

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
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1. Name and Address of Reporting Person* BRUMBACK EMERSON L			2. Issuer Name and Ticker or Trading Symbol M&T BANK CORP [MTB]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Executive Vice President	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 11/23/2005		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person	
ONE M&T PLAZA			4. If Amendment, Date of Original Filed (Month/Day/Year)			
(Street)	BUFFALO	NY	14203-2399			
(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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/23/2005		S		600	D	\$110.84	24,380	D	
Common Stock	11/23/2005		S		1,000	D	\$110.85	23,380	D	
Common Stock	11/23/2005		S		100	D	\$110.86	23,280	D	
Common Stock	11/23/2005		S		100	D	\$110.87	23,180	D	
Common Stock	11/23/2005		S		1,000	D	\$110.9	22,180	D	
Common Stock	11/23/2005		S		400	D	\$110.91	21,780	D	
Common Stock	11/23/2005		S		1,400	D	\$110.92	20,380	D	
Common Stock	11/23/2005		S		500	D	\$110.93	19,880	D	
Common Stock	11/23/2005		S		100	D	\$110.94	19,780	D	
Common Stock	11/25/2005		M		9,132	A	\$68.31	28,912	D	
Common Stock	11/25/2005		M		10,000	A	\$75.8	38,912	D	
Common Stock	11/25/2005		M		6,494	A	\$91.75	45,406	D	
Common Stock	11/25/2005		S		200	D	\$109.95	45,206	D	
Common Stock	11/25/2005		S		100	D	\$110	45,106	D	
Common Stock	11/25/2005		S		100	D	\$110.08	45,006	D	
Common Stock	11/25/2005		S		500	D	\$110.13	44,506	D	
Common Stock	11/25/2005		S		100	D	\$110.14	44,406	D	
Common Stock	11/25/2005		S		100	D	\$110.15	44,306	D	
Common Stock	11/25/2005		S		100	D	\$110.16	44,206	D	
Common Stock	11/25/2005		S		200	D	\$110.17	44,006	D	
Common Stock	11/25/2005		S		400	D	\$110.18	43,606	D	
Common Stock	11/25/2005		S		600	D	\$110.19	43,006	D	
Common Stock	11/25/2005		S		2,000	D	\$110.2	41,006	D	
Common Stock	11/25/2005		S		300	D	\$110.21	40,706	D	
Common Stock	11/25/2005		S		500	D	\$110.22	40,206	D	
Common Stock	11/25/2005		S		200	D	\$110.23	40,006	D	
Common Stock	11/25/2005		S		500	D	\$110.24	39,506	D	
Common Stock	11/25/2005		S		100	D	\$110.29	39,406	D	
Common Stock	11/25/2005		S		300	D	\$110.3	39,106	D	
Common Stock	11/25/2005		S		500	D	\$110.31	38,606	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

Remarks:

This is the third of four Form 4 filings by the reporting person to report the reporting person's transactions that occurred on November 23 and November 25, 2005. Multiple Form 4 filings are required due to the SEC system limitations that do not allow more than 30 transactions to be reported in Table I.

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

11/28/2005

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.