

M&T BANK CORP  
Form 4  
April 27, 2005

**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 \*  
SHEEHY EUGENE 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)

ALLIED IRISH BANKS,  
P.L.C., BANKCENTRE,  
BALLSBRIDGE

3. Date of Earliest Transaction  
(Month/Day/Year)  
04/25/2005

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

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

DUBLIN, L2 4

Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(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 Indirect Beneficial Ownership (Instr. 4)	
				(A) or (D)	Price			
				Code	V	Amount		
Common Stock	04/25/2005		M	9,000	A	\$ 81.67	9,000	D
Common Stock	04/25/2005		M	3,496	A	\$ 91.75	12,496	D
Common Stock	04/25/2005		S	143	D	\$ 100.81	12,353	D
Common Stock	04/25/2005		S	3,700	D	\$ 100.8	8,653	D
Common Stock	04/25/2005		S	200	D	\$ 100.79	8,453	D

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Common Stock	04/25/2005	S	200	D	\$ 100.78	8,253	D
Common Stock	04/25/2005	S	200	D	\$ 100.77	8,053	D
Common Stock	04/25/2005	S	100	D	\$ 100.76	7,953	D
Common Stock	04/25/2005	S	100	D	\$ 100.75	7,853	D
Common Stock	04/25/2005	S	500	D	\$ 100.62	7,353	D
Common Stock	04/25/2005	S	6,200	D	\$ 100.6	1,153	D <sup>(1)</sup>

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. Amount or Number of Shares
Option (right to buy)	\$ 81.67	04/25/2005		M	9,000	<sup>(2)</sup> 05/01/2005	Common Stock	9,000
Option (right to buy)	\$ 91.75	04/25/2005		M	3,496	<sup>(4)</sup> 05/01/2005	Common Stock	3,496

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

SHEEHY EUGENE J  
ALLIED IRISH BANKS, P.L.C.  
BANKCENTRE, BALLSBRIDGE  
DUBLIN, L2 4

X

## Signatures

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

04/27/2005

\_\_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).

- The reporting person is the chief executive officer designate of Allied Irish Banks, p.l.c. ("AIB"), and has been designated by AIB to
- (1) serve as a director of M&T Bank Corporation pursuant to contractual rights. AIB owns 26,700,000 shares of M&T Bank Corporation's common stock, beneficial ownership of which is disclaimed by the reporting person.
  - (2) The option included a total of 30,000 shares. 9,000 of the covered shares are currently exercisable and the remaining 21,000 shares were forfeited by the reporting person upon his resignation as an executive vice president of M&T Bank Corporation on April 1, 2005.
  - (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.
  - (4) The option included a total of 34,969 shares. 3,496 of the covered shares are currently exercisable and the remaining 31,473 shares were forfeited by the reporting person upon his resignation as an executive vice president of M&T Bank Corporation on April 1, 2005.

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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