
**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): November 16, 2020

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) 635-4000

(NOT APPLICABLE)
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of Each Class	Trading Symbols	Name of Each Exchange on Which Registered
Common Stock, \$.50 par value	MTB	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(d) Election of Leslie Godridge and Rudina Seseeri to the Board of Directors

On November 16, 2020, the Board of Directors of M&T Bank Corporation (“M&T”) elected Leslie Godridge and Rudina Seseeri as directors of M&T. Mses. Godridge and Seseeri were also elected as directors of M&T Bank, M&T’s principal banking subsidiary. The public announcement was made by means of a news release, which is attached as Exhibit 99.1 to this Form 8-K and is incorporated herein by reference.

As non-employee directors, Mses. Godridge and Seseeri each will participate in M&T’s director compensation program as described in M&T’s 2020 proxy statement. No decisions have been made regarding committee assignments for either Mses. Godridge or Seseeri. There are no arrangements or understandings between either Mses. Godridge or Seseeri and any other person pursuant to which either was selected as a director, and neither Mses. Godridge nor Seseeri have a direct or indirect material interest in any transaction required to be disclosed pursuant to Item 404(a) of Regulation S-K.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits.

<u>Exhibit No.</u>	<u>Exhibit Description</u>
99.1	News Release dated November 16, 2020
104	Cover Page Interactive Data file (embedded within the Inline XBRL document)

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: November 17, 2020

By: /s/ Marie King
Name: Marie King
Title: Group Vice President and
Corporate Secretary



**M&T Bank Corporation Elects Leslie Godridge and Rudina Sesei
to Board of Directors**

Diverse new members bring wide-ranging experience and insights from banking, large corporations and tech startups to M&T's Board

BUFFALO, N.Y., November 16, 2020—M&T Bank Corporation (NYSE: MTB) (“M&T”) announced today the election of Leslie Godridge, who recently retired as the Vice Chair and Co-Head of Corporate and Commercial Banking for US Bancorp, and Rudina Sesei, Founder and Managing Partner of Glasswing Ventures, to its Board of Directors, effective November 16, 2020. Mss. Godridge and Sesei were also elected to the Board of Directors of M&T Bank, M&T’s principal banking subsidiary.

Ms. Godridge joined US Bancorp in 2007 as Executive Vice President and Head of National Corporate Special Industries and Global Treasury Management, a role she held until 2016 when she became Vice Chair and Co-Head of Corporate and Commercial Banking. Previously, she spent 25 years at Bank of New York serving in a variety of senior managerial roles, culminating as Head of Consumer, Commercial, Private Banking and Asset Management.

Ms. Godridge was recognized repeatedly on The American Banker’s list of Most Powerful Women in Banking, and she has served as a Trustee of the Museum of the City of New York since 2006. She holds a Bachelor of Arts from Smith College and a Master of Business Administration from New York University Stern School of Business.

Ms. Sesei is the Founder and Managing Partner of Glasswing Ventures, an early-stage venture capital firm investing in Artificial Intelligence enabled software companies. With over 17 years of investing and transactional experience, Ms. Sesei has invested in and helped build successful companies with innovative technologies in the fields of Artificial Intelligence, Machine Learning, enterprise software and digital marketing technologies.

Prior to founding Glasswing Ventures, Ms. Sesei was a Partner at Fairhaven Capital, a technology venture capital firm, from 2007 to 2015. Previously, she served as a Senior Manager in the Corporate Development Group at Microsoft Corp., and as an investment banker in the Technology Group at Credit Suisse.

Ms. Sesei has been named to Entrepreneur Magazine’s 100 Powerful Women list and Boston Business Journal’s Power 50 Newsmakers list. She was appointed by the Dean of the Harvard Business School for five consecutive years to serve as Entrepreneur in Residence and is an HBS inaugural member of Rock Venture Capital Partners. Ms. Sesei graduated magna cum laude with a Bachelor of Arts degree from Wellesley College, and holds a Master of Business Administration from the Harvard Business School.

“To help their customers and communities grow in the new economy, banks serve as an important source of capital—and as an important source of guidance—for companies of all size, from large, established corporations to up-and-coming start-ups. With their wide-ranging experience and expertise in business, Leslie Godridge and Rudina Seseri add exceptional breadth and depth to our board as we work to fulfill our mission and our mandate,” said René F. Jones, M&T’s Chairman and CEO.

“Throughout my career in banking, I’ve always admired M&T, not just for achieving consistently strong financial results, but for their equally long-standing commitment to meeting the diverse and various needs of their customers and communities,” said Ms. Godridge. “That’s why I’m so honored to join M&T’s board today, and I look forward to helping and supporting this remarkable team of bankers as they work to build upon that legacy—and that mission—well into the future.”

“This is a pivotal time when disruptive technology is helping reshape the financial services industry,” said Ms. Seseri. “I am excited to channel my frontier tech experience and insights to help work with the forward-looking board and leadership team at M&T to build on the momentum they have created and guide their vision in this new age of automation.”

About M&T Bank

M&T Bank Corporation is a financial holding company headquartered in Buffalo, New York. M&T’s principal banking subsidiary, M&T Bank, operates banking offices in New York, Maryland, New Jersey, Pennsylvania, Delaware, Connecticut, Virginia, West Virginia and the District of Columbia. Trust-related services are provided by M&T’s Wilmington Trust-affiliated companies and by M&T Bank.

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