

**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): December 6, 2022**

**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                   |
| 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 December 6, 2022, 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 <https://ir.mtb.com/events-presentations>.

The information in this Form 8-K, including Exhibit 99.1 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.**

(d) Exhibits.

| <u>Exhibit No.</u> | <u>Description</u>   |
|--------------------|--|
| 99.1               | <a href="#">M&amp;T Bank Corporation presentation dated December 6, 2022</a> |
| 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**

By: /s/ Darren J. King

Name: Darren J. King

Title: Senior Executive Vice President and  
Chief Financial Officer

Date: December 6, 2022

Investor Update | Fourth Quarter 2022

**M&T** Bank Corporation



## 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. 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, 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. As described further below, statements regarding M&T's expectations or predictions regarding M&T's recent acquisition of People's United Financial Inc. are also forward-looking statements, including statements regarding the expected financial results, prospects, targets, goals and outlook.

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 the People's United transaction (as described in the next paragraph); economic conditions including inflation and supply chain issues; international conflicts and other events; the impact of the COVID-19 pandemic; 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; legislation and/or regulations affecting the financial services industry and/or M&T and its subsidiaries individually or collectively, including tax policy; regulatory supervision and oversight, including monetary policy and capital requirements; governmental and public policy changes; 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 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 outcome of any legal proceedings that may be instituted against M&T or its subsidiaries; the possibility that the anticipated benefits of the transaction will not be realized when expected or at all, including as a result of the impact of, or problems arising from, the integration of the two companies or as a result of the strength of the economy and competitive factors in the areas where M&T does business; diversion of management's attention from ongoing business operations and opportunities; potential adverse reactions or changes to business or employee relationships; M&T's success in executing its business plans and strategies and managing the risks involved in the foregoing; the business, economic and political conditions in the markets in which M&T operates; and other factors that may affect future results of M&T.

Future factors related to the acquisition also include risks, such as, among others: that there could be an adverse effect on M&T's ability to retain customers and retain or hire key personnel and maintain relationships with customers; that integration efforts may be more difficult or time-consuming than anticipated, including in areas such as sales force, cost containment, asset realization, systems integration and other key strategies; that profitability following the combination may be lower than expected including for possible reasons such as lower than expected revenues or higher or unexpected costs, charges or expenses resulting from the transaction; unforeseen risks that may exist; and other factors 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, 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, 2021, 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.

# M&T – A High Performing Community-Focused Bank

- Top 15 U.S.-based, commercial bank holding company, with national capabilities from our suite of specialty businesses and Wilmington Trust
- Seasoned management team and deeply embedded culture
- Superior profitability and earnings and dividend growth over multiple economic cycles
- Decades of top quartile loan and deposit growth
- Local scale leading to superior pricing on both sides of the balance sheet, above peer risk-adjusted NIM and credit outperformance
- Disciplined and efficient operator and prudent stewards of shareholder capital
- Growth driven by relentless focus on customers, talent, and delivering innovative capabilities
- Practicing stakeholder capitalism for over 30 years, giving back to our communities

| Financial Highlights    | 3Q22     |
|-------------------------|----------|
| Symbol                  | MTB      |
| Stock Price *           | \$169.10 |
| Market Capitalization * | \$29.2B  |
| P/TBV *                 | 2.0x     |
| Total Assets            | \$198B   |
| Deposits                | \$164B   |
| Loans                   | \$128B   |
| Branches **             | 1,010    |

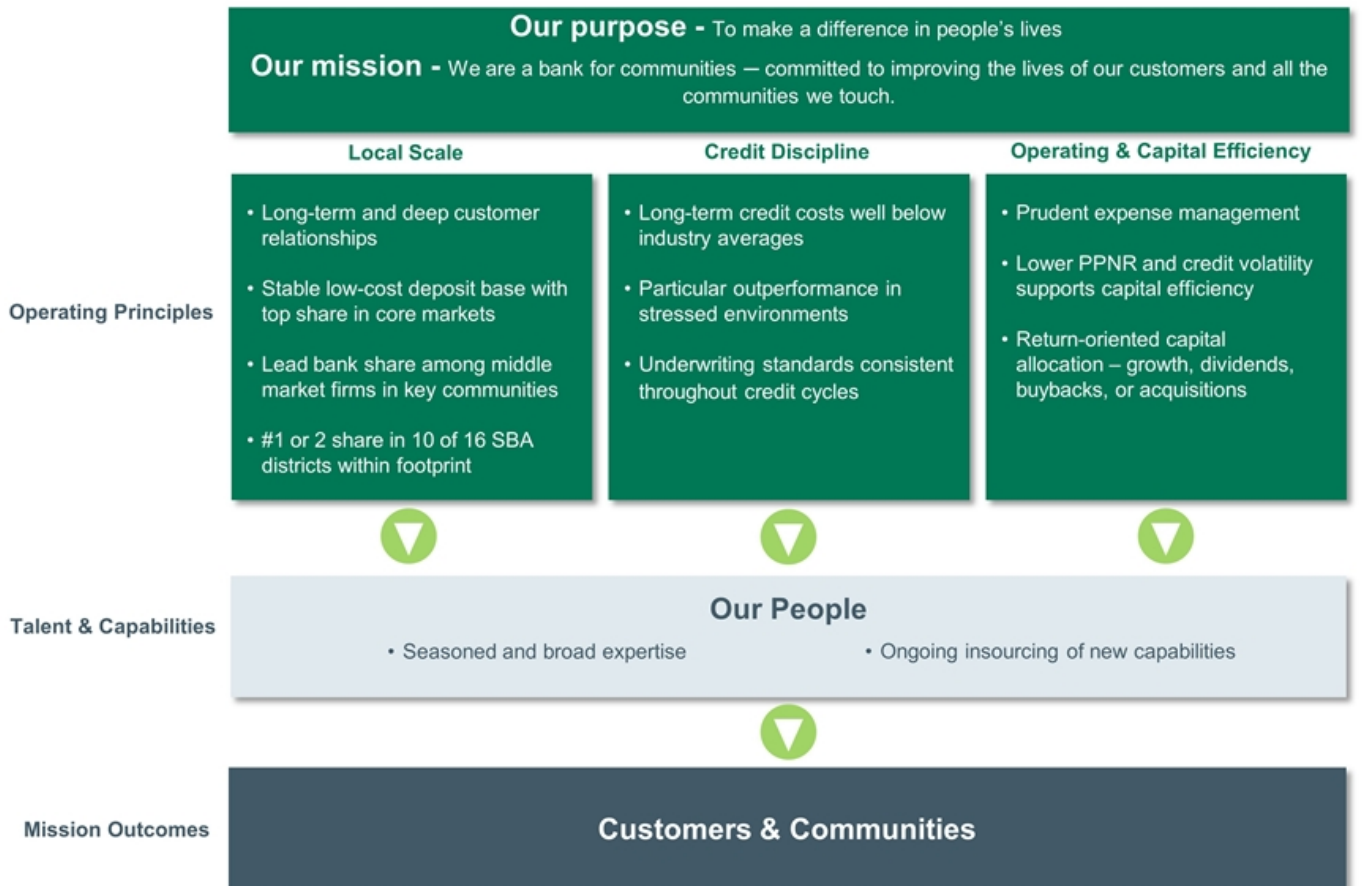


Notes: \*Close of business 12/2/2022

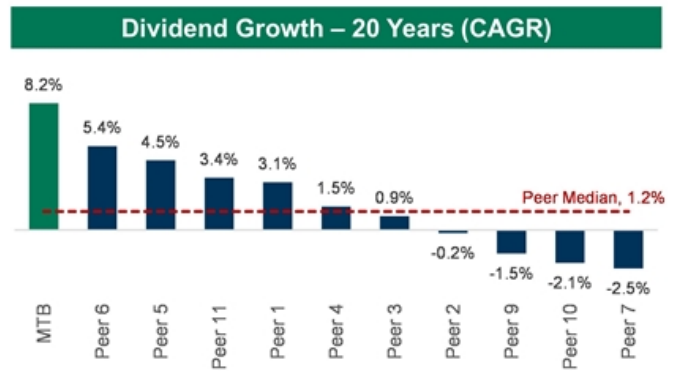
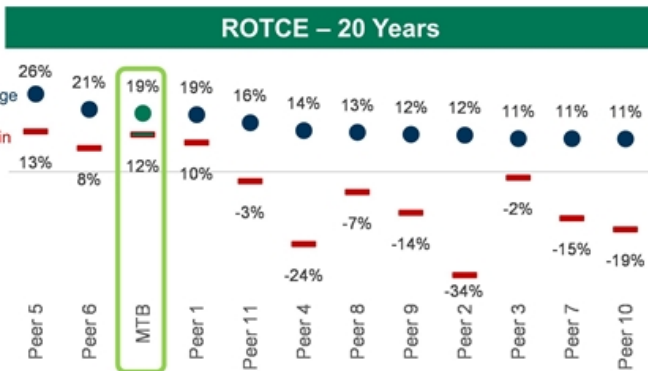
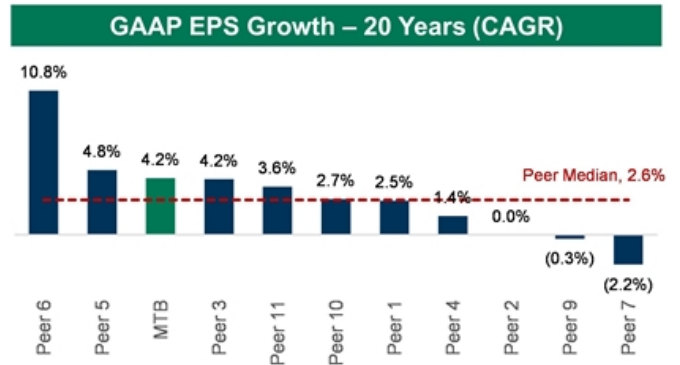
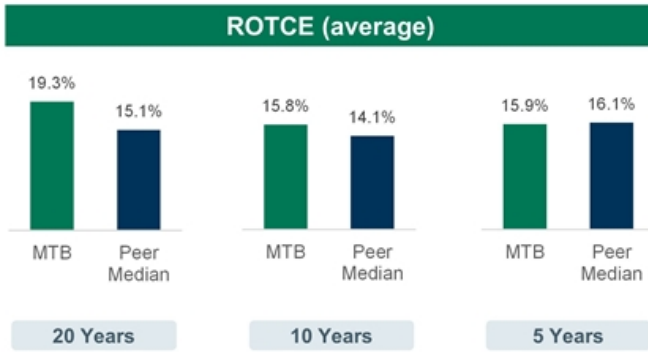
\*\* Includes full-service domestic branches as of 9/30/2022

# The M&T Story: A High Performing Community-Focused Bank...

## ....Our Operating Principles



# Strong Financial Results Over the Long-Term



Source: S&P Global Market Intelligence.

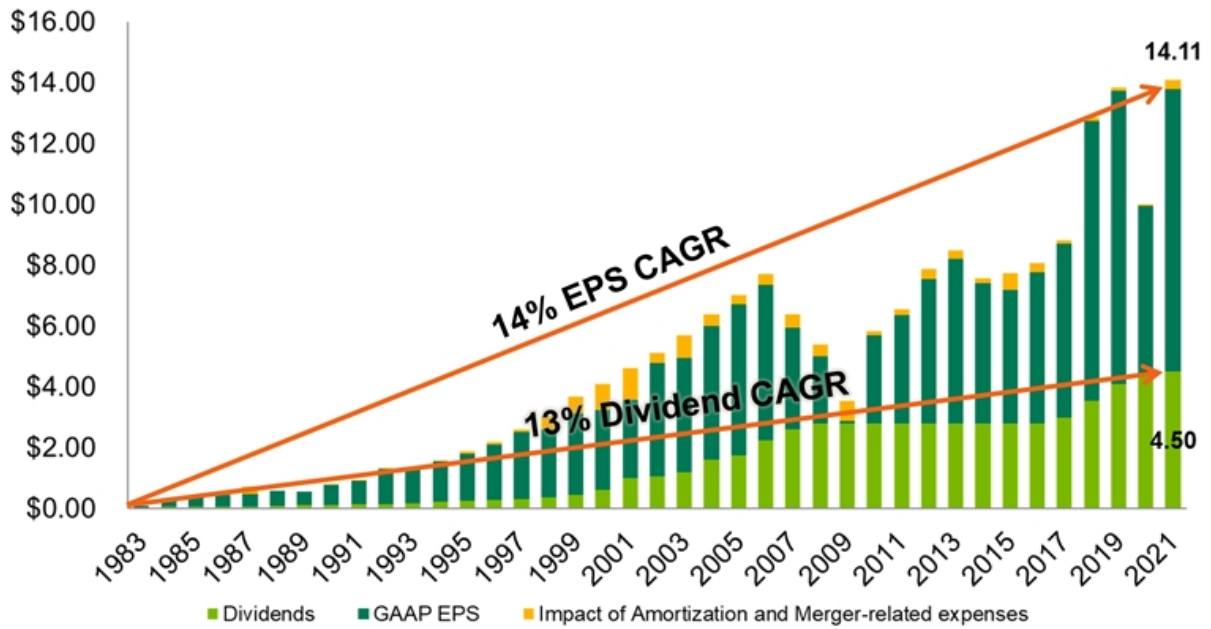
Notes: Historical data is through September 30, 2022. EPS and dividend growth exclude firms that were not publicly traded in 2002. M&T EPS growth of 5.4% excluding merger-related expense.

See Appendix for reconciliation of GAAP and non-GAAP measures.

M&T Bank Corporation

# Delivering Superior Financial Results Over Decades

**Earnings & Dividend Growth: 1983 – 2021**

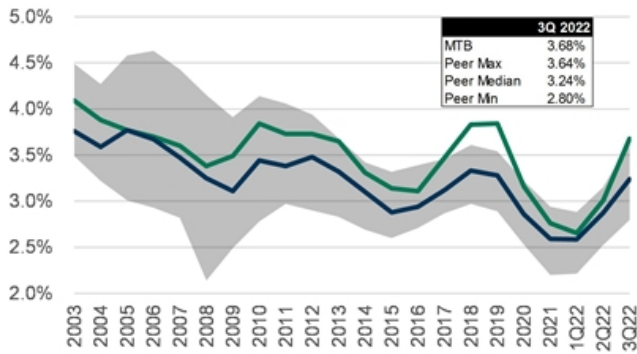


6 Notes: CAGRs are from 1983 to 2021. FY 2021 operating EPS of \$14.11 equals GAAP EPS of \$13.80 plus the after-tax impact of amortization and merger-related expenses. See appendix for GAAP to non-GAAP reconciliation.

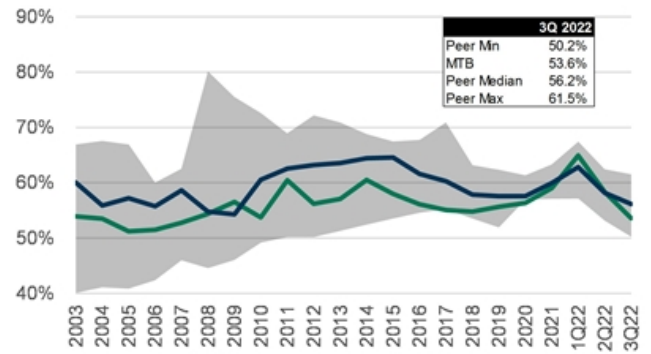


# M&T's Business Model – Focus on Four Key Performance Indicators

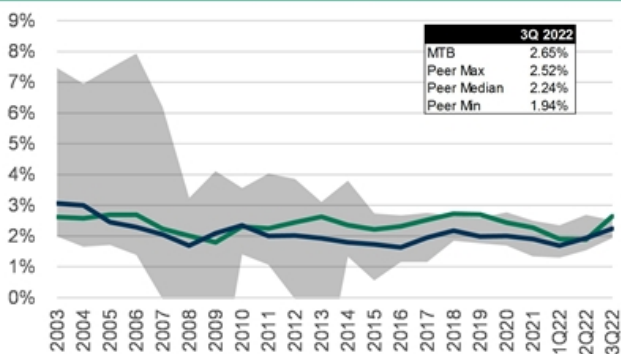
## Net Interest Margin



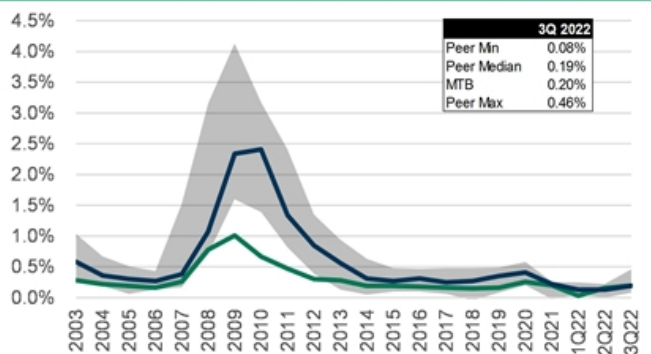
## Operating Efficiency Ratio



## PPNR / RWA





## NCO / Average Loans



— MTB — Peer Median

7 Note: All earnings annualized and operating except for PPNR, ROTCE, efficiency, and PPNR are non-GAAP measures and are reconciled in the appendix. Source: S&P Global Market Intelligence and company filings

# Prudent Stewards of Shareholders' Capital

| How we think about capital allocation                 | Results  |
|---|--|
| Disciplined return criteria – lending and investments |  Higher return earning asset mix  |
| Moderate dividend payout                              |  One of two S&P 500 banks to maintain dividend through the Great Financial Crisis |
| Acquisitions that clearly present value creation      |  History of accretive acquisitions  |
| Consistently return excess capital to investors       |  Top quartile returns; best-in-class EPS growth                                   |

## Delivering Growth Over Decades

### EOP Loan and Deposit Growth per Share (2001-3Q22, CAGR)

| <b>Loans:</b>           | <b>MTB</b> |   | <b>Peer Median</b> | <b>Quartile</b>       |
|-------------------------|------------|---|--------------------|-----------------------|
| Commercial Real Estate  | 5%         | > | 2%                 | <b>Top</b>            |
| Commercial & Industrial | 6%         | > | 4%                 | <b>Top</b>            |
| Residential Real Estate | 6%         | > | 3%                 | <b>Top</b>            |
| Consumer                | <u>3%</u>  | > | <u>2%</u>          | <b>2<sup>nd</sup></b> |
| <b>Total Loans</b>      | 5%         | > | 3%                 | <b>Top</b>            |
| <br>                    |            |   |                    |                       |
| <b>Deposits:</b>        |            |   |                    |                       |
| Noninterest-Bearing     | 12%        | > | 8%                 | <b>Top</b>            |
| Interest-Bearing        | <u>5%</u>  | > | <u>3%</u>          | <b>Top</b>            |
| <b>Total Deposits</b>   | 7%         | > | 5%                 | <b>Top</b>            |

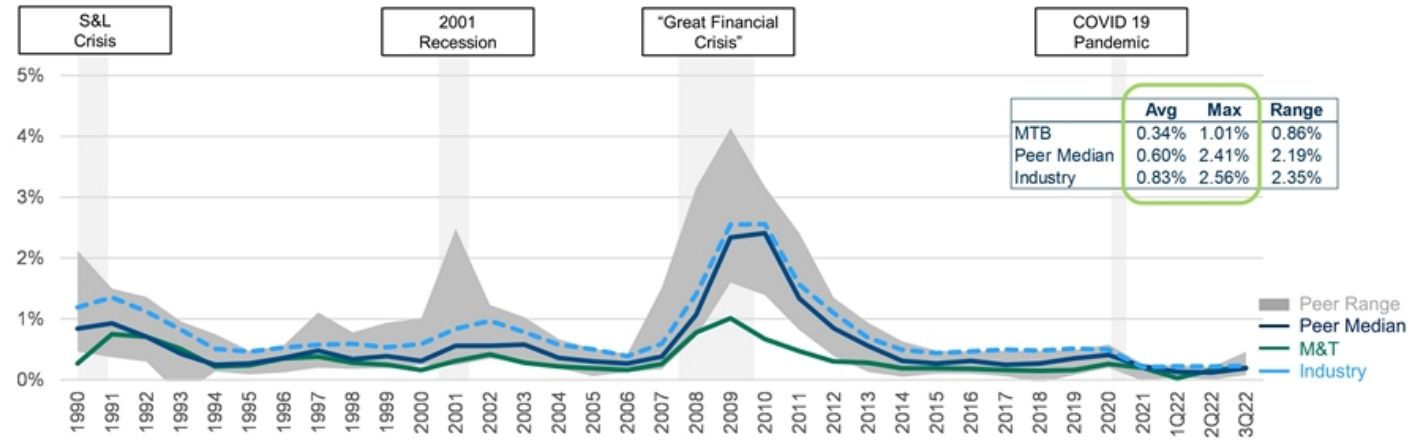


# Superior Credit Losses Through Multiple Economic Cycles

## M&T Credit Philosophy

- Consistent credit standards through economic cycles
- Emphasis on secured lending: cash flow + collateral + guarantees
- Customer selection, supported by local market knowledge
- Working with customers to achieve best long-term outcome

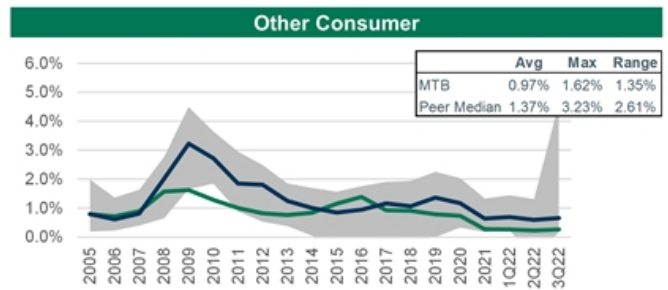
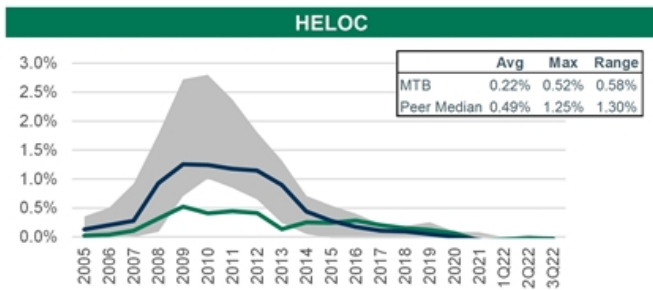
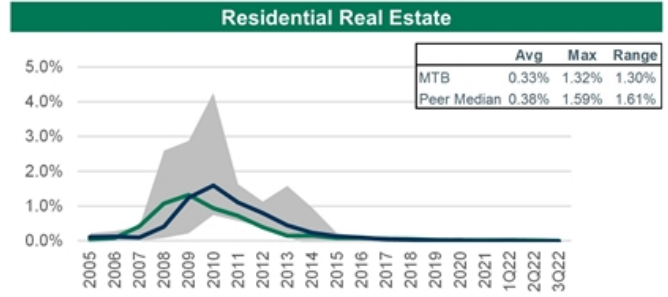
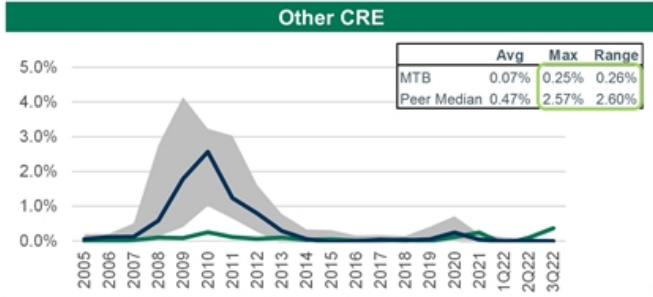
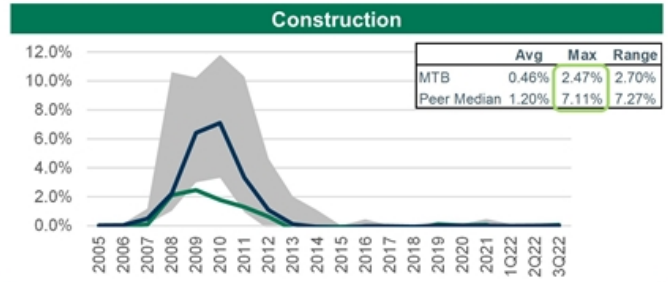
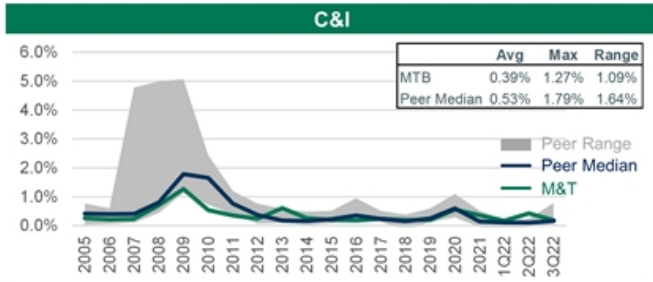
## NCO % of Loans



While M&T's long-term average nonaccrual rate has exceeded the peer median (1.1% vs. 0.9% for peers), its peak annual loss rate was 42% of the peer median – *nonaccruals may not translate to losses*

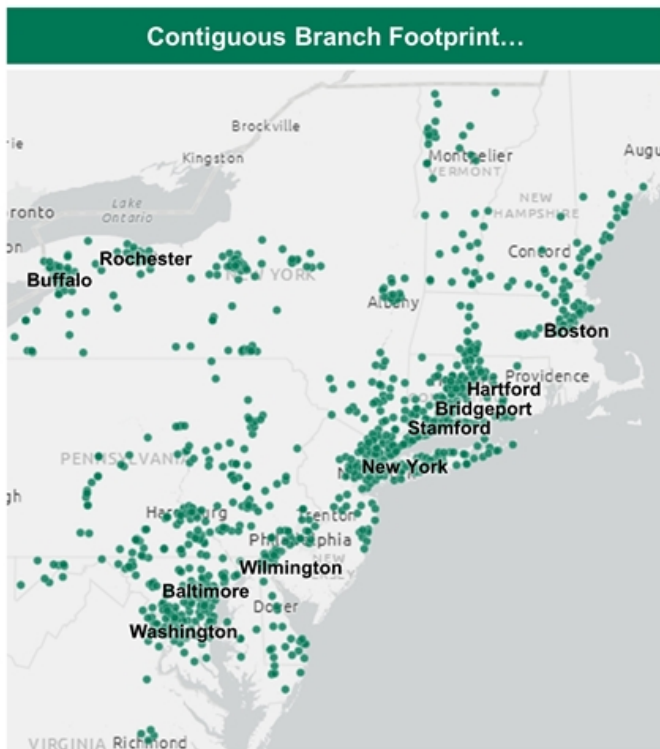
10 Source: S&P Global Market Intelligence and FRY9C.  
 Note: Industry data represents all FDIC-insured institutions from the FDIC's Quarterly Banking Profile. Average, max, and range are FY1990-FY2021.

# Best-In-Class Credit NCO Ratios Across All Portfolios



11 Source: S&P Global Market Intelligence and FRY9C.  
 Note: Range measures the difference between the annual maximum and minimum for M&T and peers. Average, max, and range are FY2005-FY2021

# Local Scale in Key Markets in M&T Footprint



**M&T Bank** (1,008 branches)

### ...With Market Leading Franchises...

| Top 10 MSAs by Deposits |      | Top Northeast Banks by Branches <sup>(1)</sup> |              |
|-------------------------|------|--|--------------|
|                         | Rank |  | Branches     |
| Buffalo                 | 1    | 1 Bank of America Corp.                        | 1,094        |
| Rochester               | 1    | 2 JPMorgan Chase & Co.                         | 1,027        |
| Bridgeport              | 2    | <b>3 M&amp;T Bank Corp.</b>                    | <b>1,008</b> |
| Baltimore               | 2    | 4 Citizens Financial Group                     | 983          |
| Hartford                | 2    | 5 Toronto-Dominion Bank                        | 934          |
| New Haven               | 2    | 6 Wells Fargo & Co.                            | 905          |
| Boston                  | 8    | 7 PNC Financial Services                       | 853          |
| Philadelphia            | 9    | 8 Truist Financial Corp.                       | 694          |
| Washington              | 11   | 9 Banco Santander SA                           | 479          |
| New York                | 16   | 10 KeyCorp                                     | 434          |

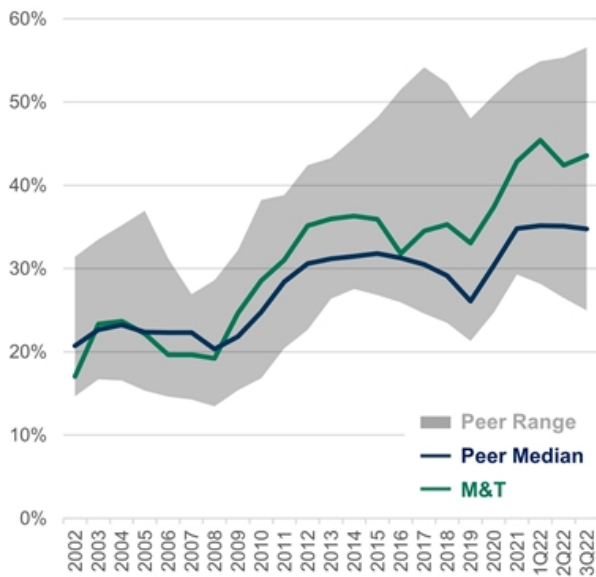
### ... and Dense, Efficient Network

- Dense Northeast network covers a geography with only a 300-mile radius but approximately 22% of U.S. population and 25% of GDP

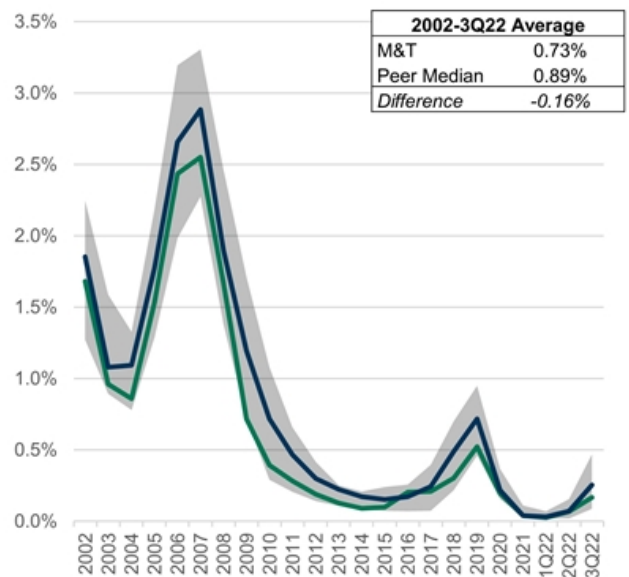
12 Source: S&P Global Market Intelligence, FDIC Summary of Deposits  
 (1) Top banks and thrifts by number of branches in Northeast / Mid-Atlantic regions (CT, DC, DE, MA, MD, ME, NH, NJ, NY, PA, RI, VA, VT, WV). M&T as of 9/30/2022, excludes two domestic branches outside of Northeast footprint

# Local Scale Leads to Superior Deposit Franchise

**Noninterest Bearing Deposits / Total Deposits**



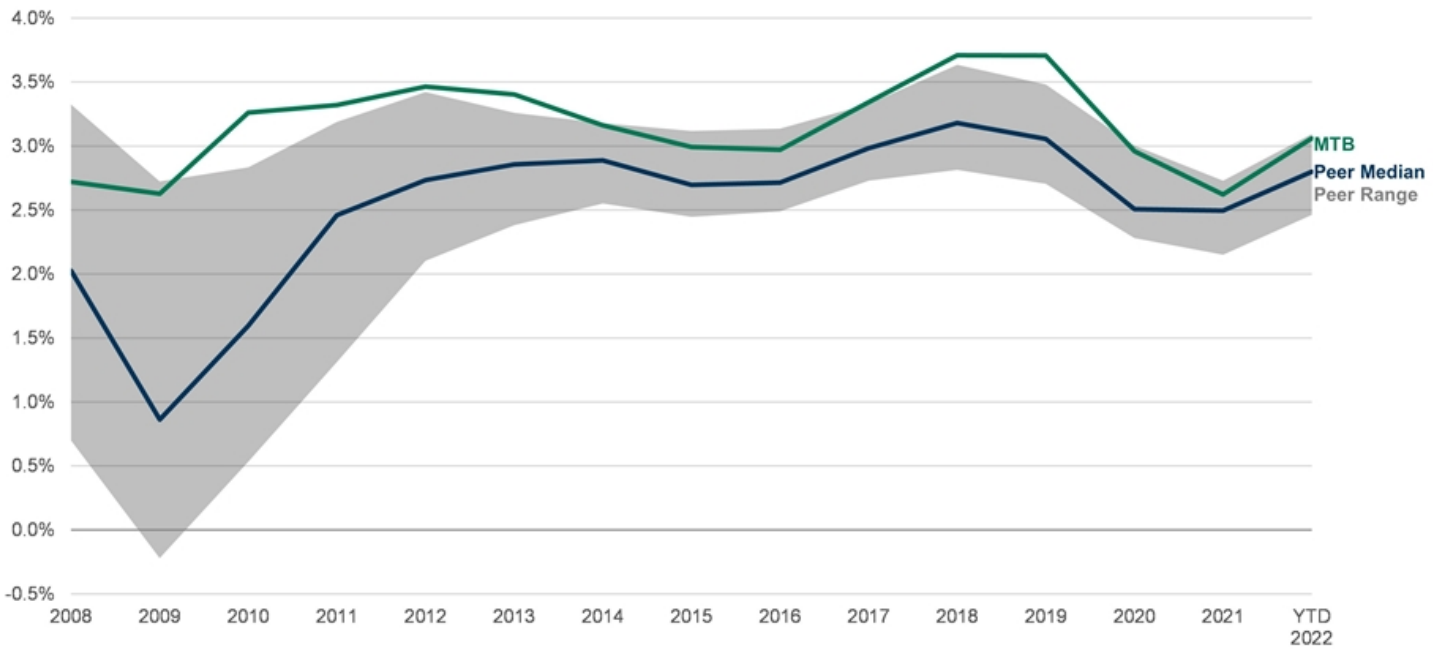
**Total Cost of Deposits**



Noninterest-bearing deposits represented 44% of 3Q 2022 average total deposits for M&T compared to 35% peer median

# Higher Returns Relative to Risk

## Risk Adjusted Net Interest Margin (NII less NCO % of AEA)



# Meeting Evolving Needs: Talent Is the Greatest Differentiator



## Seasoned, Skilled, and Stable

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

## Increasingly Diverse

- More than 40% of our Board of Directors team is diverse
- Several diversity recognition programs and initiatives

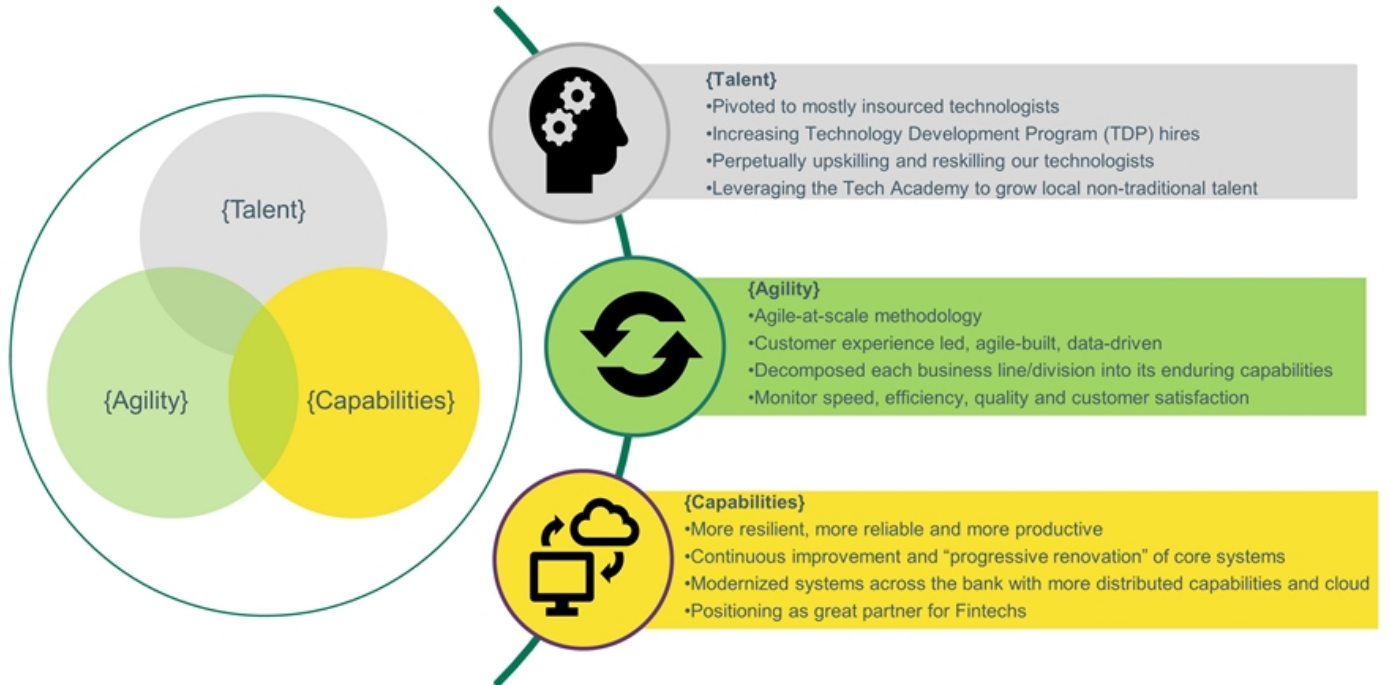
## New Capabilities

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

Delivering for our customers

# Delivering Innovative Capabilities... ...as Technology Transformation Continues

Our Technology transformation is centered around Three Key Dimensions





# Our Focus on Customers, Communities and Innovation Pays Dividends

## When our customers and communities succeed, we all succeed



### Customer Focused

- Long lasting relationships
- Offered pandemic-related mortgage loan relief to >129,000 customers
- Through the PPP program, funded >59K loans (\$9.9 billion) and supported roughly 850K jobs in our local communities since 2020



### Community Engagement

- \$1.5 billion in community development loans, lines of credit, & investments
- 40 hours of paid volunteer time available to employees yearly
- \$279 million in charitable contributions to not-for-profits over the past decade
- Introduced \$43B, 5-year Community Growth Plan supporting LMI households and communities of color
- Launched \$25 million Amplify Fund supporting organizations in marginalized communities



### Business Support

- Won 112 Greenwich Excellence awards in Small Business since 2011
- Ranked #6 SBA Lender in the country
- 91% of M&T Small Business customers rated M&T as excellent or above average in overall satisfaction
- Launched Multicultural Small Business Innovation Lab to provide guidance and skills to help entrepreneurs expand and operate their businesses



### Top Rankings

- Highest possible CRA rating from Federal Reserve since 1982
- #1 or #2 SBA lender in 10 out of 16 markets
- One of seven banks nationally to receive a "Standout" rating in Greenwich's Crisis Response Index
- 15 Greenwich Excellence & 3 Best Brand Awards in Small Business Banking
- 14 Greenwich Excellence & 3 Best Brand Awards for Middle Market Banking



# A Bank for Communities & Making a Difference – Our ESG Commitment

| ESG Accomplishments and Highlights since Last Year             |   |  |
|--|---|--|
| Established Renewable Energy and Carbon Reduction Targets      | <b>2021 ESG report included</b> <ul style="list-style-type: none"> <li>Inaugural TCFD<sup>(1)</sup> disclosure</li> <li>Second SASB<sup>(2)</sup> report</li> </ul> | Defined Board and Management ESG Governance          |
| Joined the Partnership for Carbon Accounting Financials (PCAF) | Built a Centralized ESG Team  | Completed our 1 <sup>st</sup> Materiality Assessment |

## Environment



- \$638.4 million funded in renewable energy projects over the past three years
- \$173.8 million in financing provided for renewable energy projects in 2021
- 18% reduction in our total electricity usage since 2017
- 21% reduction in Scope 1 and 2 GHG emissions since 2019

## Social



- \$33.9 million awarded in charitable contributions
- \$1.7 billion in lending to projects containing affordable housing
- Designated as one of the **Best Places to Work for LGBTQ+ Equality** by the Human Rights Campaign Foundation and one of the **Best Places to Work for Disability Inclusion** in the 2021 Disability Equality Index

## Governance



- 94% of Board members were independent<sup>(3)</sup>
- 41% of Board members represented diverse groups<sup>(3)</sup>
- We are committed to complying with the highest standards of business ethics and integrity

18 Note: The above highlights can be found in our 2021 ESG report. A copy of this report can be found on our website at <https://ir.mtb.com/esg-report>  
 1) TCFD = Task Force on Climate-related Financial Disclosures and 2) SASB = Sustainability Accounting Standards Board 3) Data per proxy statement

## M&T – A High Performing Community-Focused Bank

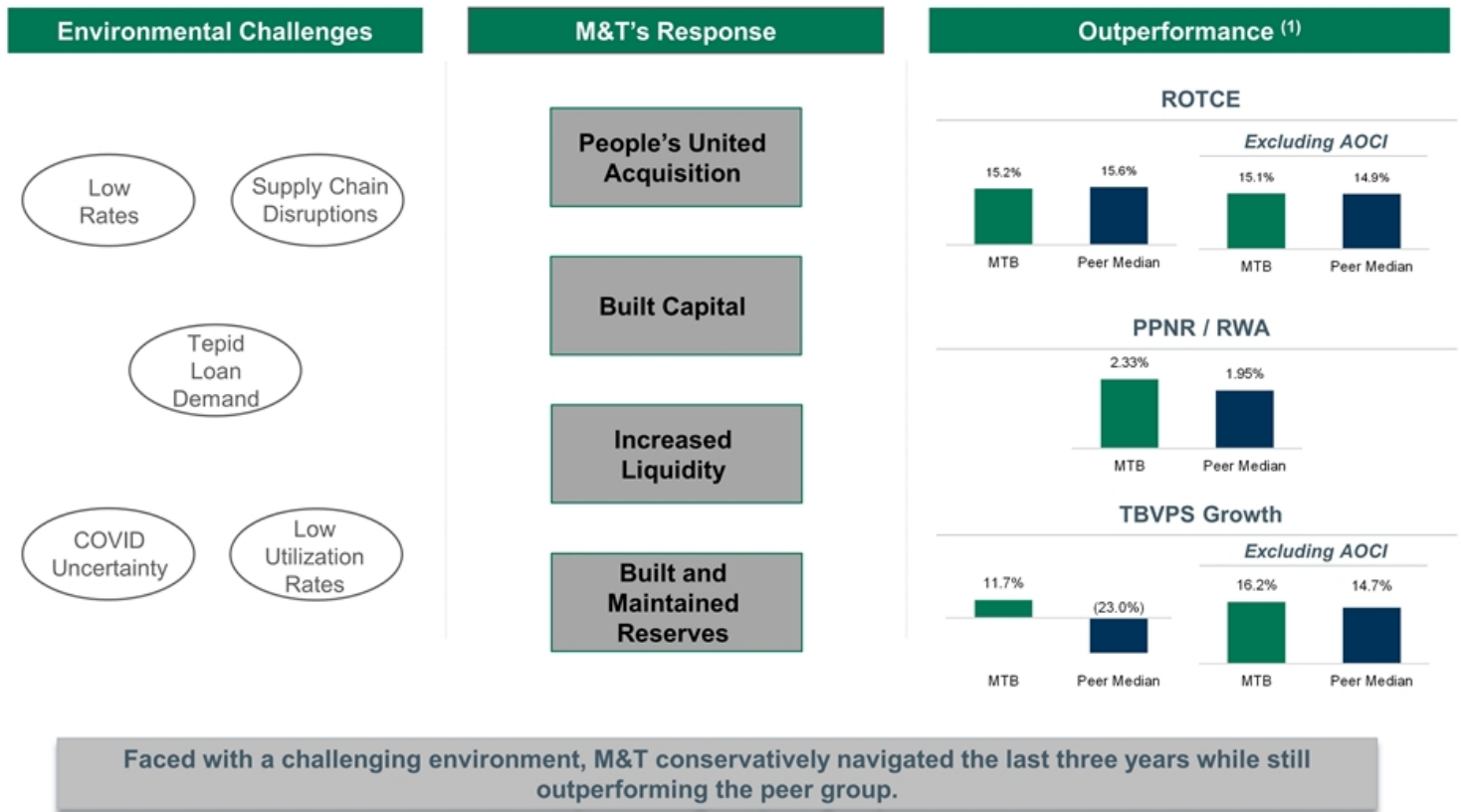
- Top 15 U.S.-based, commercial bank holding company, with national capabilities from our suite of specialty businesses and Wilmington Trust
- Seasoned management team and deeply embedded culture
- Superior profitability and earnings and dividend growth over multiple economic cycles
- Decades of top quartile loan and deposit growth
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- Disciplined and efficient operator and prudent stewards of shareholder capital
- Growth driven by relentless focus on customers, talent, and delivering innovative capabilities
- Practicing stakeholder capitalism for over 30 years, giving back to our communities





# Current Themes & Key Messages

# Performance Through Unprecedented Environment Over Last 3 Years



Source: S&P Global Market Intelligence

Notes: (1) ROTCE and PPNR/RWA are the average ROTCE and PPNR/RWA from December 31, 2019 to September 30, 2022 and TBVPS growth is from December 31, 2019 to September 30, 2022.

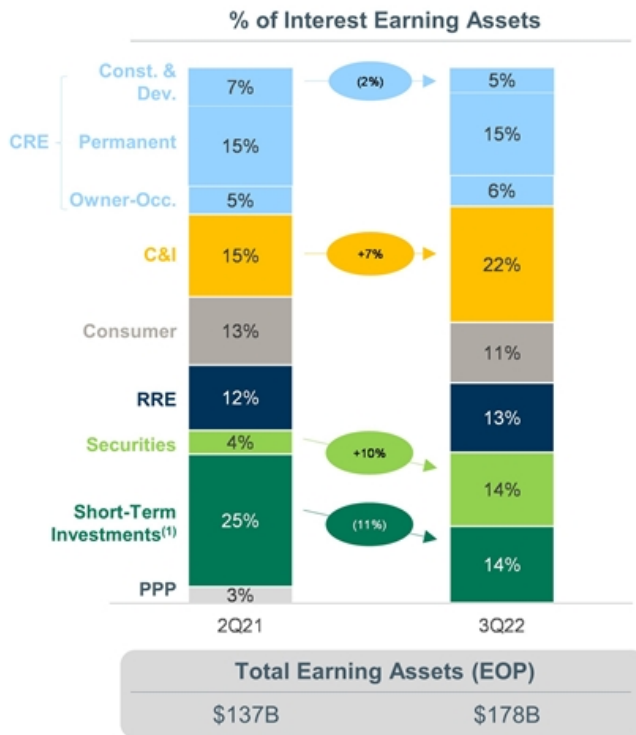
See Appendix for reconciliation of GAAP to operating.

# Managed Through Pandemic; Work Deploying “Dry Powder” Continues

|                                    | 2020 and 2021   | 2022+   | Status   |
|------------------------------------|---|---|--|
| <b>People’s United Acquisition</b> | <ul style="list-style-type: none"> <li>Announced acquisition of like-minded banking franchise with contiguous footprint</li> </ul>  | <ul style="list-style-type: none"> <li>Closed merger on April 1</li> <li>Completed system conversion over Labor Day weekend</li> <li>Cultural integration</li> <li>Realization of financial synergies</li> </ul>                          | <input checked="" type="checkbox"/><br><input checked="" type="checkbox"/><br>Ongoing<br>Ongoing                             |
| <b>Excess Liquidity</b>            | <ul style="list-style-type: none"> <li>Preserved liquidity in low-rate environment</li> <li>Maintained highest cash levels as a % of earning assets to our history and versus our peer group</li> </ul> | <ul style="list-style-type: none"> <li>Added \$11.6 bln in securities from PBCT</li> <li>Purchased \$8.1 bln in securities through Q3</li> <li>Reduced high-cost debt/deposits</li> <li>Reduction of interest rate sensitivity</li> </ul> | <input checked="" type="checkbox"/><br><input checked="" type="checkbox"/><br><input checked="" type="checkbox"/><br>Ongoing |
| <b>Excess Capital</b>              | <ul style="list-style-type: none"> <li>Grew capital ratios to historical highs and highest in peer group</li> </ul>   | <ul style="list-style-type: none"> <li>Repurchased \$1.2 bln shares in through Q3</li> <li>Board authorized \$3 bln new share repurchase program</li> </ul>   | <input checked="" type="checkbox"/><br>Ongoing   |

# Work Toward Building Optimal Balance Sheet Structure Continues

## Optimizing Balance Sheet to Align with Operating Principles



### Reducing Capital Intensive CRE

- Reduced legacy Construction and Investment Real Estate
- People's contribution further decreased Construction concentration as a percent of loans

### Diversifying with increased Mix of C&I

- Grew legacy C&I
- Increased C&I loan diversity through People's specialty lending businesses & C&I contribution

### Increasing Fixed Rate Exposure

- Continued Residential Mortgage retention
- Increased Securities concentration with 2022 purchases and People's contribution
- Rebuilding hedge portfolio

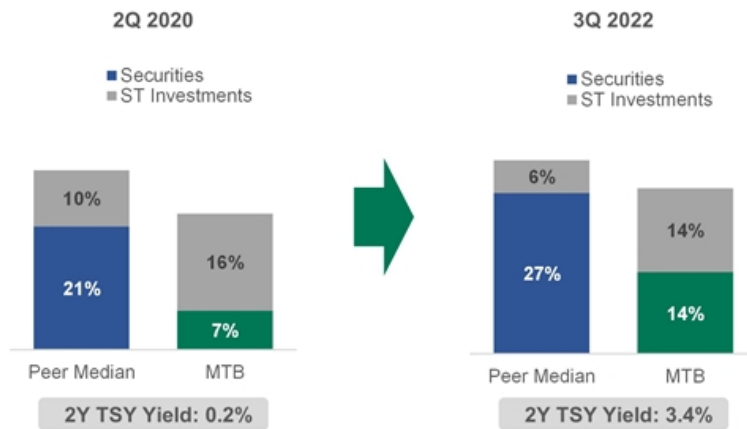
Notes:

(1) Includes Interest-bearing deposits at banks, Federal funds sold and agreements to resell securities, and Trading Account

# Prudent Liquidity Management Protected Tangible Common Equity

## Measured and Thoughtful Deployment of Excess Liquidity

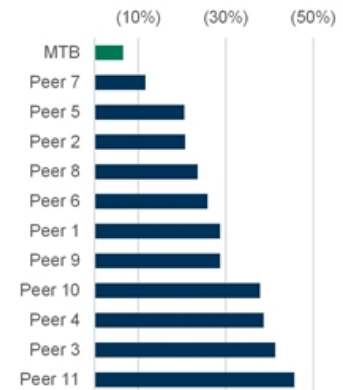
### Securities and Short-Term Investments % of Earning Assets



- Peer banks deployed excess liquidity and extended duration into securities during a challenging rate environment
- M&T kept a reserve of "Dry Powder" to be used for securities purchases as the Federal Reserve has been increasing rates
- As recently as 1Q22, M&T was keeping nearly 80% of cash and securities in the form of deployable cash

## Lower AOCI Hit Drives TBV Per Share Outperformance

### Decline in TBV Per Share since 2021



- Rising interest rates in 2022 negatively impacted peer TCE and TBV
- M&T protected TCE and TBV, maintained elevated liquidity and upside from higher rates



# Solid Performance in Key Metrics against Peers



25 Note: All earnings annualized and operating except for PPNR. ROTCE, efficiency, and PPNR are non-GAAP measures and are reconciled in the appendix. Source: S&P Global Market Intelligence and company filings



## Q4 2022 Trends

### Customer Deposit Rate Sensitivity Accelerates

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- Customer rate sensitivity behavior changing rapidly, driving betas higher
- Commercial customers shifting mix to higher yielding sweep products from demand deposits
- Consumer customers shifting mix to higher yielding CD's from savings/MMDA's

### Capital Markets Headwinds

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- Higher rates and muted activity in equity and debt capital markets
- Trust Demand deposit levels below expectations
- Commercial mortgage banking and syndication fees below expectations

### Wholesale Funding and Liquidity

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- Increasing wholesale funding mix in debt stack as deposits and cash balances decline
- Increasing funding from brokered CD's, FHLB and Holdco and bank level senior debt

## Q4 2022 Outlook

|                  |   | 3Q22<br>Actual  | 4Q22<br>Outlook      | Comments   |
|------------------|---|-----------------|----------------------|--|
| Income / Expense | <b>Net Interest Income</b><br><i>Taxable Equivalent</i>                   | \$1,691 Million | Up 8% to 10%<br>Q/Q  | - Q/Q int. bearing deposit beta at higher end of 20% to 30% range<br>- Higher wholesale funding levels<br>- NIM near 4.05%   |
|                  | <b>Non Interest Income</b><br><i>Ex Sec Gain / Loss &amp; MTIA Gain</i>   | \$564 Million   | Down 5% to<br>7% Q/Q | - Discontinuation of M&T Insurance Agency ("MTIA") fee income<br>- Lower capital market activity (Comml. Mortgage, Other Fee Income)<br>- Half of Q/Q decline from nonrecurring items<br>- Addl. PBCT fee waivers<br>- BOLI & SERP |
|                  | <b>Operating Expense</b><br><i>Ex. Intang. Amort &amp; Merger-Related</i> | \$1,208 Million | Flat to 3Q22         | - PBCT saves offset by near-term prof. services and ad & promo   |
|                  |   | 3Q22<br>Actual  | 4Q22<br>Nov QTD      | Comments   |
| Average Balance  | <b>Int.-Bearing Dep. at Banks (Cash)</b>                                  | \$30.8 Billion  | \$26.7 Billion       | - Loan & Securities growth and lower average Deposits  |
|                  | <b>Securities</b>   | \$23.9 Billion  | \$25.1 Billion       | - Slowing Securities purchases   |
|                  | <b>Total Loans</b>  | \$127.5 Billion | \$128.7 Billion      | - Growth in C&I, RRE, and Consumer<br>- Continued decline in CRE   |
|                  | <b>Total Deposits</b>   | \$167.3 Billion | \$163.9 Billion      | - Deposit balances slightly lower<br>- Mix continues to shift to higher cost products  |



Q3 2022 | Appendix

## Key Ratios

|   | <u>2016</u> | <u>2017</u> | <u>2018</u> | <u>2019</u> | <u>2020</u> | <u>2021</u> | <u>3Q '21</u><br><u>YTD</u> | <u>3Q '22</u><br><u>YTD</u> |
|---|-------------|-------------|-------------|-------------|-------------|-------------|-----------------------------|-----------------------------|
| <b>Superior Pre-Credit Earnings</b>                   |             |             |             |             |             |             |                             |                             |
| <b>Net Interest Margin</b>                            | 3.11%       | 3.47%       | 3.83%       | 3.84%       | 3.16%       | 2.76%       | 2.83%                       | 3.15%                       |
| <b>Efficiency Ratio – Operating <sup>(1)(2)</sup></b> | 56.10%      | 55.07%      | 54.79%      | 55.66%      | 56.35%      | 59.02%      | 58.79%                      | 58.11%                      |
| <b>PPNR <sup>(1)</sup></b>                            | 2,248       | 2,492       | 2,640       | 2,723       | 2,570       | 2,380       | 1,795                       | 2,027                       |
| <b>PPNR to RWA <sup>(1)</sup></b>                     | 2.29%       | 2.53%       | 2.72%       | 2.70%       | 2.44%       | 2.27%       | 2.29%                       | 2.19%                       |
| <b>Strong Credit Metrics</b>                          |             |             |             |             |             |             |                             |                             |
| <b>Allowance to Loans (As At)</b>                     | 1.09%       | 1.16%       | 1.15%       | 1.16%       | 1.76%       | 1.58%       | 1.62%                       | 1.46%                       |
| <b>Net Charge-Offs to Loans</b>                       | 0.18%       | 0.16%       | 0.15%       | 0.16%       | 0.26%       | 0.20%       | 0.22%                       | 0.14%                       |
| <b>Focused on Returns</b>                             |             |             |             |             |             |             |                             |                             |
| <b>Net Operating Return on:</b>                       |             |             |             |             |             |             |                             |                             |
| <b>Tangible Assets <sup>(1)(2)</sup></b>              | 1.14%       | 1.23%       | 1.72%       | 1.69%       | 1.04%       | 1.28%       | 1.30%                       | 1.23%                       |
| <b>Tangible Common Equity <sup>(1)(2)</sup></b>       | 12.25%      | 13.00%      | 19.09%      | 19.08%      | 12.79%      | 16.80%      | 17.10%                      | 15.13%                      |
| <b>Consistent Capital Generation</b>                  |             |             |             |             |             |             |                             |                             |
| <b>Tangible Common Equity to Tangible Assets</b>      | 8.92%       | 9.10%       | 8.31%       | 8.55%       | 7.49%       | 7.68%       | 7.59%                       | 7.70%                       |
| <b>Common Equity Tier 1 Ratio</b>                     | 10.70%      | 10.99%      | 10.13%      | 9.73%       | 10.00%      | 11.42%      | 11.15%                      | 10.75%                      |
| <b>Tier 1 Capital Ratio</b>                           | 11.92%      | 12.26%      | 11.38%      | 10.94%      | 11.17%      | 13.11%      | 12.83%                      | 12.13%                      |
| <b>Balance Sheet (As At)</b>                          |             |             |             |             |             |             |                             |                             |
| <b>Loans to Deposits</b>                              | 95.14%      | 95.19%      | 98.13%      | 95.94%      | 82.25%      | 70.63%      | 72.71%                      | 78.26%                      |
| <b>Securities to Assets</b>                           | 13.16%      | 12.37%      | 10.57%      | 7.92%       | 4.94%       | 4.61%       | 4.24%                       | 12.43%                      |

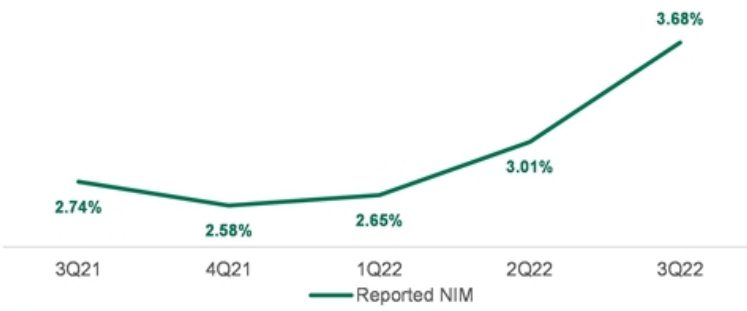
Notes:

(1) The Efficiency Ratio and Pre-provision Net Revenue are non-GAAP financial measures. The Efficiency Ratio reflects non-interest expense (excluding amortization expense associated with intangible assets and merger-related expenses) as a percentage of fully taxable equivalent net interest income and non-interest revenues (excluding gains or losses from securities transactions and merger-related gains)

(2) Excludes merger-related gains and expenses and amortization expense associated with intangible assets.

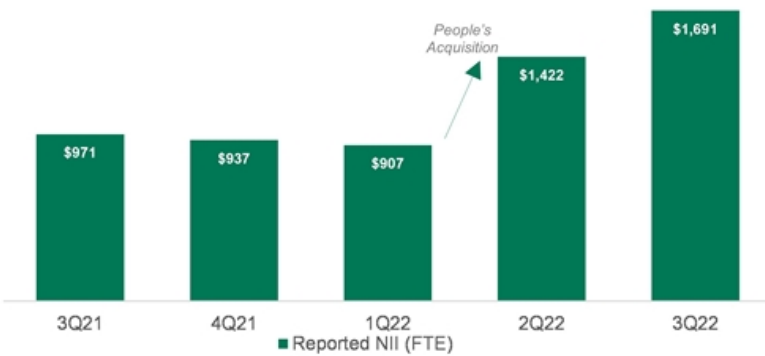
# Net Interest Margin Benefitting from Higher Rates

## Net Interest Margin



- M&T managed a relatively stable NIM, excluding PPP and excess liquidity, during low-rate environment
- Higher rates and patient liquidity deployment aided M&T in 2022 with 3Q NIM expansion of 67 bps – top quartile NIM expansion and highest NIM amongst peers

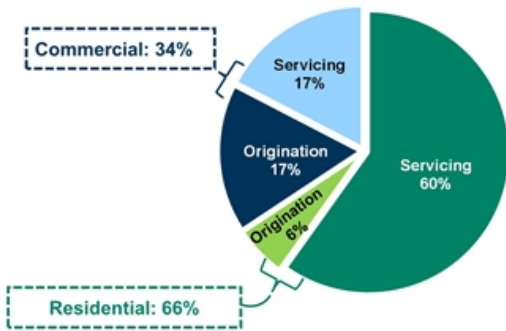
## Net Interest Income



- People's United contributed \$420 mln to TE NII in 2Q22
- PAA of \$34 mln in 3Q22, largely unchanged from \$35 mln in 2Q22
- Interest rate swaps decreased NII by \$22 mln in 3Q22, compared to a \$25 mln benefit in 2Q22, reflecting M&T's planned reduction in asset sensitivity

# Mortgage Banking Servicing Adds Stability to Revenues

## Total Mortgage Fee Mix – 3Q22 (TTM)



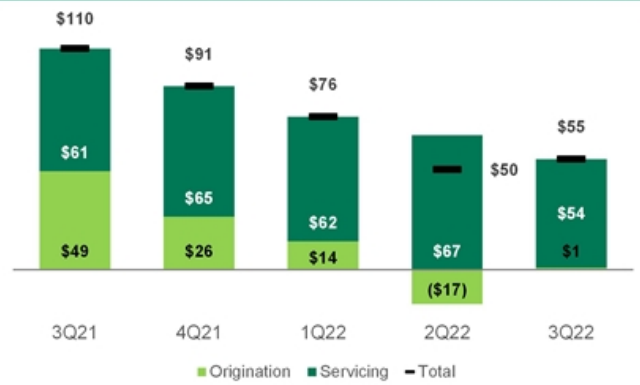
## Highlights

- Mortgage banking revenues serve as a natural hedge in different environments and can offset reductions in spread revenues
- Residential and commercial mortgage servicing revenues contribute more than 70% of total mortgage banking revenues and provide a stable revenue stream
- Began temporary program to retain residential mortgage originations on balance sheet in 3Q21, resulting in lower levels of gain on sale income
- Residential mortgage gain (loss) on sale since 3Q21 was largely driven by repooling of GNMA mortgages

## Commercial Fees Solid Contributor to Mortgage Revenue



## Residential Mortgage Trends



## Reconciliation of GAAP and Non-GAAP Measures

|   | 2016       | 2017       | 2018       | 2019       | 2020       | 2021       | 3Q '21<br>YTD | 3Q '22<br>YTD |
|---|------------|------------|------------|------------|------------|------------|---------------|---------------|
| <b>Net Income</b>   |            |            |            |            |            |            |               |               |
| <b>\$ in millions</b>   |            |            |            |            |            |            |               |               |
| Net income  | \$ 1,315.1 | \$ 1,408.3 | \$ 1,918.1 | \$ 1,929.1 | \$ 1,353.2 | \$ 1,858.7 | \$ 1,400.8    | \$ 1,226.3    |
| Intangible amortization*                                      | 25.9       | 19.0       | 18.1       | 14.4       | 11.0       | 7.5        | 6.1           | 29.2          |
| Merger-related items*   | 21.7       | -          | -          | -          | -          | 33.6       | 17.5          | 398.1         |
| Net operating income  | \$ 1,362.7 | \$ 1,427.3 | \$ 1,936.2 | \$ 1,943.5 | \$ 1,364.1 | \$ 1,899.8 | \$ 1,424.4    | \$ 1,653.7    |
| <b>PPNR</b>   |            |            |            |            |            |            |               |               |
| Net Income for EPS  | \$ 1,223.5 | \$ 1,327.5 | \$ 1,836.0 | \$ 1,849.5 | \$ 1,279.1 | \$ 1,777.0 | \$ 1,342.8    | \$ 1,152.4    |
| Preferred Div., Amort. of Pref. Stock & Unvested Stock Awards | 91.7       | 80.8       | 82.1       | 79.6       | 74.1       | 81.8       | 58.0          | 73.9          |
| Income Taxes  | 743.3      | 915.6      | 590.2      | 618.1      | 416.4      | 596.4      | 454.4         | 374.2         |
| GAAP Pre-tax Income   | 2,058.4    | 2,323.9    | 2,508.2    | 2,547.3    | 1,769.5    | 2,455.1    | 1,855.2       | 1,600.5       |
| Provision for credit losses                                   | 190.0      | 168.0      | 132.0      | 176.0      | 800.0      | (75.0)     | (60.0)        | 427.0         |
| Pre-Tax, Pre-Provision Net Revenue                            | \$ 2,248.4 | \$ 2,491.9 | \$ 2,640.2 | \$ 2,723.3 | \$ 2,569.5 | \$ 2,380.1 | \$ 1,795.2    | \$ 2,027.5    |
| <b>Earnings Per Share</b>                                     |            |            |            |            |            |            |               |               |
| Diluted earnings per share                                    | \$ 7.78    | \$ 8.70    | \$ 12.74   | \$ 13.75   | \$ 9.94    | \$ 13.80   | \$ 10.43      | \$ 7.14       |
| Intangible amortization*                                      | 0.16       | 0.12       | 0.12       | 0.11       | 0.08       | 0.06       | 0.05          | 0.18          |
| Merger-related items*   | 0.14       | -          | -          | -          | -          | 0.25       | 0.13          | 2.46          |
| Diluted net operating EPS                                     | \$ 8.08    | \$ 8.82    | \$ 12.86   | \$ 13.86   | \$ 10.02   | \$ 14.11   | \$ 10.61      | \$ 9.78       |
| <b>Efficiency Ratio</b>                                       |            |            |            |            |            |            |               |               |
| <b>\$ in millions</b>   |            |            |            |            |            |            |               |               |
| Non-interest expenses   | \$ 3,047.5 | \$ 3,140.3 | \$ 3,288.1 | \$ 3,468.7 | \$ 3,385.2 | \$ 3,611.6 | \$ 2,684.1    | \$ 3,642.1    |
| less: intangible amortization                                 | 42.6       | 31.4       | 24.5       | 19.5       | 14.9       | 10.2       | 8.2           | 38.0          |
| less: merger-related expenses                                 | 35.8       | -          | -          | -          | -          | 43.9       | 22.7          | 293.2         |
| Non-interest operating expenses                               | \$ 2,969.1 | \$ 3,109.0 | \$ 3,263.5 | \$ 3,449.2 | \$ 3,370.4 | \$ 3,557.6 | \$ 2,653.2    | \$ 3,310.9    |
| Tax equivalent revenues                                       | \$ 5,322.8 | \$ 5,666.8 | \$ 5,950.2 | \$ 6,214.8 | \$ 5,972.0 | \$ 6,006.5 | \$ 4,490.5    | \$ 5,695.4    |
| less: gain/(loss) on sale of securities                       | 30.3       | 21.3       | (6.3)      | 18.0       | (9.4)      | (21.2)     | (22.6)        | (1.9)         |
| less: net OTTI losses recognized                              | -          | -          | -          | -          | -          | -          | -             | -             |
| less: merger-related gains                                    | -          | -          | -          | -          | -          | -          | -             | -             |
| Denominator for efficiency ratio                              | \$ 5,292.5 | \$ 5,645.5 | \$ 5,956.5 | \$ 6,196.8 | \$ 5,981.5 | \$ 6,027.7 | \$ 4,513.2    | \$ 5,697.3    |
| Net operating efficiency ratio                                | 56.1%      | 55.1%      | 54.8%      | 55.7%      | 56.3%      | 59.0%      | 58.8%         | 58.1%         |



## Reconciliation of GAAP and Non-GAAP Measures

|   | 2016              | 2017              | 2018              | 2019              | 2020              | 2021              | 3Q '21<br>YTD     | 3Q '22<br>YTD     |
|---|-------------------|-------------------|-------------------|-------------------|-------------------|-------------------|-------------------|-------------------|
| <b>Average Assets</b>                       |                   |                   |                   |                   |                   |                   |                   |                   |
| <b>\$ in millions</b>                       |                   |                   |                   |                   |                   |                   |                   |                   |
| Average assets                              | \$ 124,340        | \$ 120,860        | \$ 116,959        | \$ 119,584        | \$ 135,480        | \$ 152,669        | \$ 150,967        | \$ 187,395        |
| Goodwill                                    | (4,593)           | (4,593)           | (4,593)           | (4,593)           | (4,593)           | (4,593)           | (4,593)           | (7,214)           |
| Core deposit and other<br>intangible assets | (117)             | (86)              | (59)              | (38)              | (21)              | (8)               | (10)              | (165)             |
| Deferred taxes                              | 46                | 33                | 16                | 10                | 5                 | 2                 | 2                 | 38                |
| Average tangible assets                     | <u>\$ 119,676</u> | <u>\$ 116,214</u> | <u>\$ 112,323</u> | <u>\$ 114,963</u> | <u>\$ 130,871</u> | <u>\$ 148,070</u> | <u>\$ 146,366</u> | <u>\$ 180,054</u> |
| <b>Average Common Equity</b>                |                   |                   |                   |                   |                   |                   |                   |                   |
| <b>\$ in millions</b>                       |                   |                   |                   |                   |                   |                   |                   |                   |
| Average common equity                       | \$ 15,122         | \$ 15,063         | \$ 14,398         | \$ 14,446         | \$ 14,741         | \$ 15,471         | \$ 15,340         | \$ 21,320         |
| Goodwill                                    | (4,593)           | (4,593)           | (4,593)           | (4,593)           | (4,593)           | (4,593)           | (4,593)           | (7,214)           |
| Core deposit and other<br>intangible assets | (117)             | (86)              | (59)              | (38)              | (21)              | (8)               | (10)              | (165)             |
| Deferred taxes                              | 46                | 33                | 16                | 10                | 5                 | 2                 | 2                 | 38                |
| Average tangible common equity              | <u>\$ 10,458</u>  | <u>\$ 10,417</u>  | <u>\$ 9,762</u>   | <u>\$ 9,825</u>   | <u>\$ 10,132</u>  | <u>\$ 10,872</u>  | <u>\$ 10,739</u>  | <u>\$ 13,979</u>  |

|  | 2016         | 2017         | 2018         | 2019         | 2020         | 2021         | Nine Months Ended<br>September 30, 2022 |
|--|--------------|--------------|--------------|--------------|--------------|--------------|---|
| <b>Risk Adjusted Net Interest Margin</b> |              |              |              |              |              |              |   |
| <b>\$ in millions</b>                    |              |              |              |              |              |              |   |
| Net interest income—taxable-equivalent   | \$ 3,497     | \$ 3,816     | \$ 4,094     | \$ 4,153     | \$ 3,884     | \$ 3,840     | \$ 4,020                                |
| Less Net charge-offs                     | 157          | 140          | 130          | 144          | 247          | 192          | 120                                     |
| Numerator for Risk Adj. NIM              | <u>3,340</u> | <u>3,676</u> | <u>3,964</u> | <u>4,009</u> | <u>3,636</u> | <u>3,647</u> | <u>3,901</u>                            |
| Average earning assets                   | 112,556      | 110,002      | 106,766      | 108,222      | 122,869      | 139,068      | 170,414                                 |
| Risk Adjusted NIM (Annualized)           | 2.97%        | 3.34%        | 3.71%        | 3.70%        | 2.96%        | 2.62%        | 3.06%                                   |



## Reconciliation of GAAP and Non-GAAP Measures

| <b>Average Common Equity ex AOCI</b>           | 4Q 2019         | 1Q 2020         | 2Q 2020         | 3Q 2020         | 4Q 2020         | 1Q 2021         | 2Q 2021         | 3Q 2021         | 4Q 2021         | 1Q 2022         | 2Q 2022         | 3Q 2022         |
|--|-----------------|-----------------|-----------------|-----------------|-----------------|-----------------|-----------------|-----------------|-----------------|-----------------|-----------------|-----------------|
| <b>\$ in millions</b>                          |                 |                 |                 |                 |                 |                 |                 |                 |                 |                 |                 |                 |
| Average Common Equity                          | \$14,582        | \$14,470        | \$14,703        | \$14,823        | \$14,963        | \$15,077        | \$15,321        | \$15,614        | \$15,863        | \$16,144        | \$24,079        | \$23,654        |
| Goodwill                                       | (4,593)         | (4,593)         | (4,593)         | (4,593)         | (4,593)         | (4,593)         | (4,593)         | (4,593)         | (4,593)         | (4,593)         | (8,501)         | (8,501)         |
| Core deposit and other intangible assets       | (31)            | (27)            | (23)            | (19)            | (16)            | (13)            | (10)            | (7)             | (5)             | (3)             | (254)           | (236)           |
| Deferred taxes                                 | 7               | 7               | 6               | 5               | 4               | 3               | 3               | 2               | 1               | 1               | 60              | 56              |
| <b>Average Tangible Common Equity</b>          | <b>\$ 9,965</b> | <b>\$ 9,857</b> | <b>\$10,093</b> | <b>\$10,216</b> | <b>\$10,358</b> | <b>\$10,475</b> | <b>\$10,721</b> | <b>\$11,016</b> | <b>\$11,266</b> | <b>\$11,549</b> | <b>\$15,384</b> | <b>\$14,973</b> |
| Less: Average accumulated comprehensive income | (77)            | (65)            | 244             | 227             | 142             | (89)            | (155)           | (191)           | 252             | (238)           | (478)           | (626)           |
| <b>Average TCE less AOCI</b>                   | <b>\$10,041</b> | <b>\$ 9,922</b> | <b>\$ 9,849</b> | <b>\$ 9,989</b> | <b>\$10,216</b> | <b>\$10,563</b> | <b>\$10,876</b> | <b>\$11,207</b> | <b>\$11,014</b> | <b>\$11,787</b> | <b>\$15,862</b> | <b>\$15,599</b> |

| <b>Ending Common Equity ex AOCI</b>           | 4Q 2019         | 3Q 2022         |
|---|-----------------|-----------------|
| <b>\$ in millions</b>                         |                 |                 |
| Ending Common Equity                          | \$14,467        | \$23,245        |
| Goodwill                                      | (4,593)         | (8,501)         |
| Core deposit and other intangible assets      | (29)            | (227)           |
| Deferred taxes                                | 8               | 54              |
| <b>Ending Tangible Common Equity</b>          | <b>\$ 9,852</b> | <b>\$14,571</b> |
| Less: Ending accumulated comprehensive income | (207)           | (900)           |
| <b>Ending TCE less AOCI</b>                   | <b>\$10,059</b> | <b>\$15,471</b> |

## M&T Peer Group

Citizens Financial Group, Inc.

Comerica Incorporated

Fifth Third Bancorp

First Horizon National Corporation

Huntington Bancshares Incorporated

KeyCorp

M&T Bank Corporation

PNC Financial Services Group, Inc.

Regions Financial Corporation

Truist Financial Corporation

U.S. Bancorp

Zions Bancorporation, NA