## M\&TBank Corporation

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## M\&T BANK CORPORATION ANNOUNCES 2013 FOURTH QUARTER AND FULL-YEAR PROFITS

BUFFALO, NEW YORK -- M\&T Bank Corporation ("M\&T") (NYSE: MTB) today reported its results of operations for 2013.

GAAP Results of Operations. Diluted earnings per common share measured in accordance with generally accepted accounting principles ("GAAP") for the fourth quarter of 2013 were $\$ 1.74$, compared with $\$ 2.16$ in the year-earlier quarter and $\$ 2.11$ in the third quarter of 2013. GAAP-basis net income in the recent quarter totaled $\$ 246$ million, compared with $\$ 296$ million and $\$ 294$ million in the fourth quarter of 2012 and the third quarter of 2013, respectively. Expressed as an annualized rate of return on average assets and average common shareholders' equity, GAAP-basis net income for the recent quarter was 1.14\% and $8.93 \%$, respectively, compared with $1.45 \%$ and $12.10 \%$, respectively, in the year-earlier quarter and $1.39 \%$ and $11.06 \%$, respectively, in the third quarter of 2013.

For the full year of 2013, diluted earnings per common share were $\$ 8.38$, up $11 \%$ from $\$ 7.54$ for 2012 . Net income rose to $\$ 1.16$ billion in 2013 from $\$ 1.03$ billion in 2012. Expressed as a rate of return on average assets and average common shareholders' equity, net income in 2013 was $1.39 \%$ and $11.18 \%$, respectively, compared with $1.29 \%$ and $10.96 \%$, respectively, in 2012.
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Reflecting on M\&T's performance in 2013, René F. Jones, Executive Vice President and Chief Financial Officer, commented, "While expenses were elevated by investments in our infrastructure during 2013, M\&T achieved a net operating return on average tangible common shareholders' equity of 18.17\% for the full year. Our core capital position strengthened, as the Tier 1 common ratio grew to $9.25 \%$ at the 2013 year-end, up 17 basis points from September 30 and 168 basis points higher than at December 31, 2012. We are also pleased with the continued improvement in credit quality. M\&T's liquidity and risk profile was enhanced during the year through several actions, including replacing less liquid investment securities with Ginnie Mae securities and the securitization of loans held in the loan portfolio. During the final two quarters of 2013 we invested heavily in several key areas, including risk management, capital planning and stress testing, regulatory compliance, and other operational and technology initiatives. Those investments will better position M\&T for the future."

Supplemental Reporting of Non-GAAP Results of Operations. 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 intangible and other intangible asset balances, net of applicable deferred tax amounts) and expenses and gains associated with merging acquired operations into M\&T, since such amounts 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. Reconciliations of GAAP to non-GAAP measures are provided in the financial tables included herein.

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Diluted net operating earnings per common share, which exclude the impact of amortization of core deposit and other intangible assets and merger-related gains and expenses, were $\$ 1.79$ in the recent quarter, compared with $\$ 2.23$ in the year-earlier period and $\$ 2.16$ in the third quarter of 2013. Net operating income for the fourth quarter of 2013 was $\$ 252$ million, compared with $\$ 305$ million and $\$ 301$ million in the final quarter of 2012 and the third quarter of 2013, respectively. For the three months ended December 31, 2013, net operating income expressed as an annualized rate of return on average tangible assets and average tangible common shareholders' equity was 1.22\% and 14.12\%, respectively, compared with $1.56 \%$ and $20.46 \%$ in the corresponding 2012 period and $1.48 \%$ and $17.64 \%$, respectively, in the third quarter of 2013.

For the year ended December 31, 2013, diluted net operating earnings per common share increased 10\% to $\$ 8.66$ from $\$ 7.88$ in 2012. Net operating income for 2013 and 2012 totaled $\$ 1.20$ billion and $\$ 1.07$ billion, respectively. Net operating income in 2013 expressed as a rate of return on average tangible assets and average tangible common shareholders' equity was $1.50 \%$ and 18.17\%, respectively, compared with $1.40 \%$ and $19.42 \%$, respectively, in 2012.

Taxable-equivalent Net Interest Income. Taxable-equivalent net interest income aggregated $\$ 673$ million in the fourth quarter of 2013, compared with $\$ 679$ million in the immediately preceding quarter. That decline resulted from a five basis point narrowing of the net interest margin to $3.56 \%$ in the recent quarter from 3.61\% in 2013's third quarter, partially offset by an increase in average earning assets. Taxable-equivalent net interest income in the recent quarter was little changed from the $\$ 674$ million earned in the fourth quarter of 2012. For the

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year ended December 31, 2013, net interest income on a taxableequivalent basis rose $3 \%$ to $\$ 2.70$ billion from $\$ 2.62$ billion in 2012 as a result of a $\$ 3.7$ billion or $5 \%$ increase in average earning assets, partially offset by an eight basis point narrowing of the net interest margin to 3.65\% in 2013 from 3.73\% in 2012.

Provision for Credit Losses/Asset Quality. The provision for credit losses was $\$ 42$ million during the fourth quarter of 2013, down from $\$ 49$ million in the year-earlier quarter and $\$ 48$ million in the third quarter of 2013. The provision was equal to net charge-offs in the third and fourth quarters of 2013, and exceeded net charge-offs by $\$ 5$ million in the fourth quarter of 2012. Expressed as an annualized percentage of average loans outstanding, net charge-offs were . $26 \%$ and $.27 \%$ in the final quarter of 2013 and 2012, respectively, and .29\% in 2013's third quarter. The provision for credit losses declined 9\% to \$185 million for the year ended December 31, 2013 from $\$ 204$ milion in 2012. Net loan charge-offs for 2013 totaled $\$ 183$ million, or .28\% of average loans outstanding, improved from $\$ 186$ million, or . $30 \%$ of average loans in 2012.

Loans classified as nonaccrual declined to $\$ 871$ million, or $1.36 \%$ of total loans at December 31, 2013, from $\$ 1.01$ billion or $1.52 \%$ y year earlier and $\$ 916$ million or $1.44 \%$ at September 30, 2013. Assets taken in foreclosure of defaulted loans were $\$ 67$ million at December 31, 2013, down from $\$ 104$ million and $\$ 89$ million at December 31, 2012 and September 30, 2013, respectively.

Allowance for Credit Losses. M\&T regularly performs detailed analyses of individual borrowers and portfolios for purposes of assessing the adequacy of the allowance for credit losses. As a result of those analyses, the allowance totaled $\$ 917$ million at -more-

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December 31, 2013, compared with $\$ 926$ million a year earlier and $\$ 916$ million at September 30, 2013. The allowance expressed as a percentage of outstanding loans was $1.43 \%$ at the recent quarter-end, compared with 1.39\% at December 31, 2012 and 1.44\% at September 30, 2013.

Noninterest Income and Expense. Noninterest income aggregated $\$ 446$ million in the recently completed quarter, compared with $\$ 453$ million and $\$ 477$ million in the final quarter of 2012 and the third quarter of 2013, respectively. Reflected in noninterest income in the third quarter of 2013 were gains from loan securitization activities of $\$ 56$ million. Net losses from investment securities of $\$ 14$ million were reflected in noninterest income in the fourth quarter of 2012, due to other-than-temporary impairment charges. There were no similar gains or losses in 2013's final quarter.

Excluding gains from securitization activities and losses from investment securities, noninterest income was $\$ 446$ million in the recent quarter, compared with $\$ 468$ million in the year-earlier quarter and $\$ 421$ million in the third quarter of 2013. As compared with the immediately preceding quarter, the recent quarter's improvement resulted largely from higher mortgage banking revenues, primarily related to increased servicing activities. The decline in noninterest income as compared with the final 2012 quarter was predominantly due to lower mortgage banking revenues, partially offset by higher trust income.

Noninterest income aggregated $\$ 1.87$ billion and $\$ 1.67$ billion during the years ended December 31, 2013 and 2012, respectively. That rise was primarily the result of net gains on investment securities and gains on securitization activities, which aggregated $\$ 110$ million in 2013, compared with net losses on

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investment securities of $\$ 48$ million in 2012, supplemented by higher trust income in 2013.

Noninterest expense in the fourth quarter of 2013 totaled $\$ 703$ million, up from $\$ 626$ million in the year-earlier quarter and $\$ 659$ million in 2013's third quarter. Included in such amounts are expenses considered to be nonoperating in nature consisting of amortization of core deposit and other intangible assets. Exclusive of those expenses, noninterest operating expenses were $\$ 693$ million in the recent quarter, up from $\$ 612$ million and $\$ 648$ million in the fourth quarter of 2012 and the third quarter of 2013, respectively. The higher noninterest operating expenses in the recent quarter reflect increased costs for professional services largely associated with investments in M\&T's infrastructure related to BSA/AML compliance, capital planning and stress testing, risk management, and operational and technology initiatives. Those increases amounted to approximately $\$ 40$ million when compared to the immediately preceding quarter and $\$ 50$ million in comparison to the fourth quarter of 2012. The higher level of expenses in the recent quarter as compared with the year-earlier quarter also reflects salaries associated with M\&T's expanded residential mortgage loan sub-servicing activities.

For the year ended December 31, 2013, noninterest expense aggregated $\$ 2.60$ billion, compared with $\$ 2.51$ billion in the previous year. Noninterest operating expenses were \$2.54 billion in 2013 and $\$ 2.44$ billion in 2012. That increase was largely attributable to higher costs for professional services and salaries, partially offset by lower FDIC assessments.

The efficiency ratio, or noninterest operating expenses divided by the sum of taxable-equivalent net interest income and

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noninterest income (exclusive of gains and losses from bank investment securities), measures the relationship of operating expenses to revenues. M\&T's efficiency ratio was 61.9\% in the recent quarter, compared with $53.6 \%$ in the year-earlier quarter and $56.0 \%$ in the third quarter of 2013. The efficiency ratio for the full year of 2013 was unchanged from 2012 at 56.2\%.

Balance Sheet. M\&T had total assets of $\$ 85.1$ billion at December 31, 2013, up from $\$ 83.0$ billion a year earlier. Loans and leases, net of unearned discount, totaled $\$ 64.1$ billion at the 2013 year-end, compared with $\$ 66.6$ billion at December 31, 2012. After considering the impact of the loan securitization transactions during 2013 and a $\$ 919$ million decline in loans held for sale, M\&T experienced growth in its loan portfolio from December 31, 2012 to the 2013 year-end. Total deposits were $\$ 67.1$ billion at the recent year-end, $\$ 1.5$ billion higher than $\$ 65.6$ billion at December 31, 2012.

Total shareholders' equity rose $\$ 1.1$ billion or $11 \%$ to $\$ 11.3$ billion at December 31, 2013 from $\$ 10.2$ billion a year earlier, representing 13.31\% and $12.29 \%$, respectively, of total assets. Common shareholders' equity was $\$ 10.4$ billion, or $\$ 80.00$ per share, at December 31, 2013, compared with $\$ 9.3$ billion, or $\$ 72.73$ per share, at December 31, 2012. Tangible equity per common share rose $18 \%$ to $\$ 52.64$ at December 31, 2013 from $\$ 44.61$ a year earlier. Common shareholders' equity per share and tangible equity per share were $\$ 77.81$ and $\$ 50.32$, respectively, at September 30, 2013. In the calculation of tangible equity per common share, common shareholders' equity is reduced by the carrying values of goodwill and core deposit and other intangible assets, net of applicable deferred tax balances. M\&T's tangible common equity to tangible assets ratio

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was 8.42\% at December 31, 2013, compared with 7.20\% and 8.11\% at December 31, 2012 and September 30, 2013, respectively. M\&T's estimated Tier 1 common ratio, a regulatory capital measure, rose to 9.25\% at December 31, 2013 from 7.57\% and 9.08\% at December 31, 2012 and September 30, 2013, respectively. M\&T estimates that the ratio of Common Equity Tier 1 to riskweighted assets under the new capital rules approved in July 2013 on a fully phased-in basis was approximately 9.01\% as of December 31, 2013.

Conference Call. Investors will have an opportunity to listen to M\&T's conference call to discuss fourth quarter and full-year financial results today at 10:30 a.m. Eastern Time. Those wishing to participate in the call may dial (877)780-2276. International participants, using any applicable international calling codes, may dial (973)582-2700. Callers should reference M\&T Bank Corporation or the conference ID \#31841565. The conference call will be webcast live on M\&T's website at http://ir.mandtbank.com/events.cfm. A replay of the call will be available until January 20, 2014 by calling (800)585-8367, or (404)537-3406 for international participants, and by making reference to ID \#31841565. The event will also be archived and available by 7:00 p.m. today on M\&T's website at http://ir.mandtbank.com/events.cfm.

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, Pennsylvania, Maryland, Virginia, West Virginia, Delaware and the District of Columbia. Trustrelated services are provided by M\&T's Wilmington Trustaffiliated companies and by M\&T Bank.

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Forward-Looking Statements. This news release contains forwardlooking statements that are based on current expectations, estimates and projections about M\&T's business, management's beliefs and assumptions made by management. 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.

Future Factors include 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 affecting the financial services industry as a whole, and M\&T and its subsidiaries individually or collectively, including tax legislation; regulatory supervision and oversight, including monetary policy and capital requirements; changes in accounting policies or procedures as may be required by the Financial Accounting Standards Board or other regulatory agencies; increasing price and product/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/services; containing costs and expenses; governmental and public policy changes; protection and validity of intellectual property rights; reliance on large customers; technological, implementation and cost/financial risks in large, multi-year contracts; the outcome -more-

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of pending and future litigation and governmental proceedings, including tax-related examinations and other matters; 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.

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.

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Financial Highlights
Amounts in thousands,
except per share

|  | Three months ended December 31 |  | Change | Year ended December 31 |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | 2013 | 2012 |  |  | 2013 | 2012 | Change |
| \$ | 245,722 | 296,193 | -17\% | \$ | 1,162,780 | 1,029,498 | 13 \% |
|  | 227,449 | 276,605 | -18\% |  | 1,086,481 | 953,429 | 14 \% |
| \$ | 1.76 | 2.18 | -19\% | \$ | 8.44 | 7.57 | 11 \% |
|  | 1.74 | 2.16 | -19\% |  | 8.38 | 7.54 | 11 \% |
| \$ | . 70 | . 70 | - | \$ | 2.80 | 2.80 | - |
|  | 130,464 | 127,800 | 2 \% |  | 129,603 | 126,405 | $3 \%$ |
|  | 130,564 | 128,234 | 2 \% |  | 130,564 | 128,234 | 2 \% |
|  | 1.14 \% | 1.45 \% |  |  | 1.39 \% | 1.29 \% |  |
|  | 8.93 \% | 12.10 \% |  |  | 11.18 \% | 10.96 \% |  |
| \$ | 672,683 | 673,929 | - | \$ | 2,698,200 | 2,624,907 | $3 \%$ |
|  | 3.92 \% | 4.17 \% |  |  | 4.03 \% | 4.22 \% |  |
|  | . 56 \% | . 67 \% |  |  | . 60 \% | . 74 \% |  |
|  | 3.36 \% | 3.50 \% |  |  | 3.43 \% | 3.48 \% |  |
|  | . 20 \% | . 24 \% |  |  | . 22 \% | . 25 \% |  |
|  | 3.56 \% | 3.74 \% |  |  | 3.65 \% | 3.73 \% |  |
|  | . 26 \% | . 27 \% |  |  | . 28 \% | . 30 \% |  |
| \$ | 252,097 | 304,657 | -17\% | \$ | 1,198,935 | 1,072,510 | 12 \% |
|  | 1.79 | 2.23 | -20\% |  | 8.66 | 7.88 | $10 \%$ |
|  | 1.22 \% | 1.56 \% |  |  | 1.50 \% | 1.40 \% |  |
|  | 14.12 \% | 20.46 \% |  |  | 18.17\% | 19.42 \% |  |
|  | 61.90 \% | 53.63 \% |  |  | 56.16 \% | 56.19 \% |  |


| Net operating income ............................................ | \$ | 252,097 | 304,657 | -17\% | \$ | 1,198,935 | 1,072,510 | 12 \% |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Diluted net operating earnings per common share......... |  | 1.79 | 2.23 | -20\% |  | 8.66 | 7.88 | $10 \%$ |
| Return on (annualized): |  |  |  |  |  |  |  |  |
| Average tangible assets....................................... |  | 1.22 \% | 1.56 \% |  |  | 1.50 \% | 1.40 \% |  |
| Average tangible common equity............................ |  | 14.12 \% | 20.46 \% |  |  | 18.17 \% | 19.42 \% |  |
| Efficiency ratio................................................. |  | 61.90 \% | 53.63 \% |  |  | 56.16 \% | 56.19 \% |  |


| Loan quality | At December 31 |  |  | Change |
| :---: | :---: | :---: | :---: | :---: |
|  |  | 2013 | 2012 |  |
| Nonaccrual loans. | \$ | 871,280 | 1,013,176 | -14\% |
| Real estate and other foreclosed assets.. |  | 66,875 | 104,279 | -36\% |
| Total nonperforming assets.................................. | \$ | 938,155 | 1,117,455 | -16\% |
| Accruing loans past due 90 days or more (4). | \$ | 368,510 | 358,397 | $3 \%$ |
| Government guaranteed loans included in totals above: |  |  |  |  |
| Nonaccrual loans................................. | \$ | 63,647 | 57,420 | 11 \% |
| Accruing loans past due 90 days or more................ |  | 297,918 | 316,403 | -6\% |
| Renegotiated loans............................................ | \$ | 257,092 | 271,971 | -5\% |
| Acquired accruing loans past due 90 days or more (5)... | \$ | 129,782 | 166,554 | -22 \% |
| Purchased impaired loans (6): |  |  |  |  |
| Outstanding customer balance............................ | \$ | 579,975 | 828,571 | -30\% |
| Carrying amount............................................... |  | 330,792 | 447,114 | -26\% |
| Nonaccrual loans to total net loans.......................... |  | 1.36 \% | 1.52 \% |  |
| Allowance for credit losses to total loans................... |  | 1.43 \% | 1.39 \% |  |

## (1) Includes common stock equivalents

(2) Includes common stock issuable under deferred compensation plans.
(3) Excludes amortization and balances related to goodwill and core deposit and other intangible assets and merger-related gains and expenses which, except in the calculation of the efficiency ratio, are net of applicable income tax effects. Reconciliations of net income with net operating income appear on page 18.
(4) Excludes acquired loans.
(5) Acquired loans that were recorded at fair value at acquisition date. This category does not include purchased impaired loans that are presented separately.
(6) Accruing loans that were impaired at acquisition date and recorded at fair value.

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| Financial Highlights, Five Quarter Trend $\quad$ Three months ended |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Amounts in thousands, except per share |  | $\begin{aligned} & \text { cember 31, } \\ & 2013 \\ & \hline \end{aligned}$ | September 30, 2013 | June 30, 2013 | $\begin{gathered} \hline \text { March 31, } \\ 2013 \\ \hline \end{gathered}$ | $\begin{gathered} \hline \text { December 31, } \\ 2012 \\ \hline \end{gathered}$ |
| Performance |  |  |  |  |  |  |
| Net income.................................................... | \$ | 245,722 | 294,479 | 348,466 | 274,113 | 296,193 |
| Net income available to common shareholders........... |  | 227,449 | 275,356 | 328,557 | 255,096 | 276,605 |
| Per common share: |  |  |  |  |  |  |
| Basic earnings. | \$ | 1.76 | 2.13 | 2.56 | 2.00 | 2.18 |
| Diluted earnings.................................................. |  | 1.74 | 2.11 | 2.55 | 1.98 | 2.16 |
| Cash dividends.. | \$ | . 70 | . 70 | . 70 | . 70 | . 70 |
| Common shares outstanding: |  |  |  |  |  |  |
| Average - diluted (1).......................................... |  | 130,464 | 130,265 | 129,017 | 128,636 | 127,800 |
| Period end (2)................................................. |  | 130,564 | 130,241 | 129,464 | 128,999 | 128,234 |
| Return on (annualized): |  |  |  |  |  |  |
| Average total assets |  | 1.14 \% | 1.39 \% | 1.68 \% | 1.36 \% | 1.45 \% |
| Average common shareholders' equity ................... |  | 8.93 \% | 11.06 \% | 13.78 \% | 11.10 \% | 12.10 \% |
| Taxable-equivalent net interest income.................... | \$ | 672,683 | 679,213 | 683,804 | 662,500 | 673,929 |
| Yield on average earning assets............................. |  | 3.92 \% | 3.98 \% | 4.10 \% | 4.13 \% | 4.17 \% |
| Cost of interest-bearing liabilities.............................. |  | . 56 \% | . 58 \% | . 62 \% | . 64 \% | . 67 \% |
| Net interest spread............................................... |  | 3.36 \% | 3.40 \% | 3.48 \% | 3.49 \% | 3.50 \% |
| Contribution of interest-free funds............................. |  | . 20 \% | . 21 \% | . 23 \% | . 22 \% | . 24 \% |
| Net interest margin ............................................. |  | 3.56 \% | 3.61 \% | 3.71 \% | 3.71 \% | 3.74 \% |
| Net charge-offs to average total |  |  |  |  |  |  |

Net operating results (3)

| Net operating income ........................................... | \$ | 252,097 | 300,968 | 360,734 | 285,136 | 304,657 |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Diluted net operating earnings per common share........ |  | 1.79 | 2.16 | 2.65 | 2.06 | 2.23 |
| Return on (annualized): |  |  |  |  |  |  |
| Average tangible assets....................................... |  | 1.22 \% | 1.48 \% | 1.81 \% | 1.48 \% | 1.56 \% |
| Average tangible common equity............................ |  | 14.12 \% | 17.64 \% | 22.72 \% | 18.71 \% | 20.46 \% |
| Efficiency ratio................................................. |  | 61.90 \% | 56.03 \% | 50.92 \% | 55.88 \% | 53.63 \% |


| Loan quality | $\begin{gathered} \text { December 31, } \\ 2013 \\ \hline \end{gathered}$ |  | $\begin{gathered} \text { September 30, } \\ 2013 \\ \hline \end{gathered}$ | $\begin{gathered} \text { June 30, } \\ 2013 \\ \hline \end{gathered}$ | $\begin{gathered} \text { March 31, } \\ 2013 \\ \hline \end{gathered}$ | $\begin{gathered} \text { December 31, } \\ 2012 \end{gathered}$ |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Nonaccrual loans. | \$ | 871,280 | 915,871 | 964,906 | 1,052,794 | 1,013,176 |
| Real estate and other foreclosed assets. |  | 66,875 | 89,203 | 82,088 | 95,680 | 104,279 |
| Total nonperforming assets................................. | \$ | 938,155 | 1,005,074 | 1,046,994 | 1,148,474 | 1,117,455 |
| Accruing loans past due 90 days or more (4)............. | \$ | 368,510 | 339,792 | 340,467 | 331,283 | 358,397 |
| Government guaranteed loans included in totals above: |  |  |  |  |  |  |
| Nonaccrual loans.. | \$ | 63,647 | 68,519 | 69,508 | 63,385 | 57,420 |
| Accruing loans past due 90 days or more................ |  | 297,918 | 320,732 | 315,281 | 311,579 | 316,403 |
| Renegotiated loans........................................... | \$ | 257,092 | 259,301 | 263,351 | 272,285 | 271,971 |
| Acquired accruing loans past due 90 days or more (5)... | \$ | 129,782 | 153,585 | 155,686 | 157,068 | 166,554 |
| Purchased impaired loans (6): |  |  |  |  |  |  |
| Outstanding customer balance.. | \$ | 579,975 | 648,118 | 725,196 | 790,048 | 828,571 |
| Carrying amount. |  | 330,792 | 357,337 | 394,697 | 425,232 | 447,114 |
| Nonaccrual loans to total net loans.......................... |  | 1.36 \% | 1.44 \% | 1.46 \% | 1.60 \% | 1.52 \% |
| Allowance for credit losses to total loans.................. |  | 1.43 \% | 1.44 \% | 1.41 \% | 1.41 \% | 1.39 \% |

(1) Includes common stock equivalents.
(2) Includes common stock issuable under deferred compensation plans.
(3) Excludes amortization and balances related to goodwill and core deposit and other intangible assets and merger-related gains and expenses which, except in the calculation of the efficiency ratio, are net of applicable income tax effects. Reconciliations of net income with net operating income appear on page 19.
(4) Excludes acquired loans.
(5) Acquired loans that were recorded at fair value at acquisition date. This category does not include purchased impaired loans that are presented separately.
(6) Accruing loans that were impaired at acquisition date and recorded at fair value.

M\&T BANK CORPORATION
Condensed Consolidated Statement of Income

| Dollars in thousands | Three months ended December 31 |  |  | Change | Year ended December 31 |  |  | Change |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  | 2013 | 2012 |  |  | 2013 | 2012 |  |
| Interest income.. | \$ | 734,466 | 745,353 | -1 \% | \$ | 2,957,334 | 2,941,685 | 1 \% |
| Interest expense. |  | 67,982 | 77,931 | -13 |  | 284,105 | 343,169 | -17 |
| Net interest income. |  | 666,484 | 667,422 | - |  | 2,673,229 | 2,598,516 | 3 |
| Provision for credit losses............................................ |  | 42,000 | 49,000 | -14 |  | 185,000 | 204,000 | -9 |
| Net interest income after provision for credit losses. |  | 624,484 | 618,422 | 1 |  | 2,488,229 | 2,394,516 | 4 |
| Other income |  |  |  |  |  |  |  |  |
| Mortgage banking revenues.. |  | 82,169 | 116,546 | -29 |  | 331,265 | 349,064 | -5 |
| Service charges on deposit accounts............................. |  | 110,436 | 112,364 | -2 |  | 446,941 | 446,698 | - |
| Trust income |  | 125,876 | 116,915 | 8 |  | 496,008 | 471,852 | 5 |
| Brokerage services income. |  | 15,807 | 14,872 | 6 |  | 65,647 | 59,059 | 11 |
| Trading account and foreign exchange gains................... |  | 13,690 | 10,356 | 32 |  | 40,828 | 35,634 | 15 |
| Gain on bank investment securities. |  | - | - | - |  | 56,457 | 9 | - |
| Other-than-temporary impairment losses recognized in earnings. |  | - | $(14,491)$ | - |  | $(9,800)$ | $(47,822)$ | - |
| Equity in earnings of Bayview Lending Group LLC............. |  | $(6,136)$ | $(4,941)$ | - |  | $(16,126)$ | $(21,511)$ | - |
| Other revenues from operations..................................... |  | 104,404 | 101,543 | 3 |  | 453,985 | 374,287 | 21 |
| Total other income.. |  | 446,246 | 453,164 | -2 |  | 1,865,205 | 1,667,270 | 12 |
| Other expense |  |  |  |  |  |  |  |  |
| Salaries and employee benefits..................................... |  | 336,159 | 323,010 | 4 |  | 1,355,178 | 1,314,540 | 3 |
| Equipment and net occupancy...................................... |  | 68,670 | 62,884 | 9 |  | 264,327 | 257,551 | 3 |
| Printing, postage and supplies... |  | 8,808 | 10,417 | -15 |  | 39,557 | 41,929 | -6 |
| Amortization of core deposit and other intangible assets. |  | 10,439 | 13,865 | -25 |  | 46,912 | 60,631 | -23 |
| FDIC assessments.................................................. |  | 17,574 | 23,398 | -25 |  | 69,584 | 101,110 | -31 |
| Other costs of operations ............................................. |  | 261,422 | 192,572 | 36 |  | 820,327 | 733,499 | 12 |
| Total other expense............................................. |  | 703,072 | 626,146 | 12 |  | 2,595,885 | 2,509,260 | 3 |
| Income before income taxes............................................ |  | 367,658 | 445,440 | -17 |  | 1,757,549 | 1,552,526 | 13 |
| Applicable income taxes.................................................. |  | 121,936 | 149,247 | -18 |  | 594,769 | 523,028 | 14 |
| Net income.................................................................... | \$ | 245,722 | 296,193 | -17\% | \$ | 1,162,780 | 1,029,498 | 13 \% |

## M\&T BANK CORPORATION

Condensed Consolidated Statement of Income, Five Quarter Trend

| Dollars in thousands | Three months ended |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  | $\begin{aligned} & \text { cember 31, } \\ & 2013 \end{aligned}$ | $\begin{gathered} \hline \text { September 30, } \\ 2013 \\ \hline \end{gathered}$ | $\begin{gathered} \text { June 30, } \\ 2013 \\ \hline \end{gathered}$ | $\begin{gathered} \text { March 31, } \\ 2013 \\ \hline \end{gathered}$ | $\begin{gathered} \hline \text { December 31, } \\ 2012 \\ \hline \end{gathered}$ |
| Interest income. | \$ | 734,466 | 742,686 | 750,207 | 729,975 | 745,353 |
| Interest expense....................................................... |  | 67,982 | 69,578 | 72,620 | 73,925 | 77,931 |
| Net interest income.................................................. |  | 666,484 | 673,108 | 677,587 | 656,050 | 667,422 |
| Provision for credit losses........................................... |  | 42,000 | 48,000 | 57,000 | 38,000 | 49,000 |
| Net interest income after provision for credit losses $\qquad$ |  | 624,484 | 625,108 | 620,587 | 618,050 | 618,422 |
| Other income |  |  |  |  |  |  |
| Mortgage banking revenues.. |  | 82,169 | 64,731 | 91,262 | 93,103 | 116,546 |
| Service charges on deposit accounts............................ |  | 110,436 | 113,839 | 111,717 | 110,949 | 112,364 |
| Trust income |  | 125,876 | 123,801 | 124,728 | 121,603 | 116,915 |
| Brokerage services income....................................... |  | 15,807 | 16,871 | 17,258 | 15,711 | 14,872 |
| Trading account and foreign exchange gains.................. |  | 13,690 | 8,987 | 9,224 | 8,927 | 10,356 |
| Gain on bank investment securities............................. |  | - | - | 56,457 | - | - |
| Other-than-temporary impairment losses recognized in earnings. |  | - | - | - | $(9,800)$ | $(14,491)$ |
| Equity in earnings of Bayview Lending Group LLC............ |  | $(6,136)$ | $(3,881)$ | $(2,453)$ | $(3,656)$ | $(4,941)$ |
| Other revenues from operations................................... |  | 104,404 | 153,040 | 100,496 | 96,045 | 101,543 |
| Total other income............................................. |  | 446,246 | 477,388 | 508,689 | 432,882 | 453,164 |
| Other expense |  |  |  |  |  |  |
| Salaries and employee benefits. |  | 336,159 | 339,332 | 323,136 | 356,551 | 323,010 |
| Equipment and net occupancy.. |  | 68,670 | 66,220 | 64,278 | 65,159 | 62,884 |
| Printing, postage and supplies.. |  | 8,808 | 9,752 | 10,298 | 10,699 | 10,417 |
| Amortization of core deposit and other intangible assets. |  | 10,439 | 10,628 | 12,502 | 13,343 | 13,865 |
| FDIC assessments. |  | 17,574 | 14,877 | 17,695 | 19,438 | 23,398 |
| Other costs of operations ........................................... |  | 261,422 | 217,817 | 170,682 | 170,406 | 192,572 |
| Total other expense....................................... |  | 703,072 | 658,626 | 598,591 | 635,596 | 626,146 |
| Income before income taxes............................................ |  | 367,658 | 443,870 | 530,685 | 415,336 | 445,440 |
| Applicable income taxes............................................... |  | 121,936 | 149,391 | 182,219 | 141,223 | 149,247 |
| Net income.................................................................. | \$ | 245,722 | 294,479 | 348,466 | 274,113 | 296,193 |

## M\&T BANK CORPORATION

Condensed Consolidated Balance Sheet

| Dollars in thousands | December 31 |  |  | Change |
| :---: | :---: | :---: | :---: | :---: |
|  |  | 2013 | 2012 |  |
| ASSETS |  |  |  |  |
| Cash and due from banks......................................... | \$ | 1,573,361 | 1,983,615 | -21 \% |
| Interest-bearing deposits at banks.............................. |  | 1,651,138 | 129,945 | - |
| Federal funds sold and agreements to resell securities. |  | 99,573 | 3,000 | - |
| Trading account assets.......................................... |  | 376,131 | 488,966 | -23 |
| Investment securities.. |  | 8,796,497 | 6,074,361 | 45 |
| Loans and leases: |  |  |  |  |
| Commercial, financial, etc. |  | 18,705,216 | 17,776,953 | 5 |
| Real estate - commercial. |  | 26,148,208 | 25,993,790 | 1 |
| Real estate - consumer. |  | 8,928,221 | 11,240,837 | -21 |
| Consumer. |  | 10,291,514 | 11,559,377 | -11 |
| Total loans and leases, net of unearned discount...... |  | 64,073,159 | 66,570,957 | -4 |
| Less: allowance for credit losses......................... |  | 916,676 | 925,860 | -1 |
| Net loans and leases................................................ |  | 63,156,483 | 65,645,097 | -4 |
| Goodwill. |  | 3,524,625 | 3,524,625 | - |
| Core deposit and other intangible assets................... |  | 68,851 | 115,763 | -41 |
| Other assets........................................................... |  | 5,900,032 | 5,043,431 | 17 |
| Total assets................................................................. | \$ | 85,146,691 | 83,008,803 | 3 \% |

LIABILITIES AND SHAREHOLDERS' EQUITY

| Noninterest-bearing deposits.................................. | \$ | 24,661,007 | 24,240,802 | 2 \% |
| :---: | :---: | :---: | :---: | :---: |
| Interest-bearing deposits.......................................... |  | 42,134,859 | 40,325,932 | 4 |
| Deposits at Cayman Islands office.............................. |  | 322,746 | 1,044,519 | -69 |
| Total deposits.................................................. |  | 67,118,612 | 65,611,253 | 2 |
| Short-term borrowings.............................................. |  | 260,455 | 1,074,482 | -76 |
| Accrued interest and other liabilities............................. |  | 1,328,922 | 1,512,717 | -12 |
| Long-term borrowings.............................................. |  | 5,108,870 | 4,607,758 | 11 |
| Total liabilities. |  | 73,816,859 | 72,806,210 | 1 |
| Shareholders' equity: |  |  |  |  |
| Preferred. |  | 881,500 | 872,500 | 1 |
| Common (1) |  | 10,448,332 | 9,330,093 | 12 |
| Total shareholders' equity................................. |  | 11,329,832 | 10,202,593 | 11 |
| Total liabilities and shareholders' equity...................... | \$ | 85,146,691 | 83,008,803 | 3 \% |

[^0]16-16-16-16-16
M\&T BANK CORPORATION
Condensed Consolidated Balance Sheet, Five Quarter Trend

| Dollars in thousands | $\begin{gathered} \text { December 31, } \\ 2013 \\ \hline \end{gathered}$ |  | September 30, 2013 | $\begin{gathered} \text { June 30, } \\ 2013 \\ \hline \end{gathered}$ | $\begin{gathered} \text { March 31, } \\ 2013 \\ \hline \end{gathered}$ | $\begin{gathered} \text { December 31, } \\ 2012 \\ \hline \end{gathered}$ |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| ASSETS |  |  |  |  |  |  |
| Cash and due from banks....................................... | \$ | 1,573,361 | 1,941,944 | 1,350,015 | 1,231,091 | 1,983,615 |
| Interest-bearing deposits at banks............................. |  | 1,651,138 | 1,925,811 | 2,555,354 | 1,304,770 | 129,945 |
| Federal funds sold and agreements to resell securities. |  | 99,573 | 117,809 | 124,487 | 594,976 | 3,000 |
| Trading account assets.......................................... |  | 376,131 | 371,370 | 378,235 | 420,144 | 488,966 |
| Investment securities.. |  | 8,796,497 | 8,309,773 | 5,210,526 | 5,660,831 | 6,074,361 |
| Loans and leases: |  |  |  |  |  |  |
| Commercial, financial, etc. |  | 18,705,216 | 17,911,149 | 18,021,812 | 17,469,138 | 17,776,953 |
| Real estate - commercial. |  | 26,148,208 | 26,345,267 | 26,116,394 | 25,944,819 | 25,993,790 |
| Real estate - consumer. |  | 8,928,221 | 9,228,003 | 10,399,749 | 11,094,577 | 11,240,837 |
| Consumer. |  | 10,291,514 | 10,174,623 | 11,433,911 | 11,415,733 | 11,559,377 |
| Total loans and leases, net of unearned discount.... |  | 64,073,159 | 63,659,042 | 65,971,866 | 65,924,267 | 66,570,957 |
| Less: allowance for credit losses.. |  | 916,676 | 916,370 | 927,065 | 927,117 | 925,860 |
| Net loans and leases. |  | 63,156,483 | 62,742,672 | 65,044,801 | 64,997,150 | 65,645,097 |
| Goodwill......................................................... |  | 3,524,625 | 3,524,625 | 3,524,625 | 3,524,625 | 3,524,625 |
| Core deposit and other intangible assets.................. |  | 68,851 | 79,290 | 89,918 | 102,420 | 115,763 |
| Other assets........................................................ |  | 5,900,032 | 5,414,191 | 4,951,044 | 4,975,950 | 5,043,431 |
| Total assets....................................................... | \$ | 85,146,691 | 84,427,485 | 83,229,005 | 82,811,957 | 83,008,803 |

LIABILITIES AND SHAREHOLDERS' EQUITY

| Noninterest-bearing deposits.................................. | \$ | 24,661,007 | 24,150,771 | 24,074,815 | 23,603,971 | 24,240,802 |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Interest-bearing deposits........................................ |  | 42,134,859 | 42,084,860 | 41,302,212 | 41,219,679 | 40,325,932 |
| Deposits at Cayman Islands office............................ |  | 322,746 | 316,510 | 284,443 | 266,076 | 1,044,519 |
| Total deposits.. |  | 67,118,612 | 66,552,141 | 65,661,470 | 65,089,726 | 65,611,253 |
| Short-term borrowings. |  | 260,455 | 246,019 | 307,740 | 374,593 | 1,074,482 |
| Accrued interest and other liabilities.. |  | 1,328,922 | 1,491,797 | 1,421,067 | 1,530,118 | 1,512,717 |
| Long-term borrowings. |  | 5,108,870 | 5,121,326 | 5,122,398 | 5,394,563 | 4,607,758 |
| Total liabilities.. |  | 73,816,859 | 73,411,283 | 72,512,675 | 72,389,000 | 72,806,210 |
| Shareholders' equity: |  |  |  |  |  |  |
| Preferred. |  | 881,500 | 879,010 | 876,796 | 874,627 | 872,500 |
| Common (1) |  | 10,448,332 | 10,137,192 | 9,839,534 | 9,548,330 | 9,330,093 |
| Total shareholders' equity................................ |  | 11,329,832 | 11,016,202 | 10,716,330 | 10,422,957 | 10,202,593 |
| Total liabilities and shareholders' equity.................... | \$ | 85,146,691 | 84,427,485 | 83,229,005 | 82,811,957 | 83,008,803 |
| (1) Reflects accumulated other comprehensive loss, net at September 30, 2013, $\$ 227.8$ million at June 30, |  | able income 6.0 million | $\begin{aligned} & \mathrm{ct} \text {, of } \$ 64.2 \mathrm{~m} \\ & 31,2013 \mathrm{anc} \end{aligned}$ | December <br> 3 million at | $\begin{aligned} & \text {, } \$ 198.1 \text { millil } \\ & \text { er } 31,2012 . \end{aligned}$ |  |

17-17-17-17-17
M\&T BANK CORPORATION
Condensed Consolidated Average Balance Sheet
and Annualized Taxable-equivalent Rates

| Dollars in millions | Three months ended |  |  |  |  |  |  |  |  |  | Change in balance December 31, 2013 from |  | Year ended December 31, |  |  |  |  |  | Change in balance |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | $\begin{gathered} \hline \text { December 31, } \\ 2013 \\ \hline \end{gathered}$ |  |  | $\begin{gathered} \text { December 31, } \\ 2012 \end{gathered}$ |  |  | $\begin{gathered} \text { September 30, } \\ 2013 \end{gathered}$ |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  | $\begin{gathered} \text { December 31, } \\ 2012 \end{gathered}$ | $\begin{gathered} \text { September 30, } \\ 2013 \\ \hline \end{gathered}$ |  |  |  | 2013 |  |  |  | 2012 |  |  |
|  |  | Balance | Rate |  |  |  |  |  |  | Balance | Rate |  | Balance | Rate |  |  | Balance | Rate |  |  | Balance | Rate |
| ASSETS |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Interest-bearing deposits at banks................. | \$ | 2,948 | . 25 | \% | 273 | . 15 | \% | 2,646 | . 25 | \% | 982 \% | 11 \% | \$ | 2,139 | . 24 | \% | 528 | . 23 | \% 305 \% |
| Federal funds sold and agreements |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| to resell securities............................... |  | 115 | . 07 |  | 3 | . 57 |  | 117 | . 08 |  | - | -2 |  | 128 | . 09 |  | 4 | . 55 | - |
| Trading account assets........................... |  | 82 | 1.36 |  | 97 | 1.45 |  | 67 | 1.27 |  | -15 | 23 |  | 78 | 1.91 |  | 96 | 1.45 | -19 |
| Investment securities.................................. |  | 8,354 | 3.32 |  | 6,295 | 3.31 |  | 6,979 | 3.31 |  | 33 | 20 |  | 6,615 | 3.32 |  | 6,969 | 3.44 | -5 |
| Loans and leases, net of unearned discount |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Commercial, financial, etc......................... |  | 18,096 | 3.41 |  | 16,995 | 3.68 |  | 17,798 | 3.50 |  | 6 | 2 |  | 17,736 | 3.54 |  | 16,336 | 3.71 | 9 |
| Real estate - commercial.. |  | 26,231 | 4.48 |  | 25,332 | 4.50 |  | 26,129 | 4.51 |  | 4 | - |  | 26,083 | 4.53 |  | 24,907 | 4.50 | 5 |
| Real estate - consumer. |  | 8,990 | 4.20 |  | 11,087 | 4.10 |  | 9,636 | 4.17 |  | -19 | -7 |  | 10,136 | 4.12 |  | 9,727 | 4.33 | 4 |
| Consumer... |  | 10,233 | 4.60 |  | 11,597 | 4.69 |  | 11,295 | 4.57 |  | -12 | -9 |  | 11,098 | 4.60 |  | 11,732 | 4.77 | -5 |
| Total loans and leases, net.. |  | 63,550 | 4.17 |  | 65,011 | 4.28 |  | 64,858 | 4.21 |  | -2 | -2 |  | 65,053 | 4.24 |  | 62,702 | 4.35 | 4 |
| Total earning assets.................................. |  | 75,049 | 3.92 |  | 71,679 | 4.17 |  | 74,667 | 3.98 |  | 5 | 1 |  | 74,013 | 4.03 |  | 70,299 | 4.22 | 5 |
| Goodwill.............................................. |  | 3,525 |  |  | 3,525 |  |  | 3,525 |  |  | - | - |  | 3,525 |  |  | 3,525 |  | - |
| Core deposit and other intangible assets........ |  | 74 |  |  | 122 |  |  | 84 |  |  | -40 | -13 |  | 90 |  |  | 144 |  | -37 |
| Other assets.............................................. |  | 6,682 |  |  | 6,040 |  |  | 5,735 |  |  | 11 | 17 |  | 6,034 |  |  | 6,015 |  | - |
| Total assets........................................... | \$ | 85,330 |  |  | 81,366 |  |  | 84,011 |  |  | $5 \%$ | 2 \% | \$ | 83,662 |  |  | 79,983 |  | 5 \% |

LIABILITIES AND SHAREHOLDERS' EQUITY

| Interest-bearing deposits |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| NOW accounts....................................... | \$ | 933 | . 13 |  | 881 | . 14 |  | 924 | . 14 |  | 6 \% | 1 \% | \$ | 923 | . 14 | 856 | . 16 | 8 \% |
| Savings deposits.. |  | 38,079 | . 14 |  | 34,587 | . 19 |  | 36,990 | . 15 |  | 10 | 3 |  | 36,739 | . 15 | 33,398 | . 20 | 10 |
| Time deposits.................................... |  | 3,617 | . 51 |  | 4,727 | . 79 |  | 3,928 | . 62 |  | -23 | -8 |  | 4,045 | . 65 | 5,347 | . 86 | -24 |
| Deposits at Cayman Islands office............... |  | 414 | . 21 |  | 763 | . 18 |  | 392 | . 22 |  | -46 | 6 |  | 496 | . 21 | 605 | . 19 | -18 |
| Total interest-bearing deposits................ |  | 43,043 | . 17 |  | 40,958 | . 26 |  | 42,234 | . 19 |  | 5 | 2 |  | 42,203 | . 20 | 40,206 | . 29 | 5 |
| Short-term borrowings............................. |  | 287 | . 06 |  | 677 | . 16 |  | 299 | . 08 |  | -58 | -4 |  | 390 | . 11 | 839 | . 15 | -54 |
| Long-term borrowings................................... |  | 5,009 | 3.91 |  | 4,510 | 4.52 |  | 5,010 | 3.89 |  | 11 | - |  | 4,941 | 4.05 | 5,527 | 4.08 | -11 |
| Total interest-bearing liabilities..................... |  | 48,339 | . 56 |  | 46,145 | . 67 |  | 47,543 | . 58 |  | 5 | 2 |  | 47,534 | . 60 | 46,572 | . 74 | 2 |
| Noninterest-bearing deposits........................ |  | 24,169 |  |  | 23,311 |  |  | 23,998 |  |  | 4 | 1 |  | 23,721 |  | 21,761 |  | 9 |
| Other liabilities................................................ |  | 1,713 |  |  | 1,805 |  |  | 1,589 |  |  | -5 | 8 |  | 1,685 |  | 1,947 |  | -13 |
| Total liabilities........................................... |  | 74,221 |  |  | 71,261 |  |  | 73,130 |  |  | 4 | 1 |  | 72,940 |  | 70,280 |  | 4 |
| Shareholders' equity................................... |  | 11,109 |  |  | 10,105 |  |  | 10,881 |  |  | 10 | 2 |  | 10,722 |  | 9,703 |  | 10 |
| Total liabilities and shareholders' equity........ | \$ | 85,330 |  |  | 81,366 |  |  | 84,011 |  |  | $5 \%$ | 2 \% | \$ | 83,662 |  | 79,983 |  | 5 \% |
| Net interest spread................................ |  |  | 3.36 |  |  | 3.50 |  |  | 3.40 |  |  |  |  |  | 3.43 |  | 3.48 |  |
| Contribution of interest-free funds................. |  |  | . 20 |  |  | . 24 |  |  | . 21 |  |  |  |  |  | . 22 |  | . 25 |  |
| Net interest margin ................................ |  |  | 3.56 | \% |  | 3.74 | \% |  | 3.61 | \% |  |  |  |  | 3.65 \% |  | 3.73 \% |  |

M\&T BANK CORPORATION
Reconciliation of GAAP to Non-GAAP Measures

|  | Three months ended December 31 |  |  | Year ended December 31 |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  | 2013 | 2012 |  | 2013 | 2012 |
| Income statement data |  |  |  |  |  |  |
| In thousands, except per share |  |  |  |  |  |  |
| Net income |  |  |  |  |  |  |
| Net income. | \$ | 245,722 | 296,193 | \$ | 1,162,780 | 1,029,498 |
| Amortization of core deposit and other intangible assets (1). |  | 6,375 | 8,464 |  | 28,644 | 37,011 |
| Merger-related expenses (1). |  | - | - |  | 7,511 | 6,001 |
| Net operating income. | \$ | 252,097 | 304,657 | \$ | 1,198,935 | 1,072,510 |
| Earnings per common share |  |  |  |  |  |  |
| Diluted earnings per common share........................ | \$ | 1.74 | 2.16 | \$ | 8.38 | 7.54 |
| Amortization of core deposit and other intangible assets (1).. |  | . 05 | . 07 |  | . 22 | . 29 |
| Merger-related expenses (1)............................. |  | - | - |  | . 06 | . 05 |
| Diluted net operating earnings per common share..... | \$ | 1.79 | 2.23 | \$ | 8.66 | 7.88 |
| Other expense |  |  |  |  |  |  |
| Other expense.. | \$ | 703,072 | 626,146 | \$ | 2,595,885 | 2,509,260 |
| Amortization of core deposit and other intangible assets. |  | $(10,439)$ | $(13,865)$ |  | $(46,912)$ | $(60,631)$ |
| Merger-related expenses.................................... |  | - | - |  | $(12,364)$ | $(9,879)$ |
| Noninterest operating expense............................ | \$ | 692,633 | 612,281 | \$ | 2,536,609 | 2,438,750 |
| Merger-related expenses |  |  |  |  |  |  |
| Salaries and employee benefits............................ | \$ | - | - | \$ | 836 | 4,997 |
| Equipment and net occupancy............................. |  | - | - |  | 690 | 15 |
| Printing, postage and supplies. |  | - | - |  | 1,825 | - |
| Other costs of operations. |  | - | - |  | 9,013 | 4,867 |
| Total. | \$ | $-$ | - | \$ | 12,364 | 9,879 |
| Efficiency ratio |  |  |  |  |  |  |
| Noninterest operating expense (numerator). | \$ | 692,633 | 612,281 | \$ | 2,536,609 | 2,438,750 |
| Taxable-equivalent net interest income. |  | 672,683 | 673,929 |  | 2,698,200 | 2,624,907 |
| Other income.. |  | 446,246 | 453,164 |  | 1,865,205 | 1,667,270 |
| Less: Gain on bank investment securities. |  | - | - |  | 56,457 | 9 |
| Net OTTI losses recognized in earnings.. |  | - | $(14,491)$ |  | $(9,800)$ | $(47,822)$ |
| Denominator. | \$ | 1,118,929 | 1,141,584 | \$ | 4,516,748 | 4,339,990 |
| Efficiency ratio.. |  | 61.90 \% | 53.63 \% |  | 56.16 \% | 56.19 |
| Balance sheet data |  |  |  |  |  |  |
| In millions |  |  |  |  |  |  |
| Average assets |  |  |  |  |  |  |
| Average assets.. | \$ | 85,330 | 81,366 | \$ | 83,662 | 79,983 |
| Goodwill. |  | $(3,525)$ | $(3,525)$ |  | $(3,525)$ | $(3,525)$ |
| Core deposit and other intangible assets................. |  | (74) | (122) |  | (90) | (144) |
| Deferred taxes.. |  | 23 | 36 |  | 27 | 42 |
| Average tangible assets.................................... | \$ | 81,754 | 77,755 | \$ | 80,074 | 76,356 |
| Average common equity |  |  |  |  |  |  |
| Average total equity......................................... | \$ | 11,109 | 10,105 | \$ | 10,722 | 9,703 |
| Preferred stock. |  | (881) | (872) |  | (878) | (869) |
| Average common equity................................... |  | 10,228 | 9,233 |  | 9,844 | 8,834 |
| Goodwill........................................................ |  | $(3,525)$ | $(3,525)$ |  | $(3,525)$ | $(3,525)$ |
| Core deposit and other intangible assets................. |  | (74) | (122) |  | (90) | (144) |
| Deferred taxes. |  | 23 | 36 |  | 27 | 42 |
| Average tangible common equity......................... | \$ | 6,652 | 5,622 | \$ | 6,256 | 5,207 |
| At end of quarter |  |  |  |  |  |  |
| Total assets |  |  |  |  |  |  |
| Total assets................................................... | \$ | 85,147 | 83,009 |  |  |  |
| Goodwill. |  | $(3,525)$ | $(3,525)$ |  |  |  |
| Core deposit and other intangible assets.................. |  | (69) | (116) |  |  |  |
| Deferred taxes.. |  | 21 | 34 |  |  |  |
| Total tangible assets........................................ | \$ | 81,574 | 79,402 |  |  |  |
| Total common equity |  |  |  |  |  |  |
| Total equity................................................... | \$ | 11,330 | 10,203 |  |  |  |
| Preferred stock. |  | (882) | (873) |  |  |  |
| Undeclared dividends - cumulative preferred stock...... |  | (3) | (3) |  |  |  |
| Common equity, net of undeclared cumulative preferred dividends. |  | 10,445 | 9,327 |  |  |  |
| Goodwill....................................................... |  | $(3,525)$ | $(3,525)$ |  |  |  |
| Core deposit and other intangible assets.................. |  | (69) | (116) |  |  |  |
| Deferred taxes................................................. |  | 21 | 34 |  |  |  |
| Total tangible common equity............................. | \$ | 6,872 | 5,720 |  |  |  |

M\&T BANK CORPORATION
Reconciliation of Quarterly GAAP to Non-GAAP Measures, Five Quarter Trend

|  | Three months ended |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  | $\begin{gathered} \text { December 31, } \\ 2013 \\ \hline \end{gathered}$ | $\begin{gathered} \text { September 30, } \\ 2013 \\ \hline \end{gathered}$ | $\begin{gathered} \text { June } 30, \\ 2013 \\ \hline \end{gathered}$ | March 31, <br> 2013 | $\begin{gathered} \text { December 31, } \\ 2012 \\ \hline \end{gathered}$ |
| Income statement data |  |  |  |  |  |  |
| In thousands, except per share |  |  |  |  |  |  |
| Net income |  |  |  |  |  |  |
| Net income. | \$ | 245,722 | 294,479 | 348,466 | 274,113 | 296,193 |
| Amortization of core deposit and other |  |  |  |  |  |  |
| intangible assets (1). |  | 6,375 | 6,489 | 7,632 | 8,148 | 8,464 |
| Merger-related expenses (1).. |  | - | - | 4,636 | 2,875 | - |
| Net operating income. | \$ | 252,097 | 300,968 | 360,734 | 285,136 | 304,657 |
| Earnings per common share |  |  |  |  |  |  |
| Diluted earnings per common share.. | \$ | 1.74 | 2.11 | 2.55 | 1.98 | 2.16 |
| Amortization of core deposit and other |  |  |  |  |  |  |
| intangible assets (1).. |  | . 05 | . 05 | . 06 | . 06 | . 07 |
| Merger-related expenses (1). |  | - | - | . 04 | . 02 | - |
| Diluted net operating earnings per common share... | \$ | 1.79 | 2.16 | 2.65 | 2.06 | 2.23 |
| Other expense |  |  |  |  |  |  |
| Other expense.. | \$ | 703,072 | 658,626 | 598,591 | 635,596 | 626,146 |
| Amortization of core deposit and other |  |  |  |  |  |  |
| intangible assets. |  | $(10,439)$ | $(10,628)$ | $(12,502)$ | $(13,343)$ | $(13,865)$ |
| Merger-related expenses.. |  | - | - | $(7,632)$ | $(4,732)$ | - |
| Noninterest operating expense. | \$ | 692,633 | 647,998 | 578,457 | 617,521 | 612,281 |
| Merger-related expenses |  |  |  |  |  |  |
| Salaries and employee benefits. | \$ | - | - | 300 | 536 | - |
| Equipment and net occupancy.. |  | - | - | 489 | 201 | - |
| Printing, postage and supplies.. |  | - | - | 998 | 827 | - |
| Other costs of operations. |  | - | - | 5,845 | 3,168 | - |
| Total. | \$ | - | - | 7,632 | 4,732 | - |
| Efficiency ratio |  |  |  |  |  |  |
| Noninterest operating expense (numerator).. | \$ | 692,633 | 647,998 | 578,457 | 617,521 | 612,281 |
| Taxable-equivalent net interest income. |  | 672,683 | 679,213 | 683,804 | 662,500 | 673,929 |
| Other income.. |  | 446,246 | 477,388 | 508,689 | 432,882 | 453,164 |
| Less: Gain on bank investment securities............... |  | - | - | 56,457 | - | - |
| Net OTTI losses recognized in earnings.......... |  | - | - | - | $(9,800)$ | $(14,491)$ |
| Denominator. | \$ | 1,118,929 | 1,156,601 | 1,136,036 | 1,105,182 | 1,141,584 |
| Efficiency ratio................................................. |  | 61.90 | 56.03 | 50.92 | 55.88 | 53.63 |


| Balance sheet data |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| In millions |  |  |  |  |  |  |
| Average assets |  |  |  |  |  |  |
| Average assets.. | \$ | 85,330 | 84,011 | 83,352 | 81,913 | 81,366 |
| Goodwill. |  | $(3,525)$ | $(3,525)$ | $(3,525)$ | $(3,525)$ | $(3,525)$ |
| Core deposit and other intangible assets................ |  | (74) | (84) | (95) | (109) | (122) |
| Deferred taxes.. |  | 23 | 25 | 28 | 32 | 36 |
| Average tangible assets. | \$ | 81,754 | 80,427 | 79,760 | 78,311 | 77,755 |
| Average common equity |  |  |  |  |  |  |
| Average total equity. | \$ | 11,109 | 10,881 | 10,563 | 10,322 | 10,105 |
| Preferred stock. |  | (881) | (878) | (876) | (874) | (872) |
| Average common equity. |  | 10,228 | 10,003 | 9,687 | 9,448 | 9,233 |
| Goodwill. |  | $(3,525)$ | $(3,525)$ | $(3,525)$ | $(3,525)$ | $(3,525)$ |
| Core deposit and other intangible assets. |  | (74) | (84) | (95) | (109) | (122) |
| Deferred taxes. |  | 23 | 25 | 28 | 32 | 36 |
| Average tangible common equity. | \$ | 6,652 | 6,419 | 6,095 | 5,846 | 5,622 |
| At end of quarter |  |  |  |  |  |  |
| Total assets |  |  |  |  |  |  |
| Total assets. | \$ | 85,147 | 84,427 | 83,229 | 82,812 | 83,009 |
| Goodwill. |  | $(3,525)$ | $(3,525)$ | $(3,525)$ | $(3,525)$ | $(3,525)$ |
| Core deposit and other intangible assets.. |  | (69) | (79) | (90) | (102) | (116) |
| Deferred taxes.. |  | 21 | 24 | 27 | 30 | 34 |
| Total tangible assets.. | \$ | 81,574 | 80,847 | 79,641 | 79,215 | 79,402 |
| Total common equity |  |  |  |  |  |  |
| Total equity.. | \$ | 11,330 | 11,016 | 10,716 | 10,423 | 10,203 |
| Preferred stock. |  | (882) | (879) | (877) | (875) | (873) |
| Undeclared dividends - cumulative preferred stock..... |  | (3) | (4) | (3) | (3) | (3) |
| Common equity, net of undeclared cumulative preferred dividends. $\qquad$ |  | 10,445 | 10,133 | 9,836 | 9,545 | 9,327 |
| Goodwill. |  | $(3,525)$ | $(3,525)$ | $(3,525)$ | $(3,525)$ | $(3,525)$ |
| Core deposit and other intangible assets.................. |  | (69) | (79) | (90) | (102) | (116) |
| Deferred taxes.. |  | 21 | 24 | 27 | 30 | 34 |
| Total tangible common equity............................ | \$ | 6,872 | 6,553 | 6,248 | 5,948 | 5,720 |


[^0]:    (1) Reflects accumulated other comprehensive loss, net of applicable income tax effect, of $\$ 64.2$ million at December 31, 2013 and $\$ 240.3$ million at December 31, 2012.

