

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):

July 1, 2004

M&T BANK CORPORATION

(Exact name of registrant as specified in its charter)

New York

(State or other jurisdiction of incorporation)

1-9861

(Commission File Number)

16-0968385

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

One M&T Plaza, Buffalo, New York

(Address of principal executive offices)

14203

(Zip Code)

Registrant's telephone number, including area code:

(716) 842-5445

(NOT APPLICABLE)

(Former name or former address, if changed since last report)

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Item 5. Other Events and Regulation FD Disclosure.

On July 1, 2004, Manufacturers and Traders Trust Company ("M&T Bank"), the principal banking subsidiary of M&T Bank Corporation, announced that John L. Pett, executive vice president and chief credit officer of M&T Bank, retired effective July 1, 2004.

M&T Bank also announced that Robert J. Bojdak, formerly a senior vice president and deputy credit officer of M&T Bank, was promoted to executive vice president of M&T Bank and assumed the position of chief credit officer effective July 1, 2004.

The public announcement regarding these organizational changes was made by means of a news release, the text of which is set forth in Exhibit 99 hereto.

Item 7. Financial Statements and Exhibits.

The following exhibit is filed as a part of this report:

Exhibit No.

99

News Release.

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

Date: July 7, 2004

By: /s/ Michael P. Pinto

Michael P. Pinto
Executive Vice President and
Chief Financial Officer

For Further Information Contact:

Chet Bridger at 716-842-5182

For Immediate Release

John L. Pett Retires from M&T Bank

BUFFALO, NY—John L. Pett, executive vice president and chief credit officer of M&T Bank, has retired effective July 1, 2004, after a long and successful career with the bank. Mr. Pett has been with M&T since 1977 and has been the bank's chief credit officer since 1983.

"John Pett has been a top notch credit officer and his work has helped the bank maintain one of the finest lending records in the industry through times of both economic expansion and recession," said Robert G. Wilmers, chairman of M&T Bank Corp.

"On behalf of the board of directors, I want to thank John for his service to the company and wish him well," Wilmers said.

Mr. Pett holds a B.S. in Business Management from Gannon University, an MBA in Finance from DePaul University, and completed the Harvard Business School's Advanced Management Program. He is a member of the U.B. School of Management Dean's Advisory Council and also served as a Captain in the U.S. Marine Corps.

Robert J. Bojdak, senior vice president and deputy credit officer, has been promoted to executive vice president of M&T Bank and will assume the position of chief credit officer.

Mr. Bojdak joined M&T in 2002 after 23 years of combined experience with Mellon Bank and Key Bank. He served as an executive vice president and northeast regional credit executive for Key Bank from 1996 until 2002. Bojdak has a Bachelor's Degree in finance from Georgetown University and an MBA from the University of Michigan.

M&T is headquartered in Buffalo, New York, and has branches in New York, Pennsylvania, Maryland, Virginia, West Virginia, Delaware and the District of Columbia.

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