FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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|--------------------|-----------|
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| hours per response | : 0.5 |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

| 1. Name and Address of Reporting Person [*] <u>Trolli Michele D</u> | | | | uer Name and Tick T BANK CC | 0 | | | tionship of Reporti all applicable) Director | lssuer Dwner | |
|--|------------------------|-------------------------|---------------|---------------------------------------|------------------|-----------------------|------------------------|---|---------------------------------|----------|
| (Last) 465 MAIN ST 8TH FLOOR | (First) TREET, LAFA | (Middle) YETTE COURT | 03/03 | e of Earliest Transa 3/2023 | action (Month/ | Day/Year) | - X | Officer (give title below) Sr. Executive | Other below Vice Presider | , |
| (Street) BUFFALO | NY | 14203 | 4. If A | mendment, Date o | f Original Filed | (Month/Day/Year) | 6. Indiv Line) X | idual or Joint/Grou Form filed by On Form filed by Mo Person | e Reporting Per | son |
| (City) | (State) | (Zip) | | | | | | | | |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | |
| 1 Title of Secur | ty (Instr 3) | | 2 Transaction | 24 Deemed | 3 | 4 Securities Acquired | | 5 Amount of | 6 Ownership | 7 Naturo |

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | | | 4. Securities Disposed Of 5) | | | 5. Amount of Securities Beneficially Owned Following Reported | | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--|---|------|---|------------------------------------|---------------|-------|---|---|---|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (11011.4) |
| Common Stock | | | | | | | | 11,858.57 | 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. Transa Code (8) | | of | | 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 | Title | Amount or Number of Shares | | | | |

Explanation of Responses:

Remarks:

This filing is being made to reflect the termination of the reporting person's status as an insider of M&T Bank Corporation effective March 3, 2023. Unless otherwise indicated, the reporting person's holdings are as of such date.

| <u>By: Stephen T. Wilson, Esq.</u> (<u>Attorney-In-Fact)</u> | 03/06/2023 |
|--|------------|
|--|------------|

** 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.