank, was appointed President of M&T and M&T Bank and was elected to the Boards of Directors of M&T and M&T Bank, effective January 1, 2007. Mr. Czarnecki, 51, an Executive Vice President of M&T since 1999 and an Executive Vice President of M&T Bank since 1997, has been responsible for M&T Bank's retail banking, trust, investment and insurance businesses.

Michael P. Pinto, Executive Vice President of M&T and Chairman and Chief Executive Officer of M&T Bank's Mid-Atlantic Division, as well as a director of M&T and M&T Bank, was appointed a Vice Chairman of M&T, effective January 1, 2007, in addition to being a Vice Chairman of M&T Bank. Prior to 2005 when he became Chairman and Chief Executive Officer of M&T Bank's Mid-Atlantic Division, Mr. Pinto, 50, was Executive Vice President and Chief Financial Officer of M&T since 1997 and M&T Bank since 1996.

The Boards of Directors of M&T and M&T Bank approved these appointments yesterday during a joint meeting.

The public announcement regarding these appointments was made by means of a news release, the text of which is set forth in Exhibit 99 to this Form 8-K and which is incorporated herein by reference in its entirety.

**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits

Exhibit 99 - News Release dated November 22, 2006. Filed herewith.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

M&T Bank Corporation

*November 22, 2006*

By: */s/ Mark W. Yonkman*

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*Name: Mark W. Yonkman*

*Title: Senior Vice President and General Counsel*

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<b><u>Exhibit No.</u></b>	<b><u>Description</u></b>
99	News Release dated November 22, 2006.