

# SULLIVAN & CROMWELL LLP

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June 2, 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”), this letter responds to several comment letters (the “Comment Letters”)<sup>1</sup> that the Federal Reserve Bank of New York (“FRBNY”) forwarded to us regarding 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 Board Application”), relating to M&T’s proposed merger with People’s United Financial, Inc., with M&T surviving, and related transactions (collectively, the “Transaction”). M&T appreciates the opportunity to respond.

Certain commenters requested that FRBNY condition its approval of the Transaction upon M&T’s entrance into a community benefits agreement or similar arrangement relating to M&T’s lending and investing activities in the Buffalo, New York area and other related matters. These commenters made a similar request in letters provided to the New York State Department of Financial Services (“NYDFS”) in connection with the application and notice (the “New York Application”) by Manufacturers and Traders Trust Company (“M&T Bank”) relating to M&T Bank’s proposed acquisition of People’s United Bank, National Association, pursuant to Section

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<sup>1</sup> This response primarily focuses on points raised in letters from Mr. Stephen C. Halpern, Attorney, Western New York Law Center, dated April 30, 2021, Ms. Kathryn Franco, Coalition Chair, the Buffalo Niagara Community Reinvestment Coalition, dated April 30, 2021, and Ms. Lou Jean Fleron, dated April 26, 2021, each of which criticizes M&T Bank’s record of meeting community needs in the Buffalo area.

601 of the New York Banking Law, Supervisory Procedure CB 105 and 3 NYCRR § 14.3. M&T Bank responded to this request, and the issues raised by the commenters, in a letter to NYDFS dated May 12, 2021 (the “Comment Response Letter”), a copy of which is included as Attachment A to this response.

Because the commenters’ requests and issues are substantially the same in their letters to NYDFS and to the Board and FRBNY, we are attaching as our response the Comment Response Letter. We respectfully request that the Board and FRBNY take into account the information contained in the Comment Response Letter as it considers the Comment Letters. The federal statutory approval factors relating to community reinvestment and convenience and needs applicable to the Board Application are similar to those applicable to the New York Application under New York law, and the discussion of these factors in the Comment Response Letter is therefore applicable to the Board Application as well.

M&T’s record of strong performance and present engagement in forward-looking community-focused initiatives, and its ability to continue and enhance those efforts as a result of the Transaction, demonstrate that the Transaction will help further address the convenience and needs of the communities in which M&T operates, as described in the Comment Response Letter. The Board Application, as submitted, further demonstrates that the Transaction meets all the statutory criteria for approval. M&T therefore respectfully requests that the Board approve the Board Application as filed at the earliest possible time.

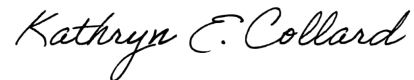
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Ivan Hurwitz, Senior Vice President

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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  
(Federal Reserve Bank of New  
York)

Stephen C. Halpern  
(Western New York Law Center)

Patricia Soriano  
Alyssa O'Connor  
Peggy Naulty  
(Board of Governors of the Federal  
Reserve)

Kathryn Franco  
(Buffalo Niagara Community  
Reinvestment Coalition)

Laura O'Hara  
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(M&T Bank)

Lou Jean Fleron

H. Rodgin Cohen  
Mark J. Menting  
Andrea R. Tokheim  
(Sullivan & Cromwell LLP)

Mayor Lovely Warren  
(City of Rochester, New York)

Attachment A:

Comment Response Letter



One M&T Plaza, Buffalo, NY 14203

Richard S. Gold  
President and Chief Operating Officer

May 12, 2021

New York State Department of Financial Services  
Office of the General Counsel  
1 State Street  
New York, New York 10004

Attention: Linda A. Lacewell, Superintendent of the New York Department of  
Financial Services

Re: Submission Addressing Concerns in Comments on the Application and  
Notice of Manufacturers and Traders Trust Company in Connection with  
the Merger with People's United Bank, National Association

Dear Ms. Lacewell:

This letter responds to several comment letters (the "Comment Letters") from community groups and individuals<sup>1</sup> that the New York State Department of Financial Services ("NYDFS") forwarded to us regarding the application and notice (the "Application") by Manufacturers and Traders Trust Company ("M&T Bank") relating to M&T Bank's proposed acquisition of People's United Bank, National Association ("People's United Bank"), pursuant to Section 601 of the New York Banking Law, Supervisory Procedure CB 105 and 3 NYCRR § 14.3 (the "Transaction").<sup>2</sup> Certain commenters requested that NYDFS condition its approval of the Transaction upon M&T Bank's entrance into a community benefits agreement ("CBA") or similar arrangement relating to M&T Bank's lending and investing activities in the Buffalo, New York area and other related matters. M&T Bank appreciates the opportunity to respond.

M&T Bank and its parent, M&T Bank Corporation ("M&T"), are committed to serving the convenience and needs of the communities in which they operate. M&T Bank has consistently received "Outstanding" ratings in its Community Reinvestment Act ("CRA") assessments and continually engages with its community partners in meaningful and creative ways to identify, anticipate and address evolving community needs. M&T Bank recognizes that there have historically been and continue to be communities, particularly minority communities, that are

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<sup>1</sup> This response primarily focuses on points raised in letters from Mr. Stephen C. Halpern, Attorney, Western New York Law Center, dated April 26, 2021 (hereinafter, the "WNYLC Letter"), Kathryn Franco, Coalition Chair, the Buffalo Niagara Community Reinvestment Coalition, dated April 26, 2021 (hereinafter, the "BNCRC Letter"), Mr. John N. Lipsitz, dated April 26, 2021, Ms. Lou Jean Fleron, dated April 26, 2021 and Mr. Samuel Dolce, dated April 27, 2021, each of which criticizes M&T Bank's record of meeting community needs in the Buffalo area.

<sup>2</sup> M&T Bank has received over 150 letters from individuals and community groups in support of the Transaction.

underserved by the banking industry (and the private sector more generally), and that meeting—and even exceeding—CRA requirements alone will not resolve these issues. M&T Bank endeavors to lead the industry in solving these problems and will continue to work closely with its numerous community partners to craft innovative products and services to meet the needs of these communities, including in the Buffalo area.

More broadly, M&T and People's United are banking organizations that are built on the communities they serve; both M&T and People's United have focused on consumers and small and medium-sized businesses, largely in smaller urban and rural areas that are not served, or not well served, by the largest nationwide banks. The Transaction will make M&T a larger and more competitive and cost-efficient banking organization, bolstered by stronger capital and capital-enhancing capability, but the additional scale will not change the fundamental way it operates, which is on the local level, tailoring its products and services in response to the needs of its communities.

M&T Bank believes that the Application, as filed, demonstrates that the Transaction will help address the convenience and needs of the communities in which it operates and meets the other statutory criteria for approval and respectfully requests that NYDFS approve the Application as filed at the earliest possible time.

**I. M&T Bank's longstanding outstanding CRA performance record demonstrates that the Transaction meets the CRA-related criteria for merger approval.**

M&T Bank is committed to serving the convenience and needs of the communities in which it operates. In this regard, M&T believes that its products, services and branch locations are responsive to the needs of the communities that it serves, including low- and moderate-income ("LMI") and majority-minority ("MM") communities within its service areas. As a result of its steadfast commitment to serving the needs of its communities, M&T Bank has earned the highest rating given by both the Federal Reserve Bank of New York ("FRBNY") and NYDFS for each of the bank's periodic performance evaluations since 1989. M&T Bank received "Outstanding" ratings in each of the lending, investment and service tests in its most recent New York CRA performance evaluation, completed in 2018, and "Outstanding" ratings in the investment and service tests, and a "High Satisfactory" rating in the lending test, in its most recent federal CRA performance evaluation, completed in 2014.

M&T Bank's ability to maintain the highest attainable CRA rating for over 30 years reflects the strength and effectiveness of its consistent and proactive CRA-related activities, strategies and community outreach that M&T Bank has in place. It also evidences M&T Bank's ability to maintain its high CRA standards during periods of both organic and acquisition-related growth. Far from distracting M&T Bank from its longstanding commitment to outstanding CRA achievement, the expanded footprint and increased resources achieved through the Transaction will enhance M&T Bank's ability to serve the convenience and needs of its existing communities and enable it to bring its highest quality service to communities in the legacy People's United footprint.

M&T Bank is proud of its “Outstanding” CRA rating and, more importantly, the positive results of its community-focused activities and strategies that this rating represents. M&T Bank’s record demonstrates that it fully satisfies the CRA-related statutory criteria NYDFS must consider in its evaluation of the Transaction.

## **II. M&T Bank surpasses its peers in meeting the mortgage-related credit needs of minority members of the Buffalo-area community and has efforts underway to further enhance its performance.**

Although M&T Bank believes that its CRA performance record and the information in the Application demonstrate that the Transaction meets the criteria for merger approval—including CRA criteria—M&T Bank would nevertheless like to take the opportunity to respond to the Comment Letters’ concerns regarding M&T Bank’s mortgage-related lending activities in the Buffalo area of New York.

The Comment Letters cite NYDFS’s *Report on Inquiry into Redlining in Buffalo, New York* (the “Redlining Report”)<sup>3</sup> to suggest that M&T Bank has a poor record of performance with respect to lending to minorities in the Buffalo area. Far from condemning M&T Bank’s performance with respect to lending to minorities in Buffalo, the Redlining Report in fact demonstrates that M&T Bank surpasses its peers in this area. Nevertheless, M&T Bank strives to constantly improve its engagement with and service to minority communities, and we provide several examples of M&T Bank’s record of achievement and innovative efforts in this response.

The Comment Letters cite statistics from the Redlining Report as purported evidence that, in the Buffalo area, M&T Bank lends to minorities at a rate below the overall proportion of minorities in the population. The Comment Letters suggest that M&T Bank is an underperformer in this regard. In fact, the Redlining Report highlights M&T Bank as an example of a lender that has “performed well in serving minority borrowers and making loans in majority-minority neighborhoods,” and describes the elements of M&T Bank’s lending program that enable it to succeed in this area.<sup>4</sup> These elements include robust fair lending compliance policies and practices, specialized product and service offerings, and community outreach and engagement efforts.<sup>5</sup>

Statistics from the Redlining Report further demonstrate that M&T Bank surpasses its peers in lending to minorities in the Buffalo area. The Redlining Report shows that

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<sup>3</sup> New York State Department of Financial Services, *Report on Inquiry into Redlining in Buffalo, New York* (Feb. 4, 2021).

<sup>4</sup> See Redlining Report at 19.

<sup>5</sup> See *id.* at 19-20.

M&T Bank's percentage of originations in MM census tracts in the Buffalo metropolitan statistical area ("MSA") is above the average for all lenders.<sup>6</sup> M&T Bank is also the leading lender in the number of loans to minority households and in MM census tracts for the period covered by the Redlining Report.<sup>7</sup>

One Comment Letter characterizes the message of M&T's Application as "Our performance is fine. There is no need for us to improve."<sup>8</sup> M&T respectfully disagrees with this characterization. To the contrary, as discussed throughout this response, the fact that M&T's performance is superior to other institutions' does not mean that there is no need for improvement. M&T strives to continue to deal with and improve the inequities and legacy of the past. Although M&T Bank outperforms its peers in terms of mortgage lending to minorities in Buffalo, it, and the industry, must constantly improve in order to address the enduring barriers to homeownership and financial inclusion faced by minority communities. M&T recognizes these barriers and seeks to lead the industry in an effort to address them. To that end, it has developed many innovative products and services to help meet the needs of minorities and others who have historically been underserved by the banking industry, including those in the Buffalo area. Specifically with respect to mortgage lending, M&T Bank offers a wide array of affordable mortgage products and programs designed to help remove barriers to homeownership for LMI and minority customers, including the various product offerings described below.

- *Fannie Mae Home Ready and Freddie Home Possible.* These products provide flexible underwriting, low down payment options (as low as 3%) which can be funded with a gift or grant, closing cost assistance and seller concessions.
- *M&T's portfolio product.* This product provides flexible underwriting, interest rate discounts if payments are auto deducted, as little as 1% of borrowers' own funds toward a down payment and a bi-weekly payment option to build equity faster. M&T also offers an unsecured loan to be used for additional down payment and closing cost assistance priced at the first mortgage interest rate.
- *State of New York Mortgage Agency ("SONYMA").* M&T Bank is the leading SONYMA lender (and from 2018 to 2020 M&T was first in unit count) and is the master servicer of SONYMA loans. SONYMA offers below market rate loans for first-time home buyers and permits seller concessions. Through

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<sup>6</sup> Redlining Report, at 11-12.

<sup>7</sup> *Id.* at 11.

<sup>8</sup> BNCRC Letter, at 6.



SONYMA, M&T will be offering the Down Payment Assistance Loan (“DPAL”) “plus” grant of up to \$30,000.<sup>9</sup> This grant is designed to assist homebuyers with up to 60% of the area mean income with down payments.<sup>10</sup> M&T has also become the leading provider of “SONYMA Habitat” financing, which provides buyers fixed-rate mortgages and down payment assistance while enabling Habitat for Humanity affiliates to concentrate on housing development and reinvesting capital into new affordable homeownership units. M&T Bank works closely with Habitat for Humanity Buffalo to advertise this program.

- *FHA, VA, USDA CRA Programs.* These programs include discounted interest rates or lender credits, low down payments and the ability to be paired with local non-profit or municipal closing cost assistance programs. The USDA product allows for 100% financing in rural areas.
- *Federal Home Loan Bank Assistance Programs.* M&T Bank has been a leading provider of home buyer assistance via the FHLB’s Home Buyer Dream and First Home Club Programs.
- *NeighborWorks Equity Builder.* M&T Bank is the exclusive lender in Erie County (where Buffalo is located) and Niagara County (a neighboring county) for the Equity Builder program. Directed to LMI homebuyers, this program provides a second loan for up to 25% of home price, up to \$40,000. This program alleviates the need for private mortgage insurance, and also provides \$5,000 in closing cost assistance.
- *M&T Grant Program.* M&T offers its own \$5,000 grant to support LMI individuals buying homes in LMI geographies.

Through these products and programs, in the Buffalo MSA from 2018-2020, M&T Bank originated 1,733 loans totaling \$238,444,784 supporting homeownership opportunities for LMI homebuyers and in LMI communities. In addition, in this same period, M&T Bank facilitated over \$6.4 million in down payment and closing cost assistance in the Buffalo MSA.

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<sup>9</sup> It is expected that DPAL “plus” will be available by the end of May 2021.

<sup>10</sup> M&T also offers the standard DPAL up to \$15,000. Any additional funds available after the down payment is covered can be applied towards closing costs and prepaid items. DPAL may be also used to pay a one-time upfront mortgage insurance premium, thus eliminating the monthly mortgage insurance premium.

M&T Bank also provides various acquisition/rehabilitation loan products and is one of the few lenders to offer these loans in the Buffalo area. These loans are an important component of the bank's overall strategy to provide mortgage options that meet community needs, as these loans help to increase affordable housing stock. They do this by facilitating the reclaiming of abandoned or vacant structures and improving the condition of less desirable properties, which makes more affordable properties available to prospective homebuyers. In addition to increasing access to homeownership, these loans can broadly enhance the communities in which they are extended. Reclaiming abandoned or vacant structures places additional units on the tax roll, thereby generating more resources for the community. Providing for the restoration of blighted properties contributes to neighborhood revitalization and enhances the fabric of the community. The benefits of these types of loans are particularly significant in an older, poorer Northeastern city such as Buffalo, where there are many older properties in need of rehabilitation. According to the U.S. Census Bureau's 2017 American Community Survey, almost 64 percent of the housing units in Buffalo were built before 1940. By many estimates, Buffalo has some of the oldest, if not the oldest, housing stock in the country. In Buffalo, M&T Bank offers the acquisition/rehabilitation loan products described below.

- *SONYMA Neighborhood Revitalization Program ("NRP")*: M&T Bank is the leading lender for SONYMA's NRP, which combines rehabilitation construction financing with up to \$35,000 cash assistance for households with 60% or less of the area median income. This helps to address the issue of vacant buildings in communities impacted by foreclosure. This option allows a customer to buy a home with as little as 1% out of pocket. It also allows for flexible credit, including alternative credit options. The \$5,000 M&T grant can also be used by LMI borrowers for down payment and closing cost assistance.
- *Federal Housing Administration ("FHA") 203K*. The FHA acquisition-rehabilitation loan product allows for lower-than-standard credit scores, higher debt-to-income ratios and a discounted interest rate or money for closing cost assistance. This program can also be paired with the Homebuyer Dream Program, which provides an additional \$7,500 for down payment and closing cost assistance.
- *HomeReady Rehab*. This conventional acquisition rehab loan product requires only 3% down, which reduces out-of-pocket expenses. LMI borrowers can also qualify for the \$5,000 M&T down payment and closing cost assistance grant.

Through these products and programs, in the Buffalo MSA from 2018-2020, M&T originated 53 acquisition/rehabilitation loans totaling \$7,218,698 supporting homeownership and neighborhood development opportunities.

M&T is committed not only to meeting the credit and banking needs of its hometown Buffalo community, but also to investing additional resources in the community to ensure that it grows and thrives along with M&T into the future. To that end, M&T Bank is supporting the creation of affordable housing in the Buffalo area by leveraging the State and Federal Low-Income Housing Tax Credit Program. Over the last two years, M&T has invested over \$130 million to support the creation of 661 units of affordable housing in the Buffalo market.

M&T Bank recognizes that historically underserved communities face more than financial barriers to deeper engagement with the banking industry; educational and cultural barriers, such as language barriers, can also prevent the banking industry from meeting the needs of these communities. To overcome these obstacles, M&T Bank conducts outreach, supports homebuyer education events and classes and works directly with minority and LMI first-time homebuyers through partnerships with numerous organizations to facilitate these customers' discovery and utilization of various assistance programs. Partner organizations in the Buffalo area include Fillmore Leroy Area Residents, Buffalo Urban League, Belmont Housing, Westside Neighborhood Housing Services ("NHS"), Niagara Falls NHS, Consumer Credit Counseling, Broadway Fillmore NHS, University District Community Development Association, the Matt Urban Center, Old First Ward, Heart of the City Neighborhoods, the City of Buffalo, the City of Niagara Falls, Habitat for Humanity in Buffalo and Niagara Falls and the Buffalo Salvation Army. For example, M&T works with both the City of Buffalo's \$5,000 grant assistance program as well as the City of Niagara Falls' \$2,500 grant program to provide additional financial support to LMI homebuyers.

M&T Bank has also launched a multi-cultural banking segment, designed to better meet the needs of minority and LMI borrowers by providing resources in multiple languages to assist communities with primary languages other than English. M&T Bank plans to make this segment an integral part of its marketing and outreach efforts throughout its footprint, including in Buffalo.

One Comment Letter also cites allegedly poor performance of People's United Bank with respect to lending to people of color in geographies outside Buffalo, and expresses concern that addressing these legacy People's United issues will divert needed resources from Buffalo unless M&T Bank enters into a community benefits agreement with Buffalo-area community groups.<sup>11</sup> The suggestion that improving performance in People's United's existing footprint will divert resources from Buffalo is incorrect for two reasons. First, the Transaction will result in M&T's having more, not fewer, resources available to devote to lending activities throughout its expanded footprint. The Transaction was structured with all-stock consideration, in part, in order to preserve M&T's post-Transaction capital position and lending capabilities.

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<sup>11</sup> BNCRC Letter at 11-12.

Second, improved economies of scale will enable M&T to devote a higher portion of its resources to the labor and resource-intensive work of community outreach and investment throughout its footprint, including in Buffalo.

The same Comment Letter also asserts that M&T Bank's minority lending in Buffalo lags behind its minority lending in other cities, such as New York, Philadelphia and Baltimore, and that M&T Bank's merger with People's United Bank will divert more M&T Bank resources from Buffalo.<sup>12</sup> The housing and mortgage markets in different cities vary considerably for a number of reasons; disparities in lending rates between cities is not due to a lack of attention or resources on the part of M&T Bank, but to the unique circumstances each city faces. The various products, services and other efforts described in this response demonstrate the high levels of resources and attention M&T Bank is devoting to meeting the needs of minority communities in the Buffalo area.

### **III. M&T consistently engages in efforts to identify and address the evolving convenience and needs of the communities in which it operates, including LMI and MM communities in Buffalo.**

One Comment Letter asserts that the Application does not address future efforts to meet the needs of the community and enhancements to products and services and implies that this will be to the detriment of LMI individuals in the Buffalo area.<sup>13</sup> M&T is constantly communicating with leadership at the various community partners identified in this response to identify emerging and evolving community needs and to craft products and services to address those needs.

M&T Bank also hosts frequent listen and learn sessions across its footprint to gather insights and feedback on what its customers and communities would like M&T Bank to provide, and these sessions have enabled M&T Bank to design specific solutions and plans for each respective community. For example, in Buffalo, M&T representatives met with a group of

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<sup>12</sup> BNCRC Letter, at 9-10.

<sup>13</sup> BNCRC Letter, at 5-6. Another commenter asserts that the Application contains "omissions and inadequacies" because it lacks specificity with respect to M&T's future products, services and programs designed to meet the needs of LMI and MM communities. See WNYLC Letter at 5-6. This commenter also suggests that M&T's plan not to change its business strategy and operations will be detrimental to the communities it serves. *Id.* at 6. The responses to questions in the merger application forms of the Board of Governors of the Federal Reserve System (the "Board") that the commenter flags as "inadequate" are not specifically related to M&T's commitment to its communities. The questions address planned changes, if any, to the applicant's products and services broadly. Indeed, M&T's plans to maintain its products, services and programs demonstrates that M&T will not be taking its focus off of the local communities it serves, and as discussed below with respect to a Bank On checking account, will expand its products and services to legacy People's United communities.

African American community leaders, including councilmembers, who shared insights regarding the types of financial empowerment educational topics their constituents would find most useful. Based on these insights, M&T Bank hosted virtual financial empowerment sessions covering these requested topics, including building and maintaining good credit, building financial legacy in the Black community and protecting assets and families with life insurance. These sessions have been well attended. For example, over 1,500 attendees viewed the session on building credit, a session which was targeted to the Black community in the Masten District of Buffalo. Many of the other products, services and partnerships identified in Section [II] of this response are also the products of such outreach and engagement. This practice is a part of M&T's culture and will continue after closing of the Transaction.

Another recent example of M&T's attentiveness and responsiveness to community needs even beyond CRA-qualifying activities is its development of a secured credit card. The process of developing this product began with gathering feedback from a series of community listening session and focus groups in LMI communities on Buffalo's East Side. During this process, community members repeatedly articulated a desire for a "credit builder" product that individuals could use to help build and improve personal credit scores. Based on this feedback, M&T piloted a secured credit card product offering in these specific communities and used the pilot to gather additional information about community preferences and needs. The community response was so overwhelmingly positive that M&T expanded the pilot project to its entire footprint. The credit line starts at \$250. Other product features include access to online and mobile banking and the ability to link this account to a traditional checking account to provide overdraft protection. This is just one example of M&T's attentiveness and responsiveness to community needs.

Similarly, in response to community needs, M&T Bank developed the "MyWay" checking account. This account has been certified by the Cities for Financial Empowerment as an officially designated "Bank On" account.<sup>14</sup> The MyWay account is a checkless checking account with no overdraft fees. The product has the same features as a traditional account but does not allow customers to overdraw the account. This account helps bring more people into the financial mainstream because customers are eligible to open a checking account even if they have had past issues with banking accounts. MyWay users also have debit card access, access to online and mobile banking and the ability to use Zelle for person-to-person payments. The Bank On certification is important because it assures customers that they have access to a safe, low-cost account that meets their daily needs and adheres to an independent national standard. A basic transaction account is an important first step toward participating in the financial mainstream and, along with the secured card, plays an important role in providing underserved populations access to mainstream financial services. People's United Bank does not offer a

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<sup>14</sup> Bank On, Certified Accounts, <https://joinbankon.org/accounts/>.

Bank On certified account or a secured credit card, so the Transaction will increase access to these products throughout the legacy People's United Bank footprint.

M&T is committed to engaging in innovative projects and programs that will not only meet the present needs of LMI and MM communities in the Buffalo area, but also sustainably improve their quality of life over the long term. To this end, M&T is currently collaborating with several organizations on two projects in the Buffalo area. The first is the Western New York Tech Skills Initiative, a collaboration with regional stakeholders and industry partners such as General Assembly, an organization that focuses on adult education in in-demand skills. This is a free, community-facing program directed to individuals who are unemployed or underemployed due to COVID-19, who are entry-level and need to increase their skill levels, or who are from underserved segments of the Buffalo area communities. The initiative has already enrolled nearly 500 people. The coalition includes Empire State Development, Erie County, the City of Buffalo, regional employers and non-profit partners like the Buffalo Urban League, Goodwill of WNY, 43North and TechBuffalo. M&T is a major financial sponsor of this initiative.

Employment candidates from backgrounds underrepresented in the technology field are the focus of another of M&T's projects: The Z Development Program Apprenticeship. Focused on building talent trained on the IBM Z® platform for employment at M&T, this collaboration with IBM and Franklin Apprenticeships trains mainframe developers and system programmers via 12 months of virtual classes and on-the-job mentoring. Franklin Apprenticeships is a national organization that specializes in recruiting candidates from non-traditional and diverse backgrounds. Recently, Franklin Apprenticeships has focused on recruiting and training individuals from groups that have been historically underrepresented in the tech industry, including communities of color and women. M&T is the sole financial sponsor of this program, the goal of which is to grow and increase the diversity of M&T's skilled workforce in the Buffalo area.

M&T's involvement with the Western New York Tech Skills Initiative and the Z Development Program Apprenticeship demonstrate its enduring commitment to meeting and exceeding the needs of the communities in the Buffalo area.

M&T Bank's record of strong performance and present engagement in forward-looking initiatives and its ability to expand them as a result of the Transaction, demonstrate that the Transaction will help further address the convenience and needs of the communities in which M&T Bank operates. The Application, as submitted, further demonstrates that the Transaction meets the other statutory criteria for approval. M&T Bank therefore respectfully requests that NYDFS approve the Application as filed at the earliest possible time.



New York State Department of Financial  
Services

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If you have any questions or desire additional information with respect to this matter,  
please contact the undersigned at (518) 464-6144 or Mark J. Menting at (212) 558-4859.

Sincerely,



cc: Stephen C. Halpern  
(Western New York Law Center)

Kathryn Franco  
(Buffalo Niagara Community Reinvestment Coalition)

John N. Lipsitz

Lou Jean Fleron

Samuel Dolce

Cathy Weintraub  
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(New York State Department of Financial Services)

Ivan Hurwitz  
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John Akal  
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Patricia Soriano  
Alyssa O'Connor  
Peggy Naulty  
(Board of Governors of the Federal Reserve)

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



New York State Department of Financial  
Services

-13-

H. Rodgin Cohen  
Mark J. Menting  
Andrea R. Tokheim  
(Sullivan & Cromwell LLP)