

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
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1. Name and Address of Reporting Person* <u>HICKEY BRIAN E</u> (Last) (First) (Middle) 255 EAST AVENUE (Street) ROCHESTER NY 14604-2624 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>M&T BANK CORP [MTB]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Executive Vice President</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>01/18/2005</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	01/18/2005		M		3,620	A	\$42	34,678	D	
Common Stock	01/18/2005		M		26,540	A	\$44.2063	61,218	D	
Common Stock	01/18/2005		M		9,840	A	\$49.5	71,058	D	
Common Stock	01/18/2005		S		17,000	D	\$101.2	54,058	D	
Common Stock	01/18/2005		S		100	D	\$101.22	53,958	D	
Common Stock	01/18/2005		S		200	D	\$101.26	53,758	D	
Common Stock	01/18/2005		S		900	D	\$101.27	52,858	D	
Common Stock	01/18/2005		S		100	D	\$101.28	52,758	D	
Common Stock	01/18/2005		S		6,600	D	\$101.3	46,158	D	
Common Stock	01/18/2005		S		1,700	D	\$101.31	44,458	D	
Common Stock	01/18/2005		S		100	D	\$101.32	44,358	D	
Common Stock	01/18/2005		S		900	D	\$101.33	43,458	D	
Common Stock	01/18/2005		S		100	D	\$101.34	43,358	D	
Common Stock	01/18/2005		S		100	D	\$101.35	43,258	D	
Common Stock	01/18/2005		S		100	D	\$101.36	43,158	D	
Common Stock	01/18/2005		S		400	D	\$101.42	42,758	D	
Common Stock	01/18/2005		S		2,600	D	\$101.43	40,158	D	
Common Stock	01/18/2005		S		1,100	D	\$101.44	39,058	D	
Common Stock	01/18/2005		S		2,700	D	\$101.45	36,358	D	
Common Stock	01/18/2005		S		300	D	\$101.46	36,058	D	
Common Stock	01/18/2005		S		1,400	D	\$101.47	34,658	D	
Common Stock	01/18/2005		S		700	D	\$101.48	33,958	D	
Common Stock	01/18/2005		S		100	D	\$101.49	33,858	D	
Common Stock	01/18/2005		S		300	D	\$101.5	33,558	D	
Common Stock	01/18/2005		S		300	D	\$101.51	33,258	D	
Common Stock	01/18/2005		S		2,200	D	\$101.52	31,058	D	
Common Stock								993	I	By Daughter ⁽¹⁾

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Deemed Execution Date, if any (Month/Day/Year)	5. Transaction Code (Instr. 8)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Option (right to buy)	\$42	01/18/2005		M	(2) 01/18/2010	Common Stock 3,620	(3)	0	D	
Option (right to buy)	\$44.2063	01/18/2005		M	(2) 01/20/2008	Common Stock 26,540	(3)	0	D	
Option (right to buy)	\$49.5	01/18/2005		M	(2) 01/19/2009	Common Stock 9,840	(3)	18,140	D	

Explanation of Responses:

- These shares are owned by the daughter of the reporting person under the Uniform Transfers to Minors Act for which the reporting person is custodian.
- Currently exercisable.
- The option was granted under an employee stock option plan maintained by M&T Bank Corporation, and therefore the reporting person paid no price for the option.

Remarks:

By: Brian R. Yoshida, Esq. 01/20/2005
 (Attorney-In-Fact)

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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