

Form 144

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

144: Filer Information

Filer CIK 0001250515
Filer CCC XXXXXXXXX
Is this a LIVE or TEST Filing? LIVE TEST

Submission Contact Information

Name
Phone
E-Mail Address

144: Issuer Information

Name of Issuer M&T Bank Corporation
SEC File Number 001-09861
Address of Issuer One M&T Plaza
Buffalo
NEW YORK
14203
Phone 7165593172
Name of Person for Whose Account the Securities are To Be Sold Kirk W. Walters

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

Relationship to Issuer Director

144: Securities Information

Title of the Class of Securities To Be Sold	Name and Address of the Broker	Number of Shares or Other Units To Be Sold	Aggregate Market Value	Number of Shares or Other Units Outstanding	Approximate Date of Sale	Name the Securities Exchange
Common Stock \$0.50 par value	Cowen and Company, LLC 599 Lexington Avenue, 20th Floor New York NY 10022	16635	3459140	165921158	11/06/2024	NYSE

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

144: Securities To Be Sold

Title of the Class	Date you Acquired	Nature of Acquisition	Name of Person from	Is this	Date Donor	Amount of Securities	Date of Payment	Nature of Payment *
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		Transaction	Whom Acquired	a Gift?	Acquired	Acquired
Common Stock	03/07/2011	Compensation/Vesting of Equity Award	Issuer	<input type="checkbox"/>	1219	03/07/2011 Compensation
Common Stock	03/19/2012	Compensation/Vesting of Equity Award	Issuer	<input type="checkbox"/>	3479	03/19/2012 Compensation
Common Stock	03/20/2012	Compensation/Vesting of Equity Award	Issuer	<input type="checkbox"/>	1725	03/20/2012 Compensation
Common Stock	03/18/2013	Compensation/Vesting of Equity Award	Issuer	<input type="checkbox"/>	625	03/18/2013 Compensation
Common Stock	03/03/2014	Compensation/Vesting of Equity Award	Issuer	<input type="checkbox"/>	862	03/03/2014 Compensation
Common Stock	03/17/2014	Compensation/Vesting of Equity Award	Issuer	<input type="checkbox"/>	3833	03/17/2014 Compensation
Common Stock	03/01/2015	Compensation/Vesting of Equity Award	Issuer	<input type="checkbox"/>	862	03/01/2015 Compensation
Common Stock	03/01/2016	Compensation/Vesting of Equity Award	Issuer	<input type="checkbox"/>	2440	03/01/2016 Compensation
Common Stock	04/02/2022	Compensation/Vesting of Equity Award	Issuer	<input type="checkbox"/>	1590	04/02/2022 Compensation

* If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

144: Securities Sold During The Past 3 Months

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Gross Proceeds
Kirk W. Walters One M&T Plaza Buffalo NY 14203	Series H. Perpetual Non-Cumulative Preferred Stock	08/13/2024	350	8610
Kirk W. Walters One M&T Plaza Buffalo NY 14203	Series H. Perpetual Non-Cumulative Preferred Stock	08/14/2024	14847	365323.8
Kirk W. Walters One M&T Plaza Buffalo NY 14203	Series H. Perpetual Non-Cumulative Preferred Stock	08/15/2024	20	492
Kirk W. Walters One M&T Plaza Buffalo NY 14203	Series H. Perpetual Non-Cumulative Preferred Stock	08/16/2024	1839	45239.4
Kirk W. Walters One M&T Plaza Buffalo NY 14203	Series H. Perpetual Non-Cumulative Preferred Stock	08/19/2024	2471	60786.6
Kirk W. Walters One M&T Plaza Buffalo NY 14203	Series H. Perpetual Non-Cumulative Preferred Stock	08/20/2024	5097	125386.2
Kirk W. Walters One M&T Plaza Buffalo NY 14203	Series H. Perpetual Non-Cumulative Preferred Stock	08/21/2024	3492	85966.06
Kirk W. Walters One M&T Plaza Buffalo NY 14203	Series H. Perpetual Non-Cumulative Preferred Stock	08/22/2024	10441	257161.83
Kirk W. Walters One M&T Plaza	Series H. Perpetual Non-Cumulative Preferred Stock	08/23/2024	1384	34115.6

144: Remarks and Signature

Remarks

Date of Notice 11/06/2024

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

Signature /s/ Stephen T. Wilson, as attorney-in-fact for Kirk W. Walters

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)