

Your vote matters – here's how to vote!

You may vote online or by phone instead of mailing this card.



Votes submitted electronically must be received by 11:00 a.m., Eastern Time, on April 16, 2021 for the Retirement Savings Plan and Unvested Restricted Common Stock.

Online

Go to www.envisionreports.com/MTB or scan the QR code – you will need the number located in the shaded bar below.



Phone

Call toll free 1-800-652-VOTE (8683) within the USA, US territories and Canada.



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Using a **black ink** pen, mark your votes with an **X** as shown in this example. Please do not write outside the designated areas.



2021 Annual Meeting Proxy Card/Instruction Card/Voting Card

▼ IF VOTING BY MAIL, SIGN, DETACH AND RETURN THE BOTTOM PORTION IN THE ENCLOSED POSTAGE-PAID ENVELOPE. ▼

A Proposals – The Board of Directors of M&T Bank Corporation recommends a vote **FOR** the following proposals.

1. TO ELECT 19 DIRECTORS FOR ONE-YEAR TERMS AND UNTIL THEIR SUCCESSORS HAVE BEEN ELECTED AND QUALIFIED.

	For	Withhold		For	Withhold		For	Withhold
01 - C. Angela Bontempo	<input type="checkbox"/>	<input type="checkbox"/>	02 - Robert T. Brady	<input type="checkbox"/>	<input type="checkbox"/>	03 - Calvin G. Butler, Jr.	<input type="checkbox"/>	<input type="checkbox"/>
04 - T. Jefferson Cunningham III	<input type="checkbox"/>	<input type="checkbox"/>	05 - Gary N. Geisel	<input type="checkbox"/>	<input type="checkbox"/>	06 - Leslie V. Godridge	<input type="checkbox"/>	<input type="checkbox"/>
07 - Richard S. Gold	<input type="checkbox"/>	<input type="checkbox"/>	08 - Richard A. Grossi	<input type="checkbox"/>	<input type="checkbox"/>	09 - René F. Jones	<input type="checkbox"/>	<input type="checkbox"/>
10 - Richard H. Ledgett, Jr.	<input type="checkbox"/>	<input type="checkbox"/>	11 - Newton P.S. Merrill	<input type="checkbox"/>	<input type="checkbox"/>	12 - Kevin J. Pearson	<input type="checkbox"/>	<input type="checkbox"/>
13 - Melinda R. Rich	<input type="checkbox"/>	<input type="checkbox"/>	14 - Robert E. Sadler, Jr.	<input type="checkbox"/>	<input type="checkbox"/>	15 - Denis J. Salamone	<input type="checkbox"/>	<input type="checkbox"/>
16 - John R. Scannell	<input type="checkbox"/>	<input type="checkbox"/>	17 - David S. Scharfstein	<input type="checkbox"/>	<input type="checkbox"/>	18 - Rudina Seseri	<input type="checkbox"/>	<input type="checkbox"/>
19 - Herbert L. Washington	<input type="checkbox"/>	<input type="checkbox"/>						

2. TO APPROVE THE COMPENSATION OF M&T BANK CORPORATION'S NAMED EXECUTIVE OFFICERS.

For	Against	Abstain
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

3. TO RATIFY THE APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF M&T BANK CORPORATION FOR THE YEAR ENDING DECEMBER 31, 2021.

For	Against	Abstain
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The 2021 Annual Meeting of Shareholders of M&T Bank Corporation will be held on April 20, 2021, 11:00 A.M. Eastern Time, virtually via the internet at www.meetingcenter.io/204103780.

To access the virtual meeting, you must have the number that is printed in the shaded bar located on the reverse side of this form.

The password for this meeting is – MTB2021

YOUR VOTE IS IMPORTANT!

Proxy materials are available online at: www.envisionreports.com/MTB



Small steps make an impact.

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PROXY CARD/INSTRUCTION CARD/VOTING CARD - M&T BANK CORPORATION



Annual Meeting of Shareholders -- April 20, 2021, 11:00 a.m., Eastern Time

THIS PROXY IS SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS

The undersigned hereby appoints Matthew Dalbke, Thomas P. Jacob and Patrick D. Paul as Proxies and authorizes said Proxies, or any one of them, to represent and to vote all of the shares of common stock of M&T Bank Corporation which the undersigned may be entitled to vote at the Annual Meeting of Shareholders to be held virtually via the internet at www.meetingcenter.io/204103780 on April 20, 2021, 11:00 A.M. Eastern Time, and any adjournments thereof (i) as designated on the proposals set forth on the reverse side of this card and (ii) at the discretion of said Proxies, or any one of them, on such other matters as may properly come before the meeting. IF PROPERLY EXECUTED, THIS PROXY WILL BE VOTED AS SPECIFIED OR, IF NOT SPECIFIED, WILL BE VOTED FOR ALL PROPOSALS.

Participants in the M&T Bank Corporation Retirement Savings Plan

In accordance with the M&T Bank Corporation Retirement Savings Plan ("Plan"), the undersigned hereby directs T. Rowe Price Trust Company, the Trustee of the Plan to vote all of the shares of common stock of M&T Bank Corporation allocated to the undersigned under the Plan in connection with the Annual Meeting of Shareholders. IF PROPERLY EXECUTED, THIS INSTRUCTION CARD WILL BE VOTED AS DIRECTED OR, IF NOT DIRECTED, WILL BE DIRECTED TO VOTE IN THE SAME PROPORTION AS SHARES THAT WERE AFFIRMATIVELY VOTED BY PARTICIPANTS.

Holders of Unvested Restricted Common Stock

The undersigned hereby votes all of the shares of unvested restricted common stock of M&T Bank Corporation held by the undersigned in connection with the Annual Meeting of Shareholders. IF PROPERLY EXECUTED, THIS VOTING CARD WILL BE VOTED AS SPECIFIED OR, IF NOT SPECIFIED, WILL BE VOTED FOR ALL PROPOSALS.

PLEASE COMPLETE, DATE, SIGN AND MAIL THIS PROXY CARD PROMPTLY IN THE ENCLOSED POSTAGE-PAID ENVELOPE OR VOTE VIA THE INTERNET OR TELEPHONE.

(Items to be voted on appear on reverse side)

B Authorized Signatures – This section must be completed for your vote to count. Please date and sign below.

Please sign exactly as name(s) appear(s) hereon. If applicable, joint owners should each sign. When signing as attorney, executor, administrator, corporate officer, trustee, guardian, or custodian, please give full title.

Date (mm/dd/yyyy) – Please print date below.

Signature 1 – Please keep signature within the box.

Signature 2 – Please keep signature within the box.

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C Change of Address

Please print new address below.

