SEC Form 4

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL
OMB Number: 3235-0287

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Instruction 1(b).			Filed pursu	ant to Section 16(a	hours per response: 0.5					
	•					mpany Act of 1940				
1. Name and Add Urban Julia		g Person [*]		suer Name and Tic &T BANK CO			(Check	ationship of Report (all applicable) Director Officer (give title	10% Owr	
(Last) ONE M&T P	(First) LAZA	(Middle)		ate of Earliest Trans 03/2023	saction (Montl	n/Day/Year)	X	below)	Chief Auditor)
(Street)			4. lf	Amendment, Date	of Original File	d (Month/Day/Year)	6. Indiv Line)	vidual or Joint/Gro	up Filing (Check	Applicable
BUFFALO	NY	14203					X	Form filed by O	ne Reporting Per	son
(City)	(State)	(Zip)	—					Form filed by M Person	ore than One Re	porting
		Table I - Non-De	rivative	Securities Acc	quired, Dis	posed of, or Benef	icially	Owned		
1 Title of Secur	ity (Instr 3)	2 Tran	saction	2A Deemed	3	4 Securities Acquired (A)	or	5 Amount of	6 Ownershin	7 Nature

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)			iction Instr.	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	(D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	02/03/2023		A ⁽¹⁾		372	A ⁽¹⁾	\$0.00 ⁽²⁾	4,942	D	
Common Stock	02/03/2023		F ⁽³⁾		142	D	\$159.02	4,800	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)	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	Title	Amount or Number of Shares				

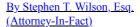
Explanation of Responses:

1. Shares issued pursuant to vesting of performance-based restricted stock units, which were granted to the reporting person on February 5, 2020, under the 2019 M&T Bank Corporation Equity Incentive Compensation Plan (the "Equity Plan") and vested upon achievement of performance goals for the applicable performance period.

2. The performance-based restricted stock units were granted under the Equity Plan, and therefore the reporting person paid no price for the performance-based restricted stock units.

3. Shares withheld for taxes upon the settlement in shares of performance-based restricted stock units previously granted to the reporting person.

Remarks:



02/07/2023

** 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.