

M&T BANK CORP  
Form 8-K  
June 28, 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):

June 27, 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 Principal Officers; Election of Directors; Appointment of Principal Officers.**

M&T Bank, the principal bank subsidiary of M&T Bank Corporation ("M&T"), announced today that Emerson L. Brumback notified M&T and M&T Bank on June 27, 2006 of his intention to retire in mid-2007. In connection therewith, Mr. Brumback relinquished his titles as President and Chief Operating Officer of M&T Bank and resigned as a director of M&T and M&T Bank, effective June 30, 2006. Mr. Brumback will advise M&T's senior management on issues of strategic importance until his retirement in mid-2007.

Robert E. Sadler, Jr., President and Chief Executive Officer of M&T and Chief Executive Officer of M&T Bank, was appointed President of M&T Bank, effective June 30, 2006.

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 June 28, 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

*June 28, 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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Exhibit Index

| <b><u>Exhibit No.</u></b> | <b><u>Description</u></b>        |
|---------------------------|----------------------------------|
| 99                        | News Release dated June 28, 2006 |