
**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): June 14, 2016

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 Instructions A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-
-

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

Edward Amoroso, Ph.D. was elected to the Board of Directors of M&T Bank Corporation (“M&T”) effective June 15, 2016. Dr. Amoroso was also elected as a director of M&T Bank, M&T’s principal banking subsidiary.

The public announcement was made by means of a news release, the text of which is set forth in Exhibit 99 hereto.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit
No.

99 News Release dated June 14, 2016

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

M&T BANK CORPORATION

Date: June 14, 2016

By: /s/ Drew J. Pfirman

Drew J. Pfirman

Senior Vice President and General Counsel

EXHIBIT INDEX

Exhibit
No.

News Release dated June 14, 2016

99

M&T Bank Corporation Elects Dr. Edward Amoroso to Board of Directors

BUFFALO, N.Y.; June 14, 2016—M&T Bank Corporation (NYSE: MTB) (“M&T”) announced the election of Edward Amoroso, Ph.D., of Byram Township, N.J., to its Board of Directors, effective June 15, 2016. Dr. Amoroso was also elected to the Board of Directors of M&T Bank, M&T’s principal banking subsidiary.

Dr. Amoroso joins M&T’s board with 31 years of cyber and information security experience, including 18 years as the senior-most security and compliance executive at AT&T. His areas of expertise include strategic security planning, enterprise IT protection, IP and network security, cloud and mobile security along with related compliance, audit and risk management experience.

He recently retired from AT&T, Inc., based in Bedminster, N.J., where he served from 2005-2016 as Chief Security Officer. Overseeing an expert team, Dr. Amoroso managed all aspects of cyber and information security in support of AT&T’s mobility, Internet, cloud, applications, enterprise and managed services infrastructure. Additionally, he was responsible for policy, compliance, vulnerability and risk management across the company. He was Chief Information Security Officer at AT&T from 1997-2005. Prior to AT&T, he helped pioneer the information security field as a software engineer and manager at Bell Laboratories.

Dr. Amoroso is the author of six books and 50 technical publications on cyber security, and holds ten patents. He is an adjunct professor at the Stevens Institute of Technology and New York University. He completed the Columbia Senior Executive Program at Columbia Business School in New York, N.Y., earned his M.S. and Ph.D. from Stevens Institute of Technology in Hoboken, N.J. and his B.S. from Dickinson College in Carlisle, Pa.

“Dr. Amoroso’s career has been dedicated to managing the teams and technology that defend against cyber threats, and his vast experience and unparalleled record will further strengthen M&T’s commitment to information security and risk management,” said Robert G. Wilmers, M&T Chairman and CEO.

M&T is a financial holding company headquartered in Buffalo, New York. M&T’s principal banking subsidiary, M&T Bank, operates banking offices in New York, Maryland, New Jersey, Pennsylvania, Delaware, Connecticut, Virginia, West Virginia and the District of Columbia. Trust-related services are provided by M&T’s Wilmington Trust-affiliated companies and by M&T Bank.

#

Contacts:*Media Contact:*

C. Michael Zabel
(716) 842-5385

Investor Contact:

Donald J. MacLeod
(716) 842-5138

© 2016 M&T Bank Member FDIC.