
**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): October 18, 2023

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:

<u>Title of Each Class</u>	<u>Trading Symbols</u>	<u>Name of Each Exchange on Which Registered</u>
Common Stock, \$.50 par value	MTB	New York Stock Exchange
Perpetual Fixed-to-Floating Rate Non-Cumulative Preferred Stock, Series H	MTBPrH	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 7.01. Regulation FD Disclosure.

On October 18, 2023, M&T Bank Corporation ("M&T") posted an investor presentation to its website. A copy of the presentation is attached as Exhibit 99.1 hereto. From time to time, M&T may use this presentation in conversations with investors and analysts. The presentation can be found on the Investor Relations page of M&T's website at ir.mtb.com/events-presentations.

The information in this Form 8-K, including Exhibit 99.1 attached hereto, is being furnished and 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.

(d) Exhibits.

<u>Exhibit No.</u>	<u>Exhibit Description</u>
99.1	M&T Bank Corporation presentation dated October 18, 2023
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: October 18, 2023

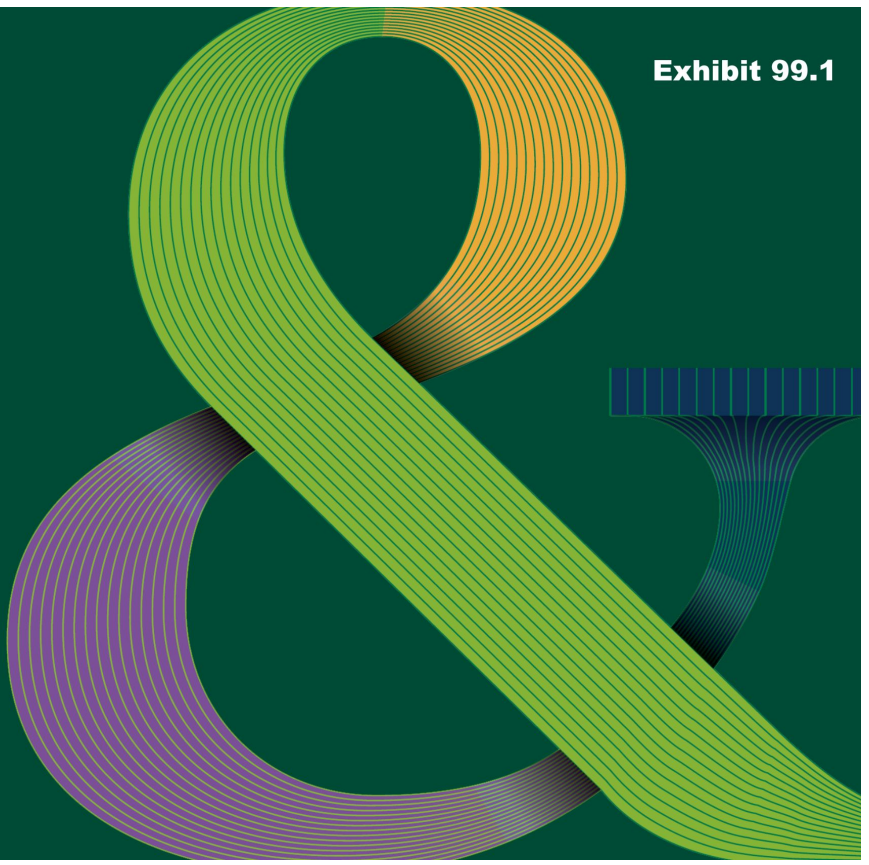
By: /s/ Daryl N. Bible
Daryl N. Bible
Senior Executive Vice President
and Chief Financial Officer

M&T Bank Corporation

Exhibit 99.1

Earnings Results 3rd Quarter 2023

OCTOBER 18, 2023



Disclaimer

This presentation may contain forward-looking statements regarding M&T Bank Corporation ("M&T") within the meaning of the Private Securities Litigation Reform Act of 1995 and the rules and regulations of the Securities and Exchange Commission ("SEC"). Any statement that does not describe historical or current facts is a forward-looking statement, including statements based on current expectations, estimates and projections about M&T's business, and management's beliefs and assumptions.

Statements regarding the potential effects of events or factors specific to M&T and/or the financial industry as a whole, as well as national and global events generally, including economic conditions, on M&T's business, financial condition, liquidity and results of operations may constitute forward-looking statements. Such statements are subject to the risk that the actual effects may differ, possibly materially, from what is reflected in those forward-looking statements due to factors and future developments that are uncertain, unpredictable and in many cases beyond M&T's control.

Forward-looking statements are typically identified by words such as "believe," "expect," "anticipate," "intend," "target," "estimate," "continue," 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 statements are not guarantees of future performance and involve certain risks, uncertainties and assumptions ("Future Factors") which are difficult to predict. Therefore, actual outcomes and results may differ materially from what is expressed or forecasted in such forward-looking statements.

Examples of Future Factors include: the impact of M&T's acquisition of People's United Financial Inc. ("People's United") (as described in the next paragraph); events and developments in the financial services industry, including legislation, regulations and other government actions as well as business conditions affecting the industry and/or M&T and its subsidiaries individually or collectively; economic conditions including inflation and market volatility; changes in interest rates, spreads on earning assets and interest-bearing liabilities, and interest rate sensitivity; prepayment speeds, loan originations, credit losses and market values on loans, collateral securing loans, and other assets; sources of liquidity; common shares outstanding; common stock price volatility; fair value of and number of stock-based compensation awards to be issued in future periods; the impact of changes in market values on trust-related revenues; regulatory supervision and oversight, including monetary policy and capital requirements; domestic or international political developments and other geopolitical events, including international conflicts; governmental and public policy changes, including tax policy; the outcome of pending and future litigation and governmental proceedings, including tax-related examinations and other matters; changes in accounting policies or procedures as may be required by the Financial Accounting Standards Board, regulatory agencies or legislation; increasing price, product, and service competition by competitors, including new entrants; rapid technological developments and changes; the ability to continue to introduce competitive new products and services on a timely, cost-effective basis; the mix of products and services; containing costs and expenses; protection and validity of intellectual property rights; reliance on large customers; technological, implementation and cost/financial risks in large, multi-year contracts; continued availability of financing; financial resources in the amounts, at the times and on the terms required to support M&T and its subsidiaries' future businesses; and material differences in the actual financial results of merger, acquisition, divestment and investment activities compared with M&T's initial expectations, including the full realization of anticipated cost savings and revenue enhancements.

In addition, Future Factors related to the acquisition of People's United include, among others: the possibility that the anticipated benefits of the transaction will not be realized when expected or at all; potential adverse reactions or changes to business, customer or employee relationships; M&T's success in executing its business plans and strategies and managing the risks involved in the foregoing; the results and costs of integration efforts; the business, economic and political conditions in the markets in which M&T and its subsidiaries operate; the outcome of any legal proceedings that may be instituted against M&T or its subsidiaries; and other factors related to the acquisition that may affect future results of M&T.

These are representative of the Future Factors that could affect the outcome of the forward-looking statements. In addition, as noted, such statements could be affected by general industry and market conditions and growth rates, general economic and political conditions, either nationally or in the states in which M&T and its subsidiaries do business, including interest rate and currency exchange rate fluctuations, changes and trends in the securities markets, and other Future Factors.

M&T provides further detail regarding these risks and uncertainties in its Form 10-K for the year ended December 31, 2022, including in the Risk Factors section of such report, as well as in other SEC filings. Forward-looking statements speak only as of the date made, and M&T does not assume any duty and does not undertake to update forward-looking statements.

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

This presentation also contains financial information and performance measures determined by methods other than in accordance with accounting principles generally accepted in the United States ("GAAP"). Management believes investors may find these non-GAAP financial measures useful. These disclosures should not be viewed as a substitute for financial measures determined in accordance with GAAP, nor are they necessarily comparable to non-GAAP performance measures that may be presented by other companies. Please see the Appendix for reconciliation of GAAP with corresponding non-GAAP measures, as indicated in the presentation.

Purpose

To make a difference
in people's lives.



Mission

We are a bank for communities –
committed to improving the lives
of our customers and all the
communities we touch.

Operating Principles

1
Local Scale

2
Credit Discipline

3
Operating &
Capital Efficiency

Driven by our talent

Delivering for our customers



- 18-year average tenure for executive management
- Talent development programs span 4 decades
- Only 3 CEOs, 5 CFOs, and 2 CCOs in 39 years

- More than 40% of our Board of Directors team is diverse
- Several employee development programs and initiatives for attracting and promoting diverse employees

- Digitally forward, locally focused
- Enhanced team with new skill sets to solve problems & deliver solutions
- Partnerships with Fintechs to innovate and create customer solutions

Delivering impact to our communities and customers

When our customers and communities succeed, we all succeed

Customer Focused



- Long lasting relationships
- Designated **119 multicultural banking branches** since 2020, furthering our mission to be a culturally fluent bank for all communities

Community Engagement



- **\$2.26 billion** in financing to projects that contain affordable housing
- **159,000 hours** dedicated by M&T staff to volunteering in our communities
- **\$47 million** in **The M&T Charitable Foundation grants** committed to supporting our communities
- **2,657 home purchase loans** to low-and moderate-income residents

Business Support



- Won **166 Greenwich Excellence awards** in Small Business from 2011 to 2022
- **Ranked #6 SBA Lender in the country in FY2023**, the 15th consecutive year M&T has ranked among the nation's top 10 SBA Lenders
- Expanded the Multicultural Small Business Innovation Lab in 2022 to **provide multicultural business owners with guidance and skills** to scale and operate their businesses

Top Rankings



- **Highest possible CRA rating** from Federal Reserve since 1982
- **#1 or #2 SBA Lender** in **9 out of 16** markets in FY2023
- **3 Greenwich Excellence Awards & 1 Best Brand Award** in Small Business Banking in 2022
- **Ranked #11 in Greenwich Excellence Awards** for Small Business Banking in 2022

Note: All data points except for SBA rankings are for 2022.

Our ESG commitment

A bank for communities and making a difference

ESG accomplishments and highlights



ENVIRONMENT

- **\$231.6 million** invested in the renewable energy sector
- **13% reduced** electricity consumption since 2019⁽¹⁾
- **46% reduced** Scope 1 emissions since 2019⁽¹⁾
- **14% reduced** Scope 2 emissions since 2019⁽¹⁾



SOCIAL

- **1,440 Small Business Administration loans** originated in 2022, totaling \$203.8 million
- **2,657 home purchase loans** to low-and moderate-income residents
- **9.5 years** of average **employee tenure**
- Designated as one of the **Best Places to Work for LGBTQ+ Equality in 2022** by the Human Rights Campaign Foundation and one of the **Best Places to Work for Disability Inclusion in 2022** by the Disability Equality Index



GOVERNANCE

- **94%** of Board members were independent
- **24%** of directors were women
- **18%** of directors were people of color
- **59%** of directors had tenure of five years or less
- We are committed to complying with the highest standards of business ethics and integrity

Note: Data are as of December 31, 2022. ⁽¹⁾Numbers above reflect legacy M&T and do not include People's United Bank (PUB).

Financial Results

Earnings Highlights

GAAP			
(\$ in millions, except per share)	3Q23	2Q23	3Q22
Revenues	\$2,335	\$2,602	\$2,242
Noninterest Expense	\$1,278	\$1,293	\$1,279
Provision for Credit Losses	\$150	\$150	\$115
Net Income	\$690	\$867	\$647
Diluted EPS	\$3.98	\$5.05	\$3.53

GAAP - Adjusted (Non-GAAP)⁽¹⁾			
(\$ in millions, except per share)	3Q23	2Q23	3Q22
Revenues	\$2,335	\$2,378	\$2,242
Noninterest Expense	\$1,278	\$1,293	\$1,226
Provision for Credit Losses	\$150	\$150	\$115
Net Income	\$690	\$710	\$686
Diluted EPS	\$3.98	\$4.11	\$3.75
PPNR	\$1,057	\$1,084	\$1,017

- Revenues grew **+4% YoY** to **\$2.3 billion**
- PPNR, grew **+4% YoY** to **\$1.1 billion**
- Diluted EPS, grew **+13% YoY**

Note: (1) See Appendix 1 for reconciliation of GAAP with these non-GAAP measures.

Earnings Highlights

Net Operating Results (Non-GAAP)⁽¹⁾			
(\$ in millions, except per share)	3Q23	2Q23	3Q22
Net Operating Income	\$702	\$879	\$700
Diluted Net Operating EPS	\$4.05	\$5.12	\$3.83
Efficiency Ratio	53.7%	48.9% ⁽²⁾	53.6%
Net Operating ROTA	1.41%	1.80%	1.44%
Net Operating ROTCE	17.41%	22.73%	17.89%
Tangible Book Value per Share ⁽³⁾	\$93.99	\$91.58	\$84.28

- Diluted net operating EPS increased **+6% YoY** to **\$4.05**
- ROTCE of **17.41%** in 3Q23
- Tangible book value per share⁽³⁾ grew **+3% QoQ**

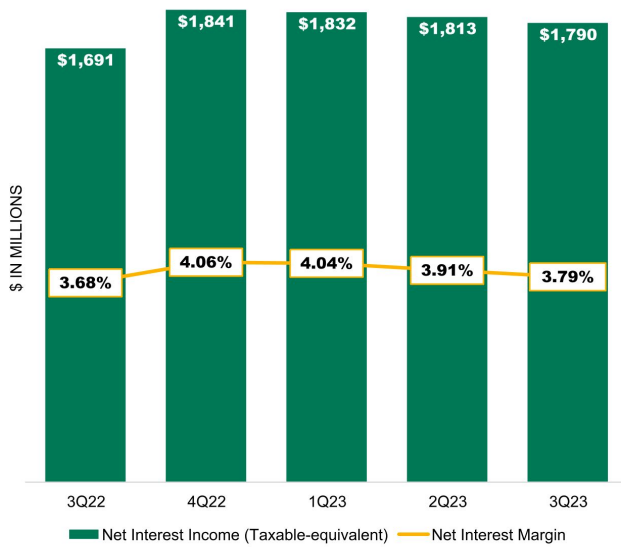
Note: (1) See Appendix 2 for reconciliation of GAAP with these non-GAAP measures. (2) 2Q23 efficiency ratio is 53.4% after excluding gain from sale of CIT. (3) As of respective period end.

Income Statement – Overview

\$ in millions, except per share	3Q23	2Q23	3Q22	Change 3Q23 vs	
				2Q23	3Q22
Revenue	\$2,335	\$2,602	\$2,242	(10%)	4%
Noninterest Expense	\$1,278	\$1,293	\$1,279	(1%)	-
PPNR ⁽¹⁾	\$1,057	\$1,084	\$1,017	(2%)	4%
Provision for Credit Losses	\$150	\$150	\$115	-	30%
Income Tax	\$217	\$292	\$201	(26%)	8%
Net Income	\$690	\$867	\$647	(20%)	7%
Net Interest Margin	3.79%	3.91%	3.68%	(12) bps	11 bps
Diluted EPS	\$3.98	\$5.05	\$3.53	(21%)	13%
Diluted EPS - Adjusted ⁽¹⁾	\$3.98	\$4.11	\$3.75	(3%)	6%
Diluted Net Operating EPS ⁽¹⁾	\$4.05	\$5.12	\$3.83	(21%)	6%
Return on Assets	1.33%	1.70%	1.28%	(37) bps	5 bps
Return on Assets - Adjusted ⁽¹⁾	1.33%	1.39%	1.35%	(6) bps	(2) bps
Return on Common Equity	10.99%	14.27%	10.43%	(328) bps	56 bps
Return on Common Equity - Adjusted ⁽¹⁾	10.99%	11.60%	11.09%	(61) bps	(10) bps
Weighted-Average Shares Outstanding - Diluted (000s)	166,570	166,320	175,682	-	(5%)

Note: (1) See Appendix 1 and 2 for reconciliation of GAAP with these non-GAAP measures.

Net Interest Income & Net Interest Margin



QoQ Drivers

- Taxable-equivalent net interest income decreased **-\$23 million QoQ**
 - Driven largely by higher interest rates on customer deposit funding
 - An unfavorable funding mix change
 - Partially offset by higher interest rates on earning assets and one additional day
- Net interest margin declined **-12 bps QoQ to 3.79%**
 - Driven primarily by an unfavorable deposit mix shift (-7 bps)
 - Net impact from the higher rates on customer deposit funding, net of the benefit from higher rates on earning assets (-6 bps)
 - The remaining +1 bp due to higher non-accrual interest, net of the impact of one additional day

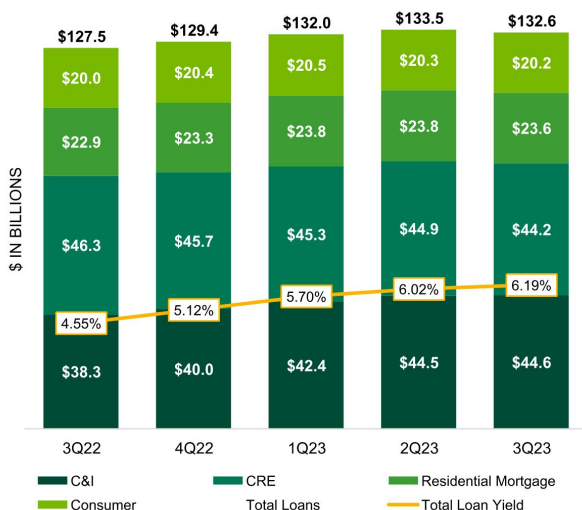
Balance Sheet – Overview

Average Balances, \$ in billions, except per share	3Q23	2Q23	3Q22	Change 3Q23 vs	
				2Q23	3Q22
Interest-bearing Deposits at Banks	\$26.7	\$23.6	\$30.8	13%	(13%)
Investment Securities	\$28.0	\$28.6	\$23.9	(2%)	17%
C&I	\$44.6	\$44.5	\$38.3	-	16%
CRE	\$44.2	\$44.9	\$46.3	(2%)	(4%)
Residential Mortgage	\$23.6	\$23.8	\$22.9	(1%)	3%
Consumer	\$20.2	\$20.3	\$20.0	-	1%
Total Loans	\$132.6	\$133.5	\$127.5	(1%)	4%
Earning Assets	\$187.4	\$185.9	\$182.4	1%	3%
Deposits	\$162.7	\$159.4	\$167.3	2%	(3%)
Borrowings	\$12.6	\$15.1	\$4.2	(16%)	200%
Common Shareholders' Equity	\$24.0	\$23.7	\$23.7	1%	2%
As of Quarter End					
Book Value per Common Share	\$145.72	\$143.41	\$134.45	2%	8%
Tangible Book Value per Common Share	\$93.99	\$91.58	\$84.28	3%	12%
Tangible Common Equity / Tangible Assets ⁽¹⁾	7.78%	7.63%	7.70%	15 bps	8 bps
Common Equity Tier 1 (CET1) Capital Ratio ⁽²⁾	10.94% ⁽²⁾	10.59%	10.75%	35 bps	19 bps

- Capital levels strong with CET1 ratio of **10.94%**⁽²⁾

Note: (1) See Appendix 2 for reconciliation of GAAP with these non-GAAP measures. (2) September 30, 2023 CET1 ratio is estimated.

Balance Sheet – Average Loans



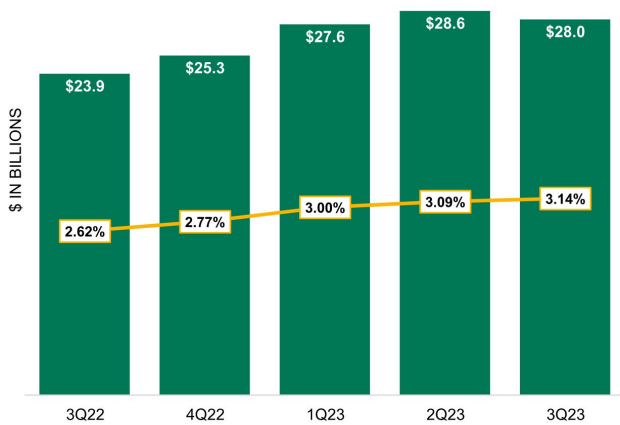
QoQ Drivers

Average loans **-\$0.9 billion or -1% QoQ:**

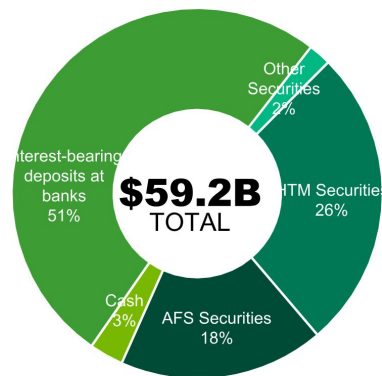
- C&I loans increased slightly (+\$94 million) QoQ, driven by growth in our dealer and specialty businesses
- CRE loans declined **-2%** (-\$714 million) QoQ, driven largely by our continued strategy to better serve CRE customers in most capital-efficient manner possible
- Residential mortgage loans decreased **-1%** (-\$208 million) QoQ
- Consumer loans decreased slightly (-\$100 million) QoQ, driven by declines in indirect auto and HELOC's, partially offset by growth in recreational finance and credit card

Balance Sheet – Securities and Cash

Average Investment Securities and Yield

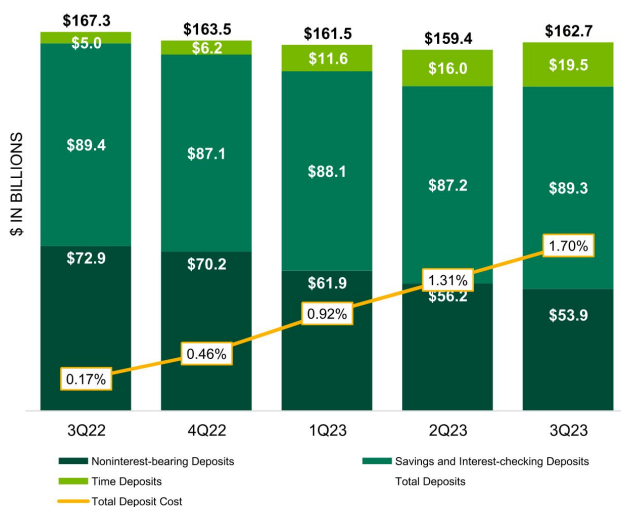


Securities and Cash – at 9/30/23



	Duration	Pre-tax Unrealized Loss
AFS	~1.5 years	\$447 million
HTM	~5.7 years	\$1,806 million
Total Debt Securities	~3.9 years	\$2,253 million

Balance Sheet – Average Deposits



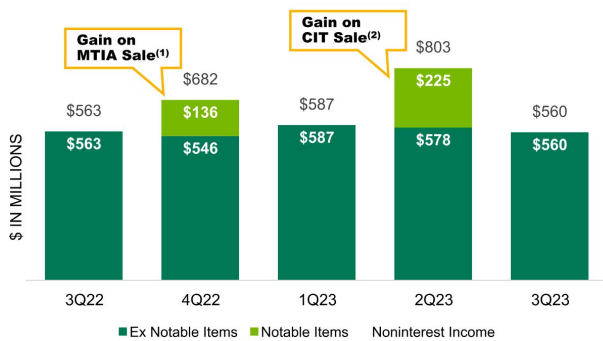
QoQ Drivers

End of period deposits **+\$2.1 billion** or **+1% QoQ**

Average deposits **+\$3.3 billion** or **+2% QoQ**:

- Deposit mix is shifting to higher cost deposits given increased competition and customer behavior
- Average customer deposit balances increased **+\$1.0 billion**
 - Average demand deposits declined **-\$2.3 billion** in favor of commercial sweeps and customer money market savings and time deposits
- Average brokered deposit balances increased **+\$2.3 billion** coincident with a **-\$2.2 billion** decrease in FHLB advances
 - Brokered money market and NOW increased **+\$800 million**
 - Brokered time deposits increased **+\$1.5 billion**

Income Statement – Noninterest Income



\$ in millions	3Q23	2Q23	3Q22	Change 3Q23 vs	
				2Q23	3Q22
Mortgage Banking Revenues	\$105	\$107	\$83	(2%)	26%
Service Charges on Deposits	\$121	\$119	\$115	2%	5%
Trust Income	\$155	\$172	\$187	(10%)	(17%)
Brokerage Services	\$27	\$25	\$21	7%	28%
Non-hedge Derivatives / Trading	\$9	\$17	\$5	(44%)	85%
Securities G/L	-	\$1	(\$1)	-	-
Other Revenues from Operations	\$143	\$362	\$153	(61%)	(7%)
Noninterest Income	\$560	\$803	\$563	(30%)	(1%)

QoQ Drivers

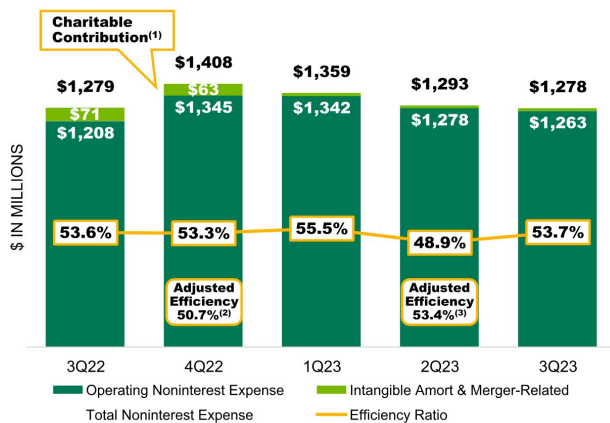
Noninterest income decreased -\$244 million or -30% QoQ; or -\$18 million excluding the CIT gain on sale of \$225 million in 2Q23:

- Other revenues from operations decreased **-\$219 million QoQ**
 - 2Q23 included the CIT gain on sale of **\$225 million**; +\$6 million, excluding the CIT gain

- Mortgage banking revenues decreased **-\$3 million or -2% QoQ:**
 - Residential mortgage banking revenues decreased **-\$2 million**
 - Commercial mortgage banking revenues decreased **-\$1 million**
- Trust Income decreased **-\$17 million or -10% QoQ:**
 - Reflects one month of revenues associated with the CIT business recognized prior to its sale in 2Q23

Note: (1) 4Q22 noninterest income included a \$136 million gain on sale of M&T Insurance Agency. (2) 2Q23 noninterest income included a \$225 million gain on sale from the sale of Collective Investment Trust business

Income Statement – Noninterest Expenses



\$ in Millions	3Q23	2Q23	3Q22	Change 3Q23 vs	
				2Q23	3Q22
Salaries & Benefits ⁽⁴⁾	\$727	\$738	\$723	(1%)	1%
Equip & Occupancy	\$131	\$129	\$125	2%	5%
Outside Data Proc & SW	\$111	\$106	\$93	4%	19%
FDIC Assessments	\$29	\$28	\$28	5%	4%
Advert. & Marketing	\$23	\$28	\$19	(19%)	19%
Print, Postage, Supplies	\$14	\$14	\$14	(2%)	(1%)
Other Expense	\$228	\$235	\$206	(3%)	11%
Operating Expense ⁽¹⁾	\$1,263	\$1,278	\$1,208	(1%)	5%
Merger-Related	-	-	\$53	-	(100%)
Intangible Amortization	\$15	\$15	\$18	-	(19%)
Total Noninterest Expense	\$1,278	\$1,293	\$1,279	(1%)	-

QoQ Drivers

Operating expenses (excluding merger-related and amortization of core deposits and other intangible assets) decreased **-\$15 million** or **-1% QoQ**

- Salaries & Benefits: decreased **-\$11 million** or **-1% QoQ**
 - Lower average headcount
 - and lower expenses for contracted resources and overtime

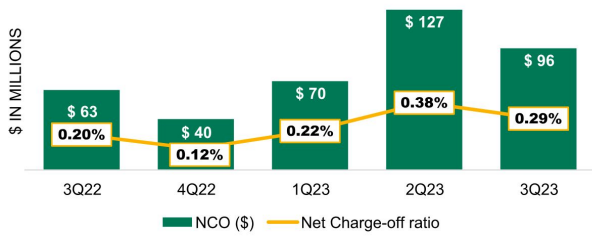
- Other expense: decreased **-\$6 million** or **-3% QoQ**, reflecting;
 - Lower sub-advisory fees, as a result of the sale of CIT in April,
 - lower legal-related expenses,
 - partially offset by losses associated with certain retail banking activities

Note: (1) See Appendix 1 and 2 for reconciliation of GAAP with these non-GAAP measures. Noninterest operating expense excludes merger-related expenses and amortization of core deposit and other intangible assets. (2) 4Q22 adjusted efficiency ratio excludes \$135 million in charitable contributions from numerator and \$136 million gain on sale of M&T Insurance Agency from denominator. (3) 2Q23 adjusted efficiency ratio excludes \$225 million gain on sale of CIT from the denominator. (4) Non-merger-related severance charges for 3Q23, 2Q23 and 3Q22 were \$6 million, \$8 million and \$3 million, respectively.

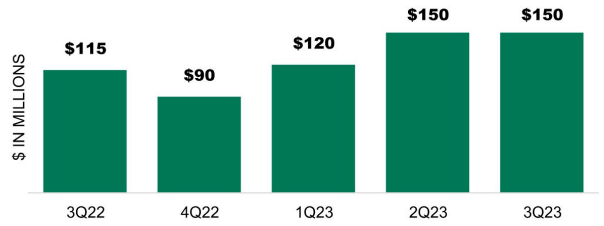
Credit

Net charge-off ratio YTD of 0.30% vs. long-term average of 0.33%

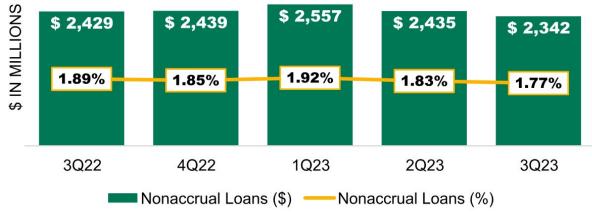
Net Charge-offs



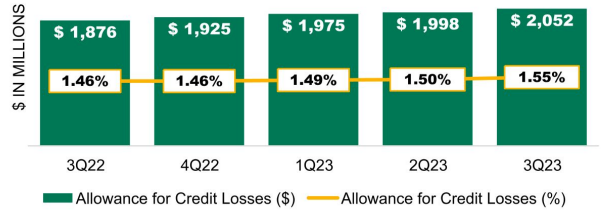
Provision for Credit Losses



Nonaccrual Loans

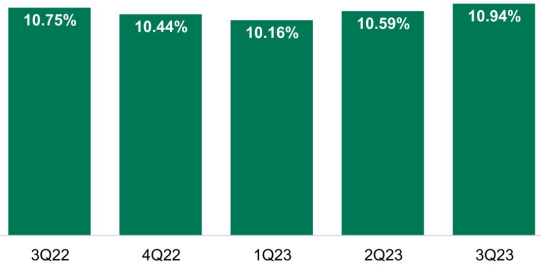


Allowance for Credit Losses



Capital

CET1



TBVPs⁽²⁾



QoQ Drivers

- CET1 capital ratio increased **+35 bps** to **10.94%**⁽¹⁾ at 3Q23
- Tangible book value per share increased **+3%** to **\$93.99**
- Tangible common equity to tangible assets was **7.78%** at the end of 3Q23
- AFS and pension-related AOCI would have impacted the CET1 capital ratio by **~(36) bps** at the end of 3Q23

Note: (1) September 30, 2023 CET1 ratio is estimated. (2) See Appendix 2 for reconciliation of GAAP with this non-GAAP measures.

4Q23 Outlook

	4Q23 Outlook	Comments	
Income Statement	Net Interest Income <i>Taxable-equivalent</i>	\$1,710 million to \$1,740 million	<ul style="list-style-type: none"> Continued cost pressure from funding mix-shift Cumulative interest-bearing deposit betas, excluding Brokered deposits, in the mid 40% range
	Fee Income	\$560 million +/-	<ul style="list-style-type: none"> Continuation of current fee income trends
	Operating Expense <small>(excludes intangible amortization)</small>	\$1,245 million to \$1,265 million	<ul style="list-style-type: none"> Continued focus on diligently managing expenses Does not include ~\$15 million in intangible amortization expense Does not include estimated \$183 million FDIC special assessment
	Net Charge-Offs	Likely above 3Q23	<ul style="list-style-type: none"> Full year 2023 still expected to be near long-term average of 33 bps
Average Balances	Loans	\$133 Billion +	<ul style="list-style-type: none"> Growth in C&I. Declines in CRE and RRE. Consumer relatively flat
	Deposits	Near 3Q23 levels	<ul style="list-style-type: none"> Mix-shift into higher yielding deposits continues Growth in interest-bearing customer deposits Continued decline in demand deposits

Why invest in M&T?

Purpose-Driven Successful and Sustainable Business Model that Produces Strong Shareholder Returns



Purpose Driven Organization

- Long term focused with deeply embedded culture
- Business operated to represent the best interests of all key stakeholders
- Energized colleagues consistently serving our customers and communities
- A safe haven for our clients as proven during turbulent times and crisis



Successful and Sustainable Business Model

- Experienced and seasoned management team
- Strong risk controls with long track record of credit outperformance through cycles
- Prudent growth ~2x peers
- Leading position in core markets



Strong Shareholder Returns

- 15-20% ROATCE
- ~10% annual TSR
- Robust dividend growth
- 7% TBV per share growth

Source: FactSet, S&P Global, Company Filings.

Note: Source: FactSet, S&P Global, Company Filings. Note: (1) Branch and deposit data as of 6/30 of the year under consideration, pro forma for pending / closed M&A as of 10/10/23. Growth vs. peers represents each bank's median branch deposit growth from 2019-2023 relative to that bank's median city projected population growth from 2023-2028. (2): ROATCE average from 2012-2022. Adjusted for amortization of core deposit and other intangible assets, merger related expenses, tax rate changes, and normalized provisions for credit losses in 2020. (3): Annual TSR represents CAGR of the average trailing 3 year total shareholder returns (consisting of price returns and dividends assuming reinvestment of dividends received) during 2012-2022. (4): Dividend growth represents CAGR of common dividends per share from 2012-2022. (5): TBV per share growth represents CAGR from 2012-2022.

Appendices

Appendix 1

GAAP to GAAP – Adjusted (Non-GAAP) Reconciliation

In millions	3Q22	4Q22	1Q23	2Q23	3Q23
Revenues					
Net interest income - GAAP	\$1,679	\$1,827	\$1,818	\$1,799	\$1,775
Total other income - GAAP	563	682	587	803	560
Subtotal	2,242	2,509	2,405	2,602	2,335
Gain on CIT	-	-	-	(225)	-
Gain on MTIA	-	(136)	-	-	-
Revenues - GAAP Adjusted	\$2,242	\$2,373	\$2,405	\$2,378	\$2,335
Noninterest expense					
Noninterest expense - GAAP	\$1,279	\$1,408	\$1,359	\$1,293	\$1,278
Charitable contribution	-	(135)	-	-	-
Merger-related expense	(53)	(45)	-	-	-
Noninterest expense - GAAP Adjusted	\$1,226	\$1,228	\$1,359	\$1,293	\$1,278
PPNR					
Revenues - GAAP Adjusted	\$2,242	\$2,373	\$2,405	\$2,378	\$2,335
(Gain)/loss on bank investment securities	1	3	-	(1)	-
Noninterest expense - GAAP Adjusted	(1,226)	(1,228)	(1,359)	(1,293)	(1,278)
Pre-provision net revenue	\$1,017	\$1,148	\$1,046	\$1,084	\$1,057

M&T is providing supplemental reporting of its results on a "GAAP – Adjusted" basis, from which M&T excludes the after-tax effect of certain notable items of significance. Although "GAAP – Adjusted" income as presented by M&T is not a GAAP measure, M&T management believes that this information helps investors understand the effect of such notable items in reported results.

Note: Tables in appendices may not foot due to rounding

Appendix 1

GAAP to GAAP – Adjusted (Non-GAAP) Reconciliation

In millions, except per share	3Q22	4Q22	1Q23	2Q23	3Q23
Net income					
Net income - GAAP	\$647	\$765	\$702	\$867	\$690
Gain on CIT ⁽¹⁾	-	-	-	(157)	-
Gain on MTIA ⁽¹⁾	-	(98)	-	-	-
Charitable contribution ⁽¹⁾	-	100	-	-	-
Merger-related expense ⁽¹⁾	39	33	-	-	-
Net income - GAAP Adjusted	\$686	\$801	\$702	\$710	\$690
Diluted EPS					
Diluted EPS - GAAP	\$3.53	\$4.29	\$4.01	\$5.05	\$3.98
Gain on CIT ⁽¹⁾	-	-	-	(0.94)	-
Gain on MTIA ⁽¹⁾	-	(0.57)	-	-	-
Charitable contribution ⁽¹⁾	-	0.58	-	-	-
Merger-related expense ⁽¹⁾	0.22	0.20	-	-	-
Diluted EPS - GAAP Adjusted	\$3.75	\$4.50	\$4.01	\$4.11	\$3.98

Note: (1) After any related tax effect

Appendix 2

GAAP to Net Operating (Non-GAAP) Reconciliation

In millions, except per share	3Q22	4Q22	1Q23	2Q23	3Q23
Net income					
Net income	\$647	\$765	\$702	\$867	\$690
Amortization of core deposit and other intangible assets ⁽¹⁾	14	14	13	12	12
Merger-related expenses ⁽¹⁾	39	33	-	-	-
Net operating income	\$700	\$812	\$715	\$879	\$702
Earnings per common share					
Diluted earnings per common share	\$3.53	\$4.29	\$4.01	\$5.05	\$3.98
Amortization of core deposit and other intangible assets ⁽¹⁾	0.08	0.08	0.08	0.07	0.07
Merger-related expenses ⁽¹⁾	0.22	0.20	-	-	-
Diluted net operating earnings per common share	\$3.83	\$4.57	\$4.09	\$5.12	\$4.05

M&T consistently provides supplemental reporting of its results on a "net operating" or "tangible" basis, from which M&T excludes the after-tax effect of amortization of core deposit and other intangible assets (and the related goodwill, core deposit and other intangible asset balances, net of applicable deferred tax amounts) and gains (when realized) and expenses (when incurred) associated with merging acquired operations into M&T, since such items are considered by management to be "nonoperating" in nature. Although "net operating income" as defined by M&T is not a GAAP measure, M&T's management believes that this information helps investors understand the effect of acquisition activity in reported results.

Note: (1) After any related tax effect.

Appendix 2

GAAP to Net Operating (Non-GAAP) Reconciliation

In millions	3Q22	4Q22	1Q23	2Q23	3Q23
Other expense					
Other expense	\$1,279	\$1,408	\$1,359	\$1,293	\$1,278
Amortization of core deposit and other intangible assets	(18)	(18)	(17)	(15)	(15)
Merger-related expenses	(53)	(45)	-	-	-
Noninterest operating expense	\$1,208	\$1,345	\$1,342	\$1,278	\$1,263
Merger-related expenses					
Salaries and employee benefits	\$13	\$4	-	-	-
Equipment and net occupancy	2	2	-	-	-
Outside data processing and software	2	2	-	-	-
Advertising and marketing	2	5	-	-	-
Printing, postage and supplies	1	3	-	-	-
Other costs of operations	33	29	-	-	-
Other expense	53	45	-	-	-
Provision for credit losses	-	-	-	-	-
Total	\$53	\$45	-	-	-

Appendix 2

GAAP to Net Operating (Non-GAAP) Reconciliation

In millions	3Q22	4Q22	1Q23	2Q23	3Q23
Efficiency ratio					
Noninterest operating expense (numerator)	\$1,208	\$1,345	\$1,342	\$1,278	\$1,263
Taxable-equivalent net interest income	1,691	1,841	1,832	1,813	\$1,790
Other income	563	682	587	803	\$560
Less: Gain (loss) on bank investment securities	(1)	(3)	-	1	-
Denominator	\$2,255	\$2,526	\$2,419	\$2,615	\$2,350
Efficiency ratio	53.6%	53.3%	55.5%	48.9%	53.7%

Appendix 2

GAAP to Tangible (Non-GAAP) Reconciliation

In millions	3Q22	4Q22	1Q23	2Q23	3Q23
Average assets					
Average assets	\$201,131	\$198,592	\$202,599	\$204,376	\$205,791
Goodwill	(8,501)	(8,494)	(8,490)	(8,473)	(8,465)
Core deposit and other intangible assets	(236)	(218)	(201)	(185)	(170)
Deferred taxes	56	54	49	46	43
Average tangible assets	\$192,450	\$189,934	\$193,957	\$195,764	\$197,199
Average common equity					
Average total equity	\$25,665	\$25,346	\$25,377	\$25,685	\$26,020
Preferred stock	(2,011)	(2,011)	(2,011)	(2,011)	(2,011)
Average common equity	23,654	23,335	23,366	23,674	24,009
Goodwill	(8,501)	(8,494)	(8,490)	(8,473)	(8,465)
Core deposit and other intangible assets	(236)	(218)	(201)	(185)	(170)
Deferred taxes	56	54	49	46	43
Average tangible common equity	\$14,973	\$14,677	\$14,724	\$15,062	\$15,417

Appendix 2

GAAP to Tangible (Non-GAAP) Reconciliation

In millions	9/30/2022	12/31/2022	3/31/2023	6/30/2023	9/30/2023
Total assets					
Total assets	\$197,955	\$200,730	\$202,956	\$207,672	\$209,124
Goodwill	(8,501)	(8,490)	(8,490)	(8,465)	(8,465)
Core deposit and other intangible assets	(227)	(209)	(192)	(177)	(162)
Deferred taxes	54	51	47	44	41
Total tangible assets	\$189,281	\$192,082	\$194,321	\$199,074	\$200,538
Total common equity					
Total equity	\$25,256	\$25,318	\$25,377	\$25,801	\$26,197
Preferred stock	(2,011)	(2,011)	(2,011)	(2,011)	(2,011)
Common equity	23,245	23,307	23,366	23,790	24,186
Goodwill	(8,501)	(8,490)	(8,490)	(8,465)	(8,465)
Core deposit and other intangible assets	(227)	(209)	(192)	(177)	(162)
Deferred taxes	54	51	47	44	41
Total tangible common equity	\$14,571	\$14,659	\$14,731	\$15,192	\$15,600