

2010 Citi North American Credit Conference

November 18, 2010

The M&T Bank Story



M&T: A "Super-Community Bank"

Our approach is simple:

- We provide banking services in communities where we live and work
- We focus on carefully underwritten lending, based on local knowledge
- We take a prudent approach to acquisitions we grow when and where it makes sense
- We view our long-tenured and engaged employees as key to our success
- The result is a history of above-average shareholder returns

Presence in our communities

We lend in the markets where we live and work to people and enterprises whom we know

#1 market share for lead bank relationships among middle market clients in:^{*}

Baltimore Binghamton Buffalo Harrisburg Rochester Syracuse and State of Maryland overall

#1 Small Business Lender in:^{*}

Baltimore Binghamton Buffalo Philadelphia Rochester Syracuse Washington, DC

Ranked 6th Nationally

#1 or #2 deposit market share in 7 of top 9 communities:

#2 in Baltimore
#2 in Buffalo
#2 in Syracuse
#2 in Rochester
#2 in Harrisburg
#1 in Binghamton
#1 in York

* Independent market research ** Small Business Administration



A history of above-average shareholder returns

Our "super-community bank" model is validated through our long-term results

- M&T has been profitable in every quarter of the last 34 years 137 consecutive quarters
- Since 1983, when Chairman Robert Wilmers came to M&T, achieved compound annual growth in operating earnings per share of over 15%
- M&T is only commercial bank in S&P 500 not to cut dividend or execute dilutive equity offering during the financial crisis
- Over 17% annualized total return to shareholders from 1983 through 9/30/10
- 19th highest annual total return to shareholders among the universe of 728 US-based stocks that have traded continuously since 1980
- M&T's stock has outperformed the S&P
 Bank Index by 44%, 40% and 116% over the
 3-, 5-, and 10-year periods ending 9/30/10
- Highest stock price appreciation among 100 largest banks in 1983, of which only 25 remain today

3Q 2010 Financial Results



Increased Earnings Power In 2010

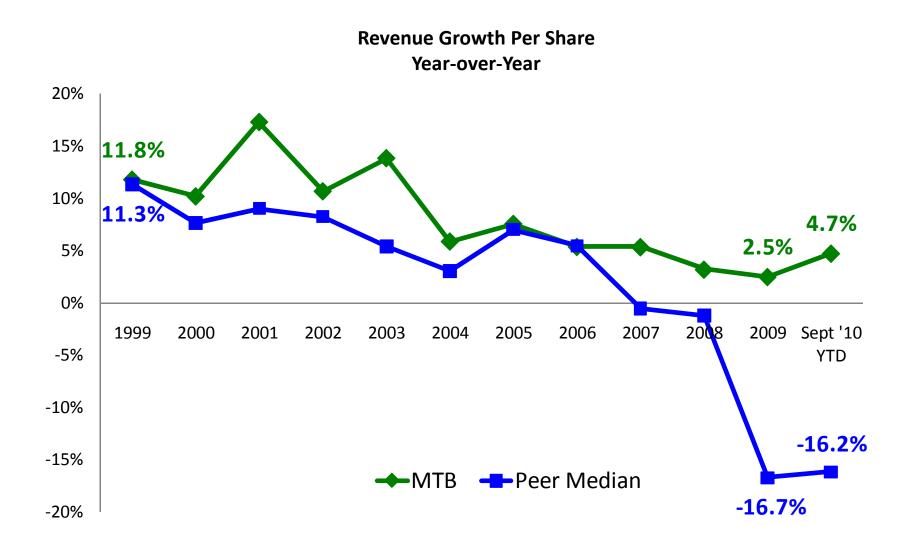
	2006	2007	2008	Q1'09	Q2'09	Q3'09	Q4'09	2009	Q1'10	Q2'10	Q3'10	
Net Interest Margin	3.70%	3.60%	3.38%	3.19%	3.43%	3.61%	3.71%	3.49%	3.78%	3.84%	3.87%	Strong
Efficiency Ratio - Tangible ⁽¹⁾	51.51%	52.77%	54.35%	58.68%	60.03%	55.21%	52.69%	56.50%	55.88%	53.06%	53.40%	pre-credit
Pre-tax, Pre-provision Earnings (\$MM)	1,312	1,156	1,152	242	210	326	346	1,123	325	365	380	earnings
Allowance to Loans (As At)	1.51%	1.58%	1.61%	1.73%	1.76% ^[3]	1.81% ^[3]	1.83% ^[3]	1.83% ^[3]	1.86% ^[3]	1.86% ^[3]	1.86% ^[3]	Strong credit
Net Charge-Offs to Loans	0.16%	0.26%	0.78%	0.83%	1.09%	1.07%	1.03%	1.01%	0.74%	0.64%	0.73%	through
Reserve Coverage of Net Charge-Offs	9.6	6.7	2.1	2.1	1.5	1.5	1.6	1.7	2.3	2.7	2.4	cycle
Diluted Earnings Per Share GAAP	\$7.37	\$5.95	\$5.01	\$0.49	\$0.36	\$0.97	\$1.04	\$2.89	\$1.15	\$1.46	\$1.48	Consistently
Net Operating ⁽²⁾ Net Op. Return on Avg. Tangible Common Equity ⁽²⁾	\$7.73 29.55%	\$6.40 22.58%	\$5.39 19.63%	\$0.59 9.36%	\$0.79 12.08%	\$0.98 14.87%	\$1.16 16.73%	\$3.54 13.42%	\$1.23 17.34%	\$1.53 20.36%	\$1.55 19.58%	positive earnings
Common Equity to Assets - Tangible	5.84%	5.01%	4.59%	4.86%	4.49%	4.89%	5.13%	5.13%	5.43%	5.75%	5.96%	
Tier 1 Common Capital Ratio	6.42%	5.62%	6.08%	5.99%	5.30%	5.51%	5.66%	5.66%	5.90%	6.15%	6.42%	Generating
Tier 1 Capital Ratio	7.74%	6.84%	8.83%	8.76%	8.17%	8.42%	8.59%	8.59%	8.88%	9.16%	9.45%	capital
Total Capital Ratio	11.78%	11.18%	12.83%	12.74%	11.87%	12.15%	12.30%	12.30%	12.62%	12.80%	13.11%	
Leverage Ratio	7.20%	6.59%	8.35%	8.39%	8.38%	8.28%	8.43%	8.43%	8.59%	8.89%	9.18%	

(1) Efficiency Ratio reflects non-interest expense (excluding amortization expense associated with intangible assets, merger-related expenses and other non-recurring expenses) as a percentage of fully taxable equivalent net interest income and non-interest revenues (excluding gains from securities transactions and non-recurring items).

- (2) Excludes merger-related gains and expenses and amortization expense associated with intangible assets. Refer to the Reconciliation of GAAP and Non-GAAP Results of Operation in the Appendix.
- (3) Allowance to legacy M&T loans. Per SFAS No. 141R and SOP 03-3, Provident and Bradford loans were marked to fair value at acquisition with no related reserves.



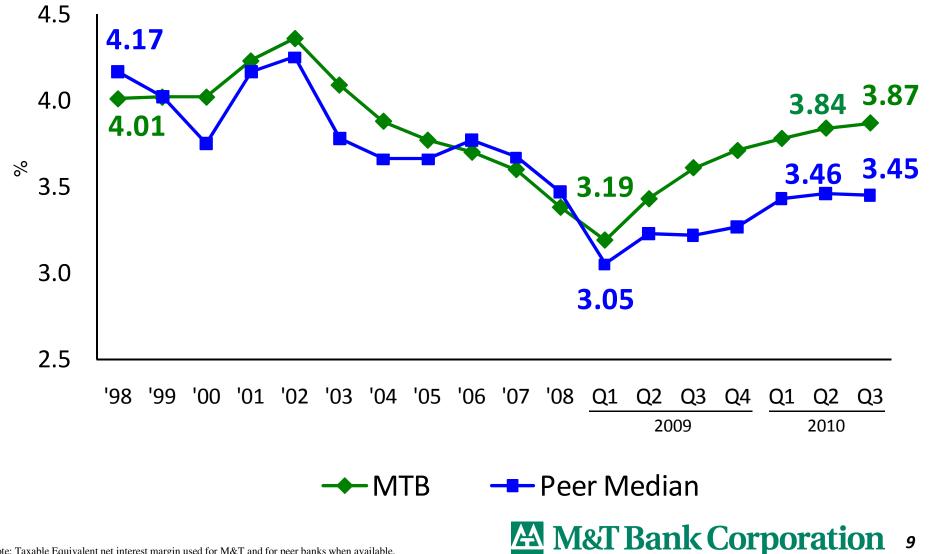
Long-term focus on revenue growth per share



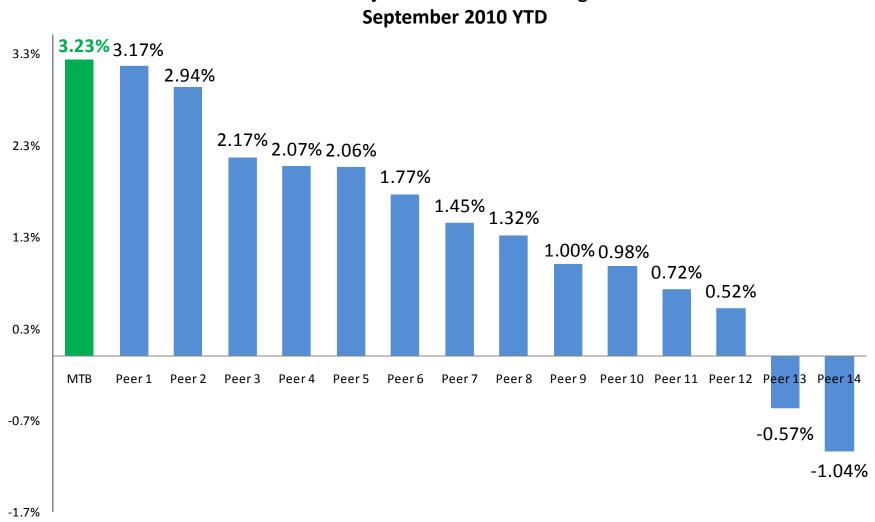
Disciplined margin management

M&T focuses on returns and relationships rather than volumes

Net Interest Margin



Value of relationship lending seen in both credit and margin

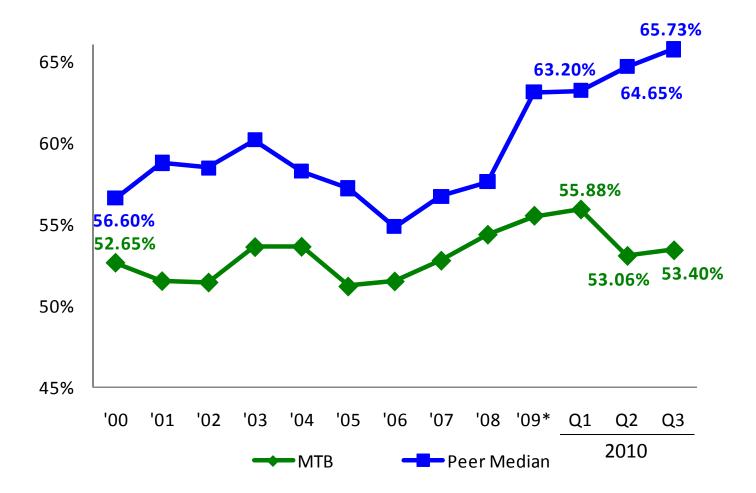


Risk-Adjusted Net Interest Margin

Risk-Adjusted Margin = FTE Net Interest Income less Net Charge-Offs as a percentage of average earning assets.

M&T's model relies on maintaining above-average efficiency

Operating Efficiency Ratio

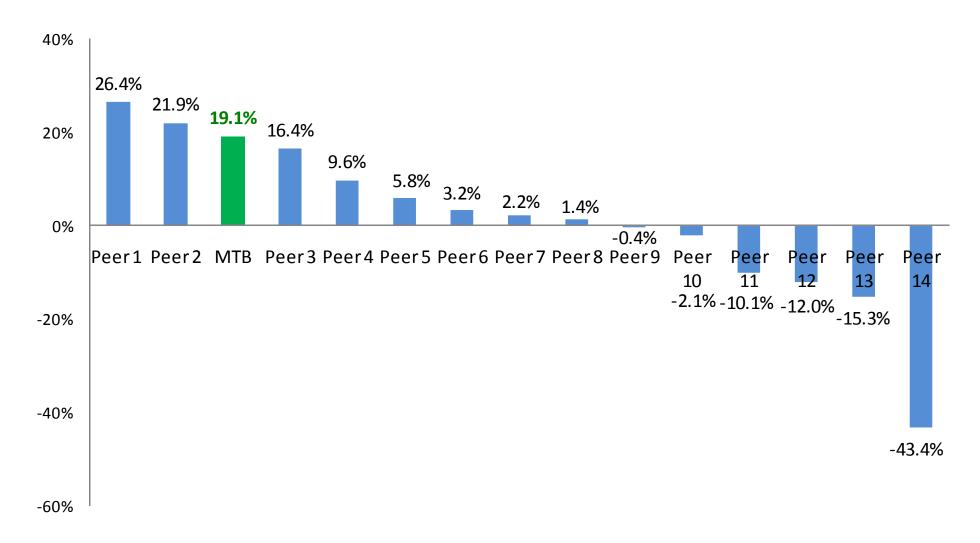


Efficiency Ratio reflects non-interest expense (excluding amortization expense associated with intangible assets, merger-related expenses and other non-recurring expenses) as a percentage of fully taxable equivalent net interest income and non-interest revenues (excluding gains from securities transactions and non-recurring items).

* 2009 Efficiency Ratio excludes FDIC Special Assessment for MTB and all Peers.

Operating Return on Avg. Tangible Common Equity – Sept. '10 YTD

Continued profitability despite the credit environment



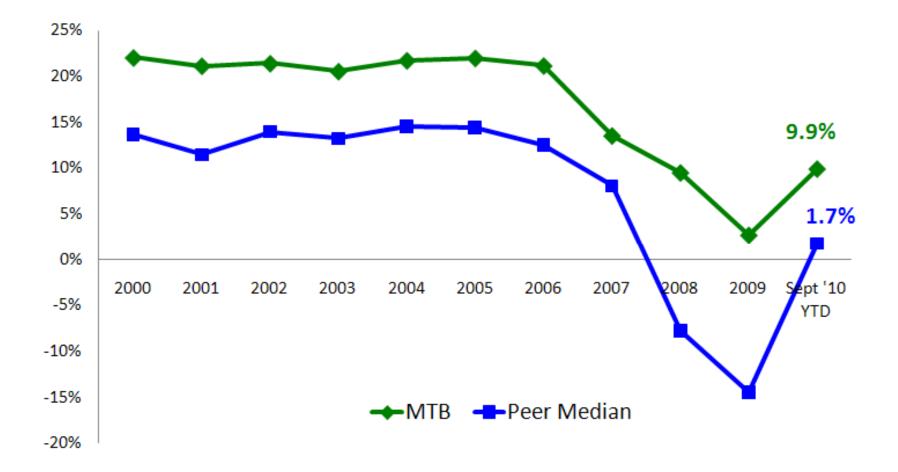
Note: Excludes amortization of intangibles and goodwill impairment, merger-related items, and other nonrecurring items as noted by SNL.



Data is based on FR-Y9C reports.

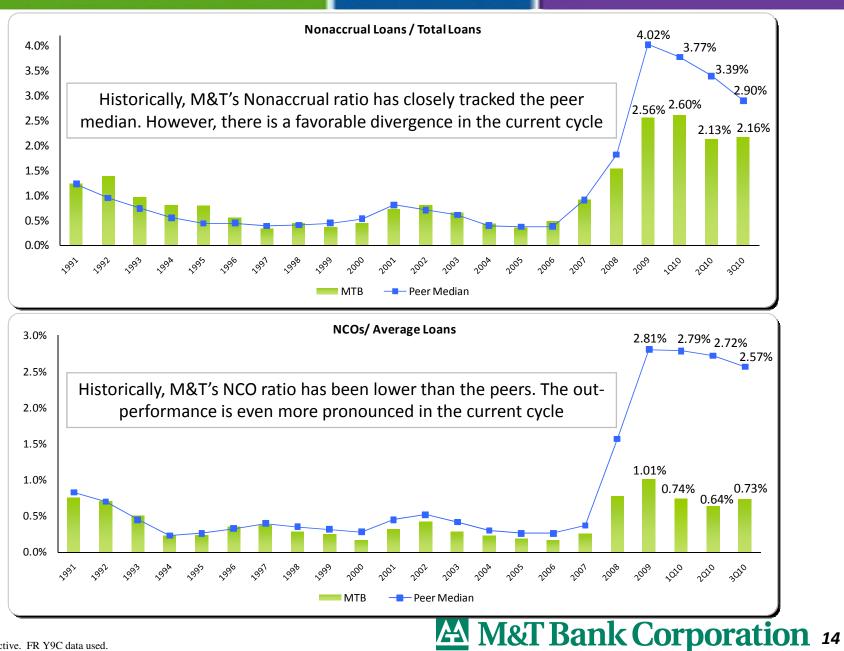
MTB vs. Peers – Tangible Capital Generation

MTB has maintained an above-average capital generation rate



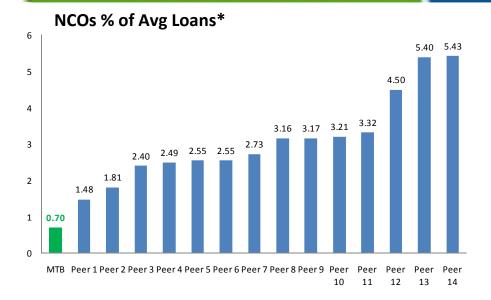
Tangible Capital Generation Rate = Operating Earnings after Common Dividends divided by Avg. Tangible Common Equity. Operating Earnings = Net Income Available to Common less Nonrecurring Revenue & Expense and Amortization Expense, annualized. Avg. Tang Common Equity = Avg. Common Equity less Avg. Intangible Assets.

Historical Credit Cycle: 1991 – Q3 2010

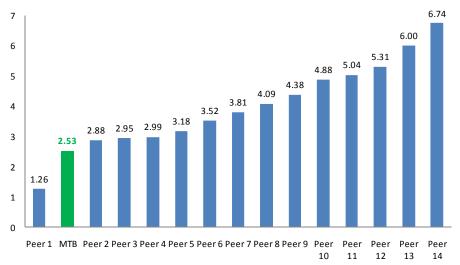


Source: SNL Interactive. FR Y9C data used.

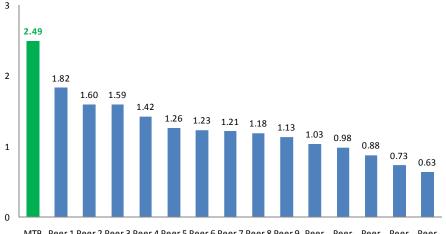
M&T's Credit Ratios are Best-in-Class



Nonperforming Assets % of Total Loans & OREO

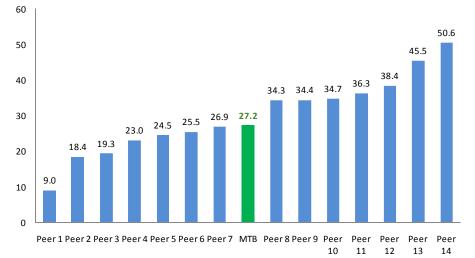


Reserve Coverage of NCOs (in years)*



 MTB
 Peer 1 Peer 2 Peer 3 Peer 4 Peer 5 Peer 6 Peer 7 Peer 8 Peer 9 Peer
 Peer
 Peer
 Peer
 Peer
 10
 11
 12
 13
 14

NPAs as % of TCE + ALLL



Loan Mix and Credit Quality – September 2010 YTD

M&T's stable geographic footprint and conservative underwriting has resulted in one of the lowest loss rates in most loan categories......

....and among the lowest overall delinquency rates (pipeline for potential charge-offs)

	Construction & Dev.	Multifamily, CRE & Farm	1-4 Fam. First & Junior Lien	HELOC	Credit Card	Other Consumer (excl. CC)	C&I	Total Loans
MTB Loan \$MM	4,245	16,134	6,652	5,861	29	4,961	12,910	50,792
Loan Mix %								
МТВ	8.4%	31.8%	13.1%	11.5%	0.1%	9.8%	25.4%	
Peer Median	6.4%	21.8%	16.4%	11.5%	0.7%	10.6%	28.7%	
30+ PD %								
МТВ	0.7%	0.3%	6.6%	0.4%	NM	1.6%	0.4%	1.3%
MTB Rank	1	1	12	2	NM	6	4	5
Peer Median	2.3%	1.2%	4.9%	1.4%	3.2%	2.2%	0.8%	2.0%
Nonaccrual %								
МТВ	7.9%	1.2%	4.2%	0.5%	NM	0.9%	1.7%	2.2%
MTB Rank	3	1	9	8	NM	15	6	3
Peer Median	14.9%	3.5%	3.2%	0.5%	0.0%	0.3%	2.1%	2.9%
NCO Ratio %								
МТВ	1.71%	0.23%	0.99%	0.42%	NM	1.30%	0.66%	0.70%
MTB Rank	2	1	3	1	NM	9	1	
Peer Median	7.21%	1.90%	2.12%	1.42%	7.10%	1.19%	1.80%	2.73%

M&T Bank Corporation 16

Source: SNL Interactive. FR Y9C data used.

Wilmington Trust Merger Highlights



Creating the Leading Relationship Bank in the Mid-Atlantic





Compelling Strategic Fit

Powerful Logic

- Premier banking franchise in high-growth Mid-Atlantic region
- Combines #1 market share in Delaware with the leading commercial bank in Mid-Atlantic
- Preserves value of Wilmington Trust's established brand and recognized capabilities in trust, wealth management and corporate services
- Led by M&T's experienced management team, with proven credit expertise
- Diversified revenue with greater fee income
- Enhanced capital generation and earnings

Shared Vision of Banking

- Complementary community banking models with focus on relationships
- Leverage top-tier scale in targeted markets to generate superior profitability
- Common Values
 - Experienced, long-tenured employees key to success
 - Best corporate citizen in our communities

Creates significant value for shareholders, customers, employees and communities

Summary of Key Terms

Purchase Price and Structure: ⁽¹⁾	 \$3.84 per Wilmington Trust share 100% stock consideration; fixed 0.051372 exchange ratio Taxable merger transaction
Transaction Value:	\$351 million ⁽¹⁾ plus the assumption of \$330 million in TARP preferred stock
Internal Rate of Return:	■ 20%+
2012 EPS Accretion:	 High single-digit GAAP EPS accretion Low double-digit net operating EPS accretion ⁽²⁾
Synergies:	 Expense: 15% of Wilmington Trust's annual operating expenses, full run-rate realized by year-end 2012 Revenue: None assumed
Due Diligence:	 Completed comprehensive due diligence, including detailed review of loan and securities portfolios
Loan Loss Assumptions:	 \$1.0 billion (pre-tax), or 13% of Wilmington Trust's gross loans
Merger-Related Charges:	 \$159 million pre-tax
Branding:	 Retaining Wilmington Trust brand for trust and wealth management M&T brand maintained for regional banking
Expected Completion:	 By mid-year 2011

1. Price and exchange ratio based on M&T closing price of \$74.75 per share as of October 29, 2010.

2. Provides for estimated cost of future TARP repayment.

Pro Forma Combined Franchise

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(\$ in billions) As of 9/30/2010	M&T	Wilmington Trust	Combined ⁽²⁾	~ } [*]
Assets:	\$68.2	\$10.4	\$78.6	
Loans:	\$50.8	\$8.1	\$58.9	B
Deposits:	\$48.7	\$8.3	\$57.0	Si
Branches: ⁽¹⁾	742	48	790	
Assets Under Management:	\$21.9	\$58.4	\$80.3	4
ATMs: ⁽¹⁾	1,855	225	2,080	~~~
Employees:	13,441	2,796	16,237	X
				- And

1. Current count.

2. Excludes impact of purchase accounting.



• M&T

• Wilmington Trust

Comprehensive Loan Review

- Wilmington Trust engaged outside party to review its commercial loan portfolio / re-evaluate the risk ratings and loss content
- Subsequently, a 40-person M&T team evaluated Wilmington's Commercial portfolio
- Over 11 days, M&T reviewed approximately 450 borrowers with \$3 billion in outstandings, or 50% of the commercial portfolio
 - Sample by loan category:
 - Commercial, Financial and Agriculture 43%
 - CRE-Commercial Mortgage 45%
 - CRE-Construction 64%
- Another M&T team conducted on-site due diligence for Consumer and Residential Mortgage portfolios
 - Conducted loan level credit modeling
 - Sampled several hundred files to assess documentation standards, underwriting quality and regulatory compliance
- M&T developed its own lifetime loss assumptions based on these reviews

Estimated Lifetime Credit Losses

- M&T leveraged extensive experience in southern Delaware markets to assess credit marks
- Projected lifetime Wilmington Trust loan losses exceed those for Provident, particularly for construction portfolio

(\$ in millions)		M&	T Estima	ite		WL Through	25	Provident Initial		
					Life-	to-Date				Estimated
	9/30/10	Rei	maining	Credit Losses	L	osses	 otal Life	time	Losses	Lifetime
Loan Category	Balance		\$	% of Total	1/1/08	8 - 9/30/10	\$	%	of Total	Credit Loss %
Construction	\$1,682	\$	534	32%	\$	216	\$ 750	\leq	40%	34%
Commercial & CRE	4,422		349	8%		173	521		11%	4%
Residential Mortgage	416		32	8%		1	33		8%	6%
Home Equity & Consumer	1,607		101	6%		82	 183		11%	7%
Total	\$8,127	\$	1,016	13%	\$	471	\$ 1,486	<	17%	9%
Loan Loss Allowance			(510)							
Losses Net of Allowance		\$	506							

- Estimated lifetime losses include projected remaining losses and net charge-offs from year-end 2007 through 9/30/10
- Construction losses exceed 35.9% estimated lifetime loss for M&T's Mid-Atlantic residential construction portfolio

Strong Pro Forma Capital Position

- Capital metrics comparable to current M&T ratios after de-risking acquired assets
- Estimated pro forma tangible common equity ratio in range of 5.96% 6.40% in second quarter of 2011
- Enhanced capital generation accelerates future growth in capital metrics
- M&T to assume Wilmington Trust's \$330 MM of TARP preferred
- No change assumed in M&T's dividend



M&T Bank and Wilmington Trust – Unique Strategic Opportunity

Combined entity leverages Wilmington Trust's position as a premier provider of corporate trust and wealth management services

- Combined entity to retain highly-regarded Wilmington Trust name and leadership for all trust, investment and corporate service businesses
- Adds wealth advisory services to M&T's existing relationship banking product set
- Natural fit with M&T's deep relationships with middle-market owner-operators across its footprint
- Partnership with M&T continues Wilmington Trust's unique position as leading independent, conflict-free service provider

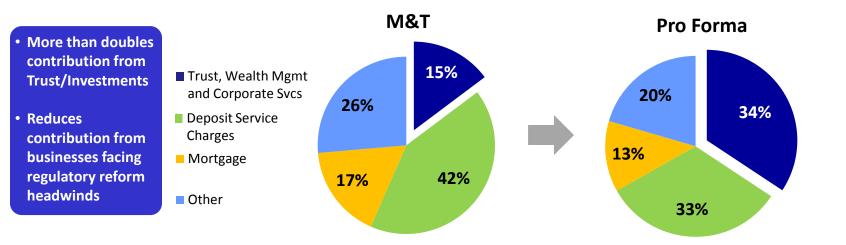
Combined entity leverages M&T's position as the premier "super-community" bank in eastern US

 Brings M&T's strength in mass market investment products and commercial insurance lines to Wilmington Trust's retail delivery channels

Combination unites partners with shared focus on leading in the markets we serve

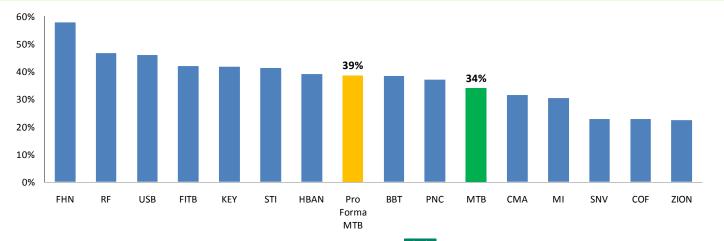
M&T Achieves Scale and Relevance in Trust and Investments

Components of Fee Income, YTD 9/30/10



Excludes securities impairment charges.

Fee Income % of Total Revenue, YTD 9/30/10



Complements M&T's Leading Mid-Atlantic Retail Presence

Delaware - Deposits (\$ millions)⁽¹⁾

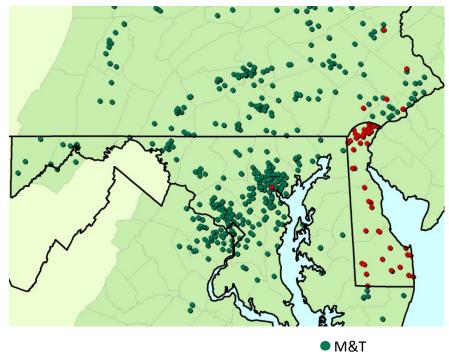
		Market	Branches
ank Institution	Deposits	Share (%)	(#)
Pro forma M&T	\$6,666	23	49
1 Wilmington Trust	6,650	23	48
2 WSFS	2,799	10	36
3 PNC	2,769	10	51
4 Wells Fargo	2,665	9	19
5 Royal Bank of Scotland Group	1,093	4	27
6 Toronto-Dominion Bank	576	2	11
7 Artisans' Bank	572	2	14
8 Fulton	356	1	13
9 CB Financial	346	1	9
10 First Wyoming	239	1	6
22 M&T	16	0	1

Total For Institutions In Market 28,851

Deposit Market Share Rank		
	M&T	Wilmington Pro Forma
Delaware	22	1 1
Maryland	2	15 2
Branch and ATM Totals		
	M&T	Wilmington Pro Forma
Total Branches	742	48 790
Total ATMs	1,855	225 2,080

(1) Excludes credit card banks (HSBC and Citi Delaware) from market ranking; excludes \$37.3B of TD headquarter deposits (which are assumed to be non-retail) from market share calculation.

Source: SNL, Data as of June 30, 2010



Wilmington Trust



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Appendix



2010 Peer Group - Largest 15 Regional Banks

BB&T Corporation Capital One Financial Corporation Comerica Incorporated Fifth Third Bancorp First Horizon National Corporation Huntington Bancshares Incorporated KeyCorp

Marshall & Ilsley Corporation
PNC Financial Services Group, Inc.
Regions Financial Corporation
Synovus Financial Corp.
SunTrust Banks, Inc.
U.S. Bancorp
Zions Bancorporation



Reconciliation of GAAP and Non-GAAP Measures

Net Income	2006	2007	2008	2009	1Q09	2Q09	3Q09	4Q09	1Q10	2Q10	3Q10	Sep '09 YTD	Sep '10 YTD
\$'s in millions Net income	\$839.2	\$654.3	\$555.9	\$379.9	\$64.2	\$51.2	\$127.7	\$136.8	\$151.0	\$188.7	\$192.0	\$243.1	\$531.7
Intangible amortization, net of tax	38.5	40.5	40.5	39.0	9.3	9.2	10.3	10.2	10.0	9.0	8.2	28.9	27.2
Merger-related items, net of tax	3.0	9.1	2.2	36.5	1.5	40.4	(9.2)	3.8	-	-	-	32.7	-
Net operating income	\$880.7	\$703.8	\$598.6	\$455.4	\$75.0	\$100.8	\$128.8	\$150.8	\$161.0	\$197.8	\$200.2	\$304.6	\$558.9
Earnings Per Share Diluted earnings per share Intangible amortization,	\$7.37	\$5.95	\$5.01	\$2.89	\$0.49	\$0.36	\$0.97	\$1.04	\$1.15	\$1.46	\$1.48	\$1.84	\$4.10
net of tax Merger-related items,	0.33	0.37	0.36	0.34	0.09	0.08	0.09	0.09	0.08	0.07	0.07	0.25	0.23
net of tax Diluted net operating	0.03	0.08	0.02	0.31	0.01	0.35	(0.08)	0.03	-	-	-	0.28	-
earnings per share	\$7.73	\$6.40	\$5.39	\$3.54	\$0.59	\$0.79	\$0.98	\$1.16	\$1.23	\$1.53	\$1.55	\$2.37	\$4.33
Efficiency Ratio \$'s in millions													
Non-interest expenses	\$1,551.7	\$1,627.7	\$1,727.0	\$1,980.6	\$438.3	\$563.7	\$500.1	\$478.5	\$489.4	\$476.1	\$480.1	\$1,502.1	\$1,445.6
less: intangible amortization	63.0	66.5	66.6	64.3	15.4	15.2	16.9	16.7	16.5	14.8	13.5	47.5	44.8
less: merger-related expenses	5.0	14.9	3.5	89.2	2.4	66.5	14.0	6.3	-	-	-	82.9	-
Adjusted net operating expenses	\$1,483.7	\$1,546.3	\$1,656.8	\$1,827.2	\$420.6	\$482.0	\$469.1	\$455.5	\$472.9	\$461.2	\$466.6	\$1,371.7	\$1,400.7
Adjusted T.E. revenues* less: merger-related gains	\$2,880.5 _	\$2,930.2 -	\$3,048.4 -	\$3,262.8 29.1	\$716.7 -	\$802.9 -	\$878.8 29.1	\$864.4 -	\$846.3 -	\$869.3 -	\$873.7 -	\$2,398.4 29.1	\$2,589.3 -
Adjusted net operating revenues	\$2,880.5	\$2,930.2	\$3,048.4	\$3,233.7	\$716.7	\$802.9	\$849.7	\$864.4	\$846.3	\$869.3	\$873.7	\$2,369.3	\$2,589.3
Net operating efficiency ratio	51.5%	52.8%	54.4%	56.5%	58.7%	60.0%	55.2%	52.7%	55.9%	53.1%	53.4%	57.9%	54.1%

Reconciliation of GAAP and Non-GAAP Measures

												Sep '09	Sep '10
Average Assets	2006	2007	2008	2009	1Q09	2Q09	3Q09	4Q09	1Q10	2Q10	3Q10	YTD	YTD
\$'s in millions													
Average assets	\$ 55,839	\$ 58,545	\$ 65,132	\$ 67,472	\$ 64,766	\$ 66,984	\$ 69,154	\$ 68,919	\$ 68,883	\$ 68,334	\$ 67,811	\$ 66,984	\$ 68,339
Goodwill	(2,908)	(2,933)	(3,193)	(3,393)	(3,192)	(3,326)	(3,525)	(3,525)	(3,525)	(3,525)	(3,525)	(3,349)	(3,525)
Core deposit and other													
intangible assets	(191)	(221)	(214)	(191)	(176)	(188)	(208)	(191)	(176)	(160)	(146)	(191)	(160)
Deferred taxes	38	24	30	33	22	30	41	37	34	30	27	31	30
Average tangible assets	\$ 52,778	\$ 55,415	\$ 61,755	\$ 63,921	\$ 61,420	\$ 63,500	\$ 65,462	\$ 65,240	\$ 65,216	\$ 64,679	\$ 64,167	\$ 63,475	\$ 64,684
Average Common Equity													
\$'s in millions													
Average common equity	\$ 6,041	\$ 6,247	\$ 6,423	\$ 6,616	\$ 6,212	\$ 6,491	\$ 6,794	\$ 6,957	\$ 7,136	\$ 7,302	\$ 7,444	\$ 6,501	\$ 7,295
Goodwill	(2,908)	(2,933)	(3,193)	(3,393)	(3,192)	(3,326)	(3,525)	(3,525)	(3,525)	(3,525)	(3,525)	(3,349)	(3,525)
Core deposit and other													
intangible assets	(191)	(221)	(214)	(191)	(176)	(188)	(208)	(191)	(176)	(160)	(146)	(191)	(160)
Deferred taxes	38	24	30	33	22	30	41	37	34	30	27	31	30
Average tangible common equity	\$ 2,980	\$ 3,117	\$ 3,046	\$ 3,065	\$ 2,866	\$ 3,007	\$ 3,102	\$ 3,278	\$ 3,469	\$ 3,647	\$ 3,800	\$ 2,992	\$ 3,640