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April 12, 2021

Ivan Hurwitz, Senior Vice President
Federal Reserve Bank of New York
33 Liberty Street
New York, NY 10045

Dear Mr. Hurwitz:

On behalf of our client, M&T Bank Corporation (“M&T” or the “Applicant”), attached is a revised volume of the public exhibits (“Revised Public Exhibits Volume”) to the application submitted on March 22, 2021 to the Board of Governors of the Federal Reserve System (the “Board”) pursuant to (i) Sections 3(a)(3) and 3(a)(5) of the Bank Holding Company Act of 1956, as amended, and Sections 225.11 and 225.15 of the Board’s Regulation Y promulgated thereunder; (ii) the Bank Merger Act, 12 U.S.C. § 1828(c) and implementing regulations; and (iii) Section 9 of the Federal Reserve Act of 1913, as amended (“the Application”). The Revised Public Exhibits Volume now includes the Agreement and Plan of Merger, dated as of February 21, 2021, between Manufacturers and Traders Trust Company and People’s United Bank, National Association, which was previously submitted as a confidential exhibit to the Application and is now being redesignated as a public exhibit.

The Applicant has determined that confidential treatment of this exhibit is not necessary at this time. Thus, we respectfully withdraw our request for confidential treatment of this exhibit and request that all references to this exhibit in the Application be deemed changed from “Confidential Exhibit 3” to “Public Exhibit A-1”.

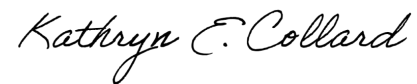
The attached Revised Public Exhibits Volume has been updated to include the exhibit redesignated as described above and to remove any “Confidential” or “Confidential Treatment Requested” designations from the public exhibits.

The information in this Revised Public Exhibits Volume has been provided by the Applicant.

* * *

If you have any questions with respect to any of the matters discussed in this letter or the attachment, please contact me at (202) 956-7615 or collardk@sullcrom.com or Andrea R. Tokheim at (202) 956-7015 or tokheima@sullcrom.com.

Sincerely,



Kathryn E. Collard

(Attachment)

cc: Eileen Banko
John Akal
(Board of Governors of the Federal Reserve System)

Laura O'Hara
Sabra Baum
Joseph Bielawa
(M&T Bank)

H. Rodgin Cohen
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(Sullivan & Cromwell LLP)