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

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**FORM 8-K**

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**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 20, 2017**

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**M&T BANK CORPORATION**

(Exact name of registrant as specified in its charter)

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**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)

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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))

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.

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

John R. Scannell was elected to the Board of Directors of M&T Bank Corporation (“M&T”) effective November 20, 2017. Mr. Scannell was also elected as a director of M&T Bank, M&T’s principal banking subsidiary.

The public announcement was made by means of a news release, the text of which is set forth in Exhibit 99.1 hereto.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

**Exhibit  
No.**

**Exhibit Description**

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99.1 [News Release dated November 20, 2017.](#)

**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 20, 2017

By: /s/ Marie King

Marie King

Group Vice President and Corporate Secretary



### **M&T Bank Corporation Elects John R. Scannell to Board of Directors**

**Buffalo, N.Y., November 20, 2017** – M&T Bank Corporation (NYSE: MTB) (“M&T”) announced today the election of John R. Scannell of East Aurora, N.Y., to its Board of Directors, effective November 20, 2017. Mr. Scannell was also elected to the Board of Directors of M&T Bank, M&T’s principal banking subsidiary.

Mr. Scannell serves as Chairman and Chief Executive Officer of Moog Inc. (NYSE: MOG.A), a global manufacturer of control systems and components for aircraft, spacecraft, automated machinery and medical equipment based in Western New York.

Mr. Scannell joined Moog in 1990 as an Engineering Manager of Moog Ireland, moved to Germany in 1994 to become Operations Manager of Moog GmbH and became General Manager of Moog Ireland in 1999. In 2003, he joined the company’s Aircraft Group in East Aurora, N.Y. as the Boeing 787 Program Manager. He was named Corporate Vice President, Contracts and Pricing in 2005. In 2007, he was named Chief Financial Officer, a position he held until December 2010, when he was elected President and Chief Operating Officer. Mr. Scannell was elected Chief Executive Officer in December 2011 and Chairman of the Board in January 2014.

In addition to his MBA from Harvard, Mr. Scannell holds Bachelor’s and Master’s degrees in Electrical Engineering from the University College at Cork, Ireland.

“John Scannell is a highly skilled and experienced leader with a successful operational track record,” said [Robert G. Wilmers](#), M&T Chairman and CEO. “He will be an invaluable addition to our board, bringing a global management, operational and technical perspective that will further strengthen M&T’s ability to generate shareholder returns and reinforce our commitment to keeping our customers at the center of all we do.”

**About M&T Bank**

M&T 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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