
**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): September 11, 2007

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)

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 Instructions 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 13e4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 7.01. Regulation FD Disclosure.

On September 11, 2007, representatives of M&T Bank Corporation (“M&T”) will deliver a presentation to investors and analysts at the Lehman Brothers Financial Services Conference in New York City. M&T’s presentation is scheduled to begin at 3:00 p.m. Eastern Time. A copy of this presentation is attached as Exhibit 99.

The information in this Form 8-K, including Exhibit 99 attached hereto, shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934 (the “Exchange Act”), or otherwise subject to the liability of such section, nor shall it be deemed incorporated by reference in any filing of M&T under the Securities Act of 1933 or the Exchange Act, regardless of any general incorporation language in such filing, unless expressly incorporated by specific reference in such filing.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits.

Exhibit No.

99 M&T Bank Corporation Presentation.

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: September 11, 2007

By: /s/ René F. Jones
René F. Jones
Executive Vice President
and Chief Financial Officer

EXHIBIT INDEX

Exhibit No.
99

M&T Bank Corporation Presentation. Filed herewith.



Lehman Brothers
Financial Services Conference
September 11, 2007



Disclaimer

This presentation contains forward looking statements within the meaning of the Private Securities Litigation Reform Act giving the Company's expectations or predictions of future financial or business performance or conditions. Forward-looking statements are typically identified by words such as "believe," "expect," "anticipate," "intend," "target," "estimate," "continue," "positions," "prospects" or "potential," by future conditional verbs such as "will," "would," "should," "could" or "may," or by variations of such words or by similar expressions. These forward-looking statements are subject to numerous assumptions, risks and uncertainties which change over time. Forward-looking statements speak only as of the date they are made and we assume no duty to update forward-looking statements.

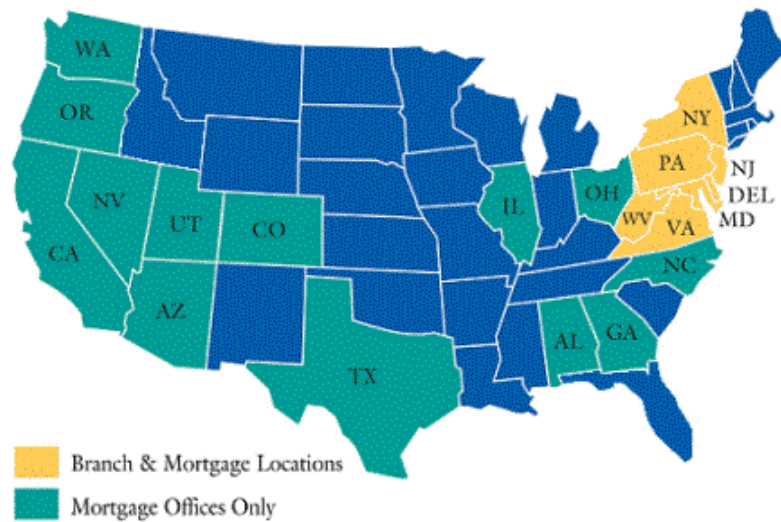
In addition to factors previously disclosed in our SEC reports and those identified elsewhere in this presentation, the following factors among others, could cause actual results to differ materially from forward-looking statements or historical performance: changes in asset quality and credit risk; the inability to sustain revenue and earnings growth; changes in interest rates and capital markets; inflation; customer acceptance of M&T products and services; customer borrowing, repayment, investment and deposit practices; customer disintermediation; the introduction, withdrawal, success and timing of business initiatives; competitive conditions; the inability to realize cost savings or revenues or to implement integration plans and other consequences associated with mergers, acquisitions and divestitures; economic conditions; and the impact, extent and timing of technological changes, capital management activities, and other actions of the Federal Reserve Board and legislative and regulatory actions and reforms.

Annualized, pro forma, projected and estimated numbers are used for illustrative purpose only, are not forecasts and may not reflect actual results.

M&T Bank Corporation

- Company Background & Recent Results
- Loan and Investment Portfolios / Credit
- Recent Events
- Shareholder Focus

M&T - A Name known in Buffalo since 1856



- One of the 20 Largest U.S. Banks
- \$11.3 Billion Market Cap
- \$57.9 Billion in assets
- +660 branches in 7 States and the District of Columbia

- Serving customers in 2 million households and +150,000 businesses
- +13,300 employees
- +1,500 ATM's

Earnings Summary

(\$ in millions, except EPS)

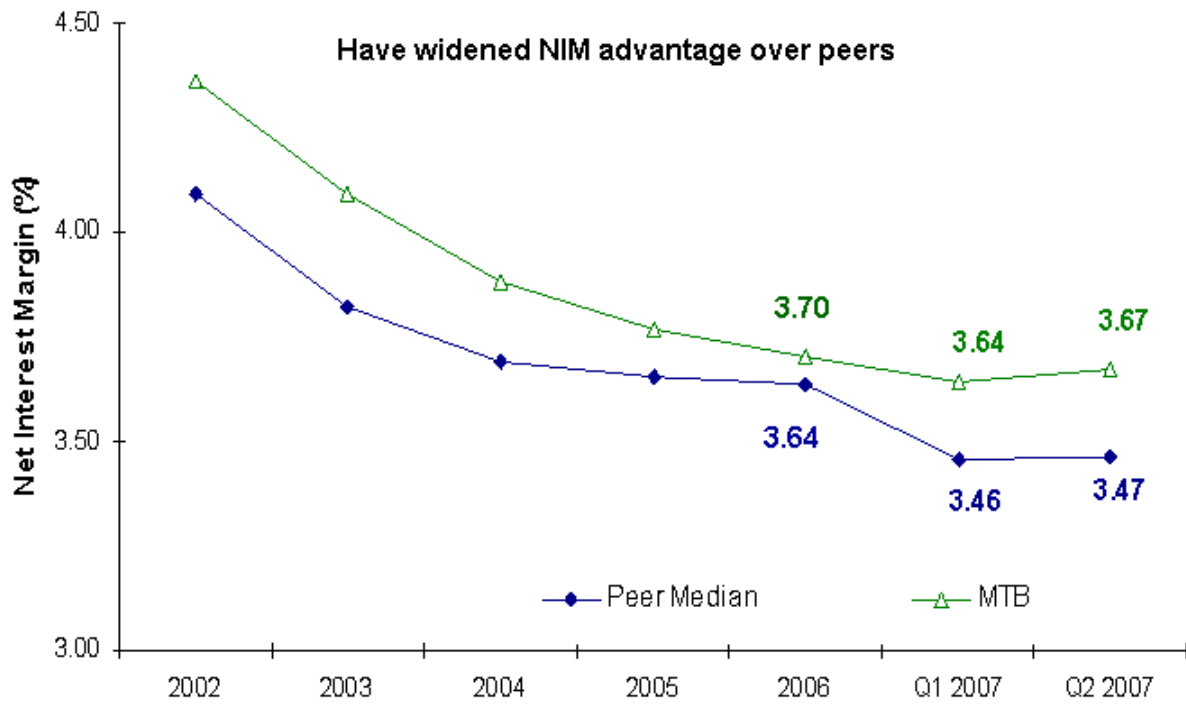
	2Q06 Actual	1Q07 Actual	2Q07 Actual	2Q07 % Growth vs. 2Q06 vs. 1Q07	
Net Operating Income ¹	\$ 222	\$ 187	\$ 224	1%	20%
Net Operating EPS ¹	\$ 1.95	\$ 1.67	\$ 2.04	5%	22%
GAAP Net Income	\$ 213	\$ 176	\$ 214	1%	22%
GAAP EPS	\$ 1.87	\$ 1.57	\$ 1.95	4%	24%

(1) Excludes merger-related expenses and amortization expense associated with intangible assets. Intangible Amortization net of tax: 2Q2006 = \$6.9MM, 1Q2007 = \$11.2MM, 2Q2007 = \$10.0MM. Merger-related expenses: 2Q2006 = \$2.3MM.

Second Quarter 2007 highlights

- Linked quarter NIM increase from 3.64% to 3.67%
- Strong fee income growth
- \$4MM linked quarter decrease in operating expenses
- Linked quarter increase in NPL's,
 - \$34MM residential A&D loan
- Linked quarter increase in NCO's to 20bps

Net Interest Margin



Source: S&P Financial

Note: Top 50 banks based on asset size as of June 30, 2007.

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M&T Bank Corporation – Average Loans

(\$ in billions)

	2007 Q2	% of Portfolio	2Q07 % Growth	
			vs. 2Q06	vs. 1Q07*
Commercial and Industrial	\$ 12.1	28%	8%	14%
Commercial Real Estate	15.6	36%	4%	3%
Residential Real Estate	5.9	13%	21%	-4%
Consumer				
<i>HELOC</i>	4.1	9%	0%	-5%
<i>Second Mortgages</i>	1.2	3%	-5%	-8%
<i>Indirect Auto</i>	2.9	7%	0%	19%
<i>Other Consumer</i>	1.8	4%	9%	-9%
Total Consumer	10.0	23%	1%	1%
Total Loans	\$ 43.6	100%	6%	4%

* annualized

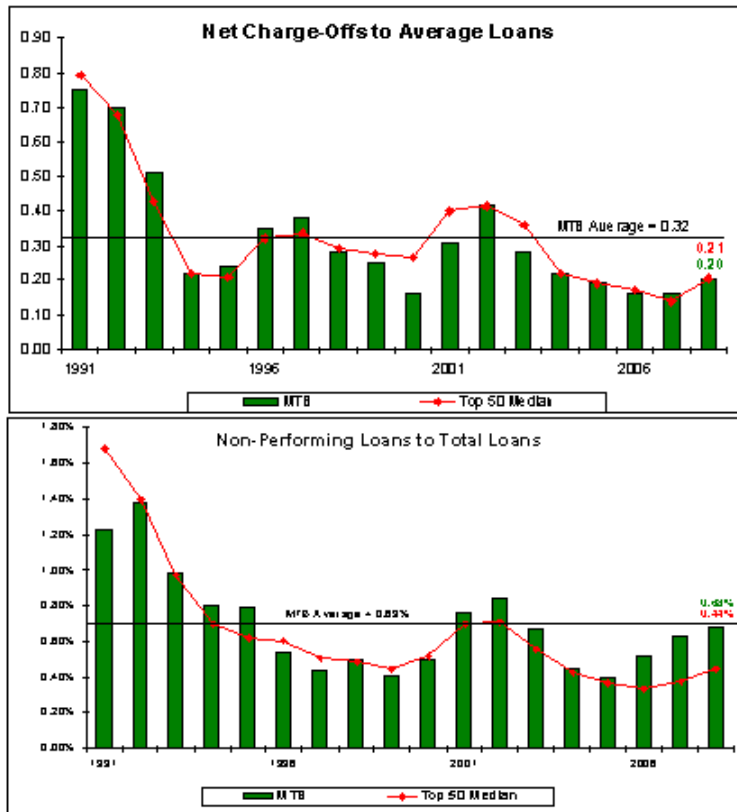
“Headline” Commercial Portfolios

- Auto floor plan
 - Significant source of new NPLs since 1Q06
 - Credit losses have been very manageable
 - Out-of-trust positions appear to be abating
- Residential builder / developer loans
 - About \$1.8 billion outstanding
 - Vast majority within banking footprint
 - Completed reviews of residential construction portfolio in Sept 2006 and May 2007
 - Concern is appraisal values, not delinquencies

Consumer Credit –Underwriting data

	Weighted Average FICO Score	Weighted Average Loan to Value (LTV)
HELOC	743	68%
Second Mortgages	739	66%
Indirect Auto	723	111%
Alt-A Mortgages - In portfolio	705	74%
Other HFI Mortgages	720	71%

Historical Credit Cycle – Annual Trend, 1991-Q2 2007

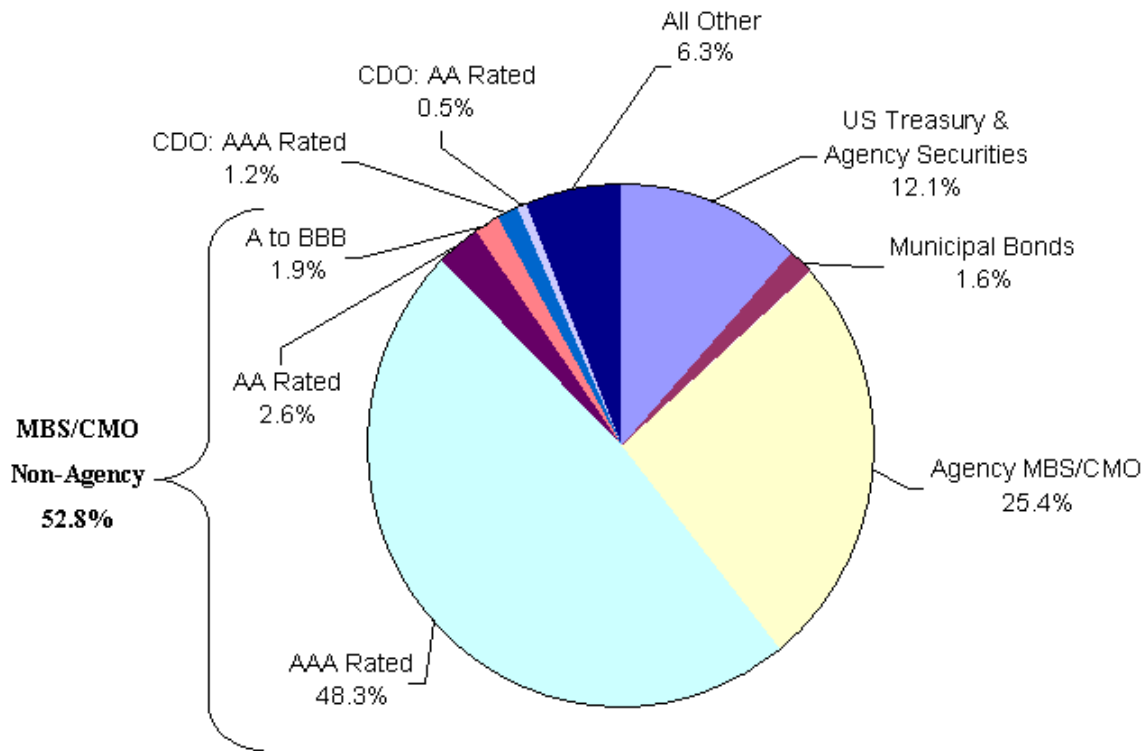


Source: SML Interactive

Securities Portfolio as of June 30, 2007

- Securities portfolio totaled \$7 billion at June 30
- Equals 12% of total assets vs top-50 bank median of 17%
- Effective duration just under 2.0 years
- Unrealized losses about \$75 million - pretax
- Approximately 88% mortgage related securities
- Very high credit quality

Investment Securities – Credit Rating Distribution



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Recent Events

- 3Q07 dividend increase
 - increased 17% from prior amount
 - \$0.70 per qtr / \$2.80 annualized
- Partners Trust acquisition
- Bayview Lending Group

Partners Trust - Transaction Highlights

Transaction:	Merger of Partners Trust into M&T
Price:	\$12.50 per PRTR share
Exchange Ratio:	Floating, based on 5 day average of M&T closing price immediately prior to consummation
Aggregate Value:	\$555 million
Stock / Cash Mix:	50% / 50%
Tax treatment:	Tax-free reorganization

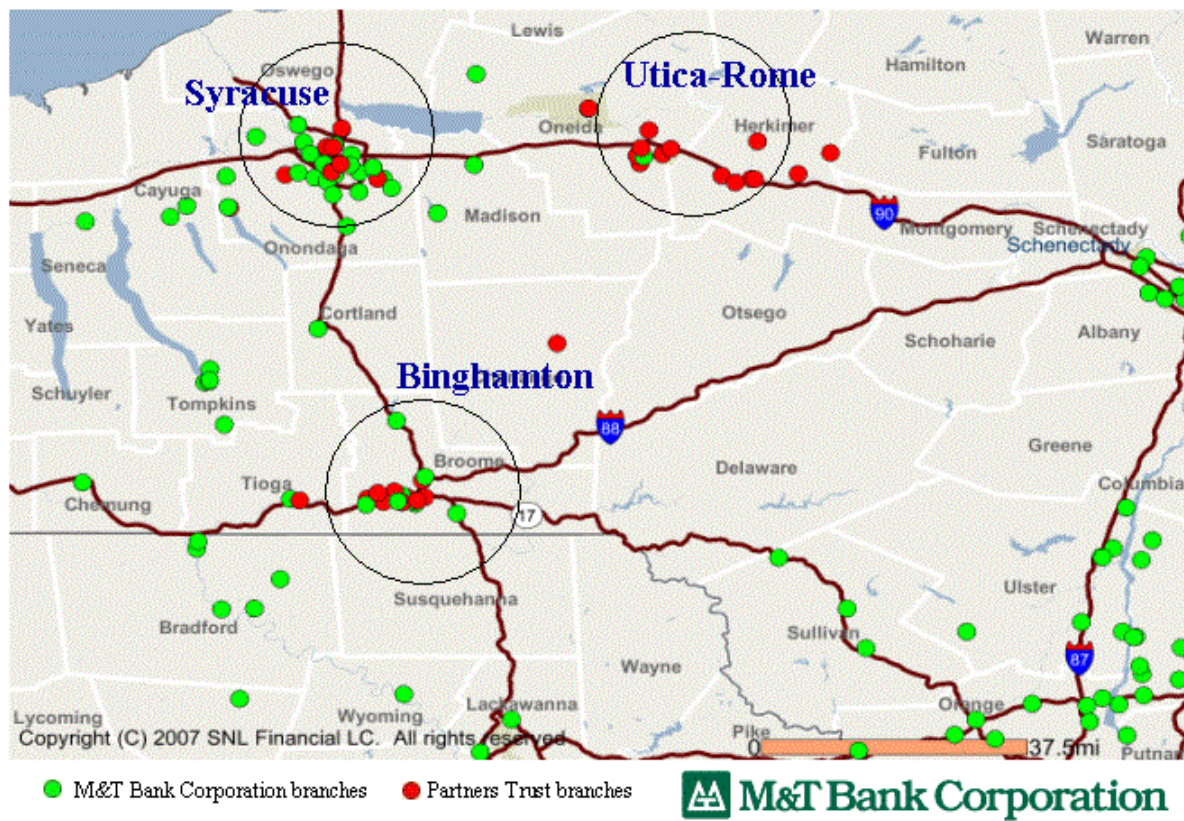


Partners Trust Highlights

- **\$872 million in investment securities**
- **\$2.3 billion loans**
 - \$636 million consumer, including home equity loans
 - \$320 million commercial real estate
 - \$171 million commercial & industrial
 - \$1,174 million residential mortgages
- **\$2.3 billion deposits**
 - \$214 million DDA
 - \$1,004 million Savings, NOW & MMDA
 - \$1,043 million in time deposits

As of 06/30/2007

Strengthens M&T's Market Position in Upstate NY



Strengthens M&T's Market Position in Upstate NY

- 155,000 households
- 15 branches in Utica-Rome MSA (proforma #1 position)
- 10 branches in Binghamton MSA (proforma #1 position)
- 8 branches in Syracuse MSA (proforma #1 position)
- 33 branches and 46 ATMs
- M&T has 48 branches in these markets with \$2.4 billion in deposits
- 16 M&T branches within 1 mile of a Partners Trust branch

Source: SNL Financial and company filings.
1. Data as of or for the quarter ended June 30, 2007.

Financial Highlights

- Accretive to 2008 Net Operating Earnings
- Accretive to 2009 GAAP Earnings
- Low risk transaction; achievable cost savings
- IRR comfortably exceeds acquisition hurdle rate



Bayview Lending Group Update

BLG Update

- Acquired minority interest in Bayview Lending Group (BLG) in 1Q07
- BLG originates and securitizes small balance commercial mortgages in US, UK and Canada
- Bayview Financial contributed operating entities into JV, but minimal amount of loans

Bayview Management

- Bayview Financial founded by management in 1993
 - Own 80% of BLG partnership
- Privately held financial services firm based in Miami
- \$11 billion in managed assets; over 1,700 employees

Bayview Management

- M&T - Bayview relationship goes back over 10 years
- Owner-operators
- Like M&T, focused on economics and cash returns

BLG Update

- BLG has elements of both startup and going concern
- Day 1 – minimal loan portfolio, ie revenue base
- SG&A expense from pre-existing operating entities
- While still in startup mode, revenue will be volatile

M&T Bank Corporation

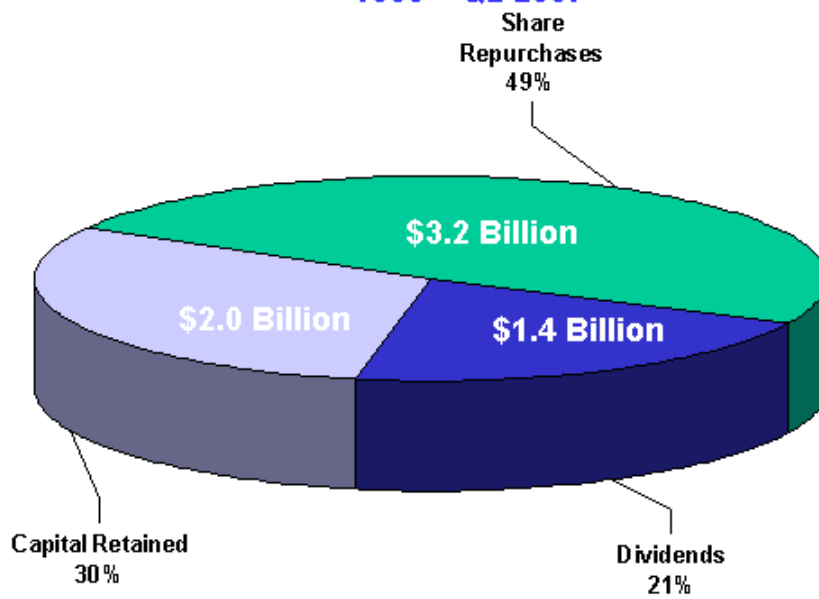
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Consistent and Conservative Operating Philosophy

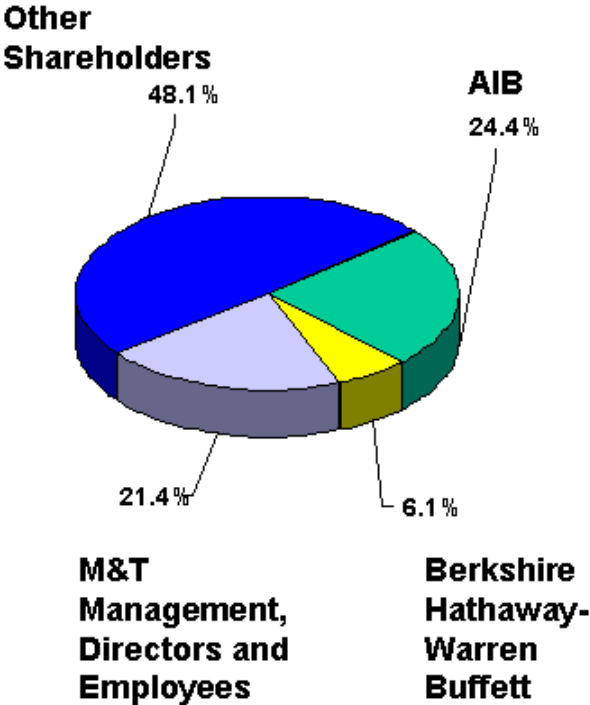
- **Conservative credit culture**
 - Centralized underwriting
 - Constant presence in markets
- **Long history of returning excess capital to shareholders**
- **Owner-operators**
- **Focus on operating fundamentals**
 - Operating efficiency
 - Cash return to shareholders
- **Disciplined acquisition approach**

Return of Capital to Shareholders

Cumulative Capital Retained, Dividends and Share Repurchases
1983 – Q2 2007



What Makes M&T Unique?*

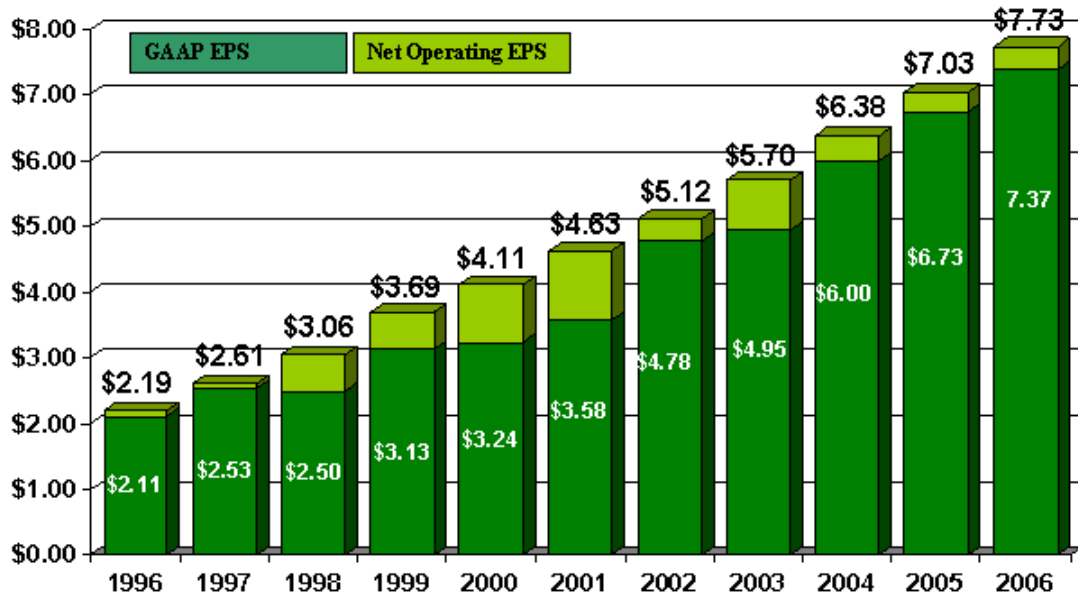


- Management's Interest aligned with Shareholders' Interests
- Over 50% Ownership between AIB, M&T Insiders and Warren Buffett

* As of 2/28/07. Includes options & deferred bonus shares.

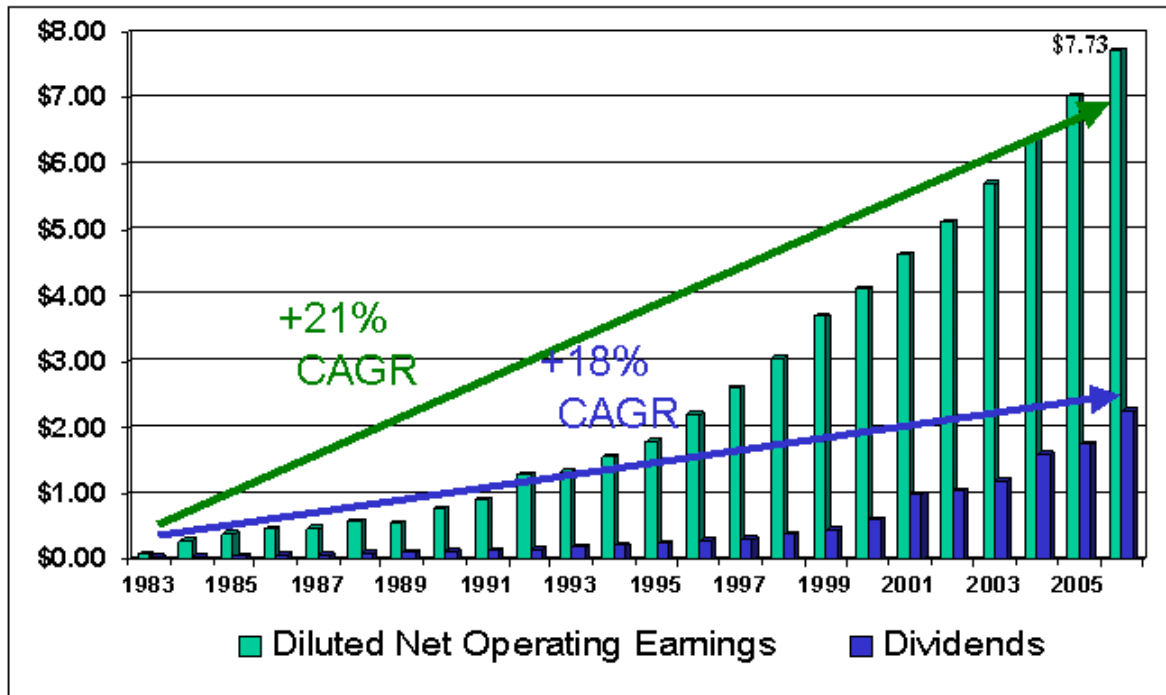
M&T Diluted EPS 1996 - 2006, GAAP & Net Operating*

1996 - 2006 EPS CAGR GAAP 13.3% Net Operating* 13.4%

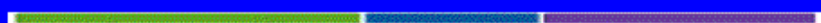


* Net operating EPS excludes amortization of intangible assets and merger-related costs.
 Note: GAAP and net operating EPS in 1998-2002 have been restated for expensing stock options.

M&T Per Share Data 1983-2006



Note: Data prior to 1998 does not include provisions of SFAS No. 123 and No. 148 stock option expensing. CAGRs calculated using 1983 as base year.



Lehman Brothers

Financial Services Conference

September 11, 2007





Appendix

Reconciliation of GAAP and Non-GAAP Results of Operation

Net Income and Earnings Per Share	2007	1Q07	2Q06	2006	2005	2004	2003	2002	2001
<i>\$'s in millions</i>									
Net income	\$214.2	\$176.0	\$212.6	\$839.2	\$782.2	\$722.5	\$573.9	\$466.7	\$353.1
Intangible amortization, net of tax	10.0	11.2	6.9	38.5	34.7	46.1	47.8	32.5	99.4
Merger-related expenses, net of tax	-	-	2.3	3.0	-	-	39.2	-	4.8
Net operating income	\$224.2	\$187.2	\$221.8	\$880.7	\$816.9	\$768.6	\$660.9	\$499.2	\$457.3
<i>Earnings Per Share</i>									
Diluted earnings per share	\$1.95	\$1.57	\$1.87	\$7.37	\$6.73	\$6.00	\$4.95	\$4.78	\$3.58
Intangible amortization, net of tax	0.09	0.10	0.06	0.33	0.30	0.38	0.41	0.34	1.00
Merger-related expenses, net of tax	-	-	0.02	0.03	-	-	0.34	-	0.05
Diluted net operating earnings per share	\$2.04	\$1.67	\$1.95	\$7.73	\$7.03	\$6.38	\$5.70	\$5.12	\$4.63
Efficiency Ratio									
<i>\$'s in millions</i>									
Non-Interest expenses	\$392.7	\$399.0	\$377.0	\$1,551.7	\$1,485.1	\$1,516.0	\$1,448.2	\$961.6	\$980.6
less: intangible amortization	16.5	18.3	11.4	63.0	56.8	75.4	78.2	51.5	121.7
less: charitable contribution	-	-	-	18.0	-	25.0	-	-	-
less: merger-related expenses	-	-	3.8	5.0	-	-	60.4	-	8.0
Adjusted net operating expenses	\$376.2	\$380.7	\$361.8	\$1,465.7	\$1,428.3	\$1,415.6	\$1,309.6	\$910.1	\$850.9
Adjusted T.E. revenues*	\$749.7	\$691.0	\$713.6	\$2,867.3	\$2,789.5	\$2,692.0	\$2,443.7	\$1,774.2	\$1,651.4
Net operating efficiency ratio	50.2%	55.1%	50.7%	51.1%	51.2%	52.6%	53.6%	51.3%	51.5%

Note: Effective January 1, 2003, M&T began recognizing expense for stock-based compensation in accordance with SFAS No. 123, as amended, and chose the retroactive restatement method described in SFAS No. 148. As a result, financial information for all prior periods presented has been restated to reflect the provisions of these pronouncements.

* Excludes securities transactions. 2006 excludes \$13MM gain on FHLB advance.

Reconciliation of GAAP and Non-GAAP Results of Operation

Assets	2Q07	1Q07	2Q06	2006	2005	2004	2003	2002	2001
<i>\$'s in millions</i>									
Average assets	\$ 57,523	\$ 57,207	\$ 55,498	\$ 55,839	\$ 54,135	\$ 51,517	\$ 45,349	\$ 31,935	\$ 30,842
Goodwill	(2,909)	(2,909)	(2,909)	(2,908)	(2,904)	(2,904)	(2,456)	(1,098)	(1,126)
Core deposit and other intangible assets	(223)	(241)	(107)	(191)	(135)	(201)	(233)	(143)	(196)
Deferred taxes	24	28	40	38	52	-	-	46	56
Average tangible assets	<u>\$ 54,415</u>	<u>\$ 54,085</u>	<u>\$ 52,522</u>	<u>\$ 52,778</u>	<u>\$ 51,148</u>	<u>\$ 48,412</u>	<u>\$ 42,660</u>	<u>\$ 30,740</u>	<u>\$ 29,576</u>
Equity									
<i>\$'s in millions</i>									
Average equity	\$ 6,172	\$ 6,270	\$ 5,940	\$ 6,041	\$ 5,798	\$ 5,701	\$ 4,941	\$ 3,026	\$ 2,975
Goodwill	(2,909)	(2,909)	(2,909)	(2,908)	(2,904)	(2,904)	(2,456)	(1,098)	(1,126)
Core deposit and other intangible assets	(223)	(241)	(107)	(191)	(135)	(201)	(233)	(143)	(196)
Deferred taxes	24	28	40	38	52	76	68	46	56
Average tangible equity	<u>\$ 3,064</u>	<u>\$ 3,148</u>	<u>\$ 2,964</u>	<u>\$ 2,980</u>	<u>\$ 2,811</u>	<u>\$ 2,672</u>	<u>\$ 2,320</u>	<u>\$ 1,831</u>	<u>\$ 1,709</u>

Note: Effective January 1, 2003, M&T began recognizing expense for stock-based compensation in accordance with SFAS No. 123, as amended, and chose the retroactive restatement method described in SFAS No. 148. As a result, financial information for all prior periods presented has been restated to reflect the provisions of these pronouncements.