

PUBLIC DISCLOSURE

May 10, 2010

COMMUNITY REINVESTMENT ACT PERFORMANCE EVALUATION

Manufacturers and Traders Trust Company
RSSD No. 501105

One M&T Plaza
Buffalo, New York 14203

Federal Reserve Bank of New York
33 Liberty Street
New York, New York 10045

NOTE: This document is an evaluation of this institution's record of meeting the credit needs of its entire community, including low- and moderate-income neighborhoods, consistent with safe and sound operation of the institution. This evaluation is not, nor should it be construed as, an assessment of the financial condition of this institution. The rating assigned to this institution does not represent an analysis, conclusion, or opinion of the federal financial supervisory agency concerning the safety and soundness of this financial institution.

TABLE OF CONTENTS

Institution Rating
Overall Rating.....1
Performance Test Ratings Table.....1
Summary of Major Factors Supporting Rating.....1

Institution
Description of Institution.....2
Scope of Examination.....4
Conclusions With Respect to Performance Tests.....8

State of New York
New York State Rating.....15
Scope of Examination.....15
Description of Operations.....16
Conclusions With Respect to Performance Tests.....16

New York Metropolitan Area (Full Review)
Description of Operations in MSA 15380 (Buffalo-Niagara Falls, NY).....19
Conclusions With Respect to Performance Tests.....22

New York Metropolitan Area (Full Review)
Description of Operations in MSA 40380 (Rochester, NY).....29
Conclusions With Respect to Performance Tests.....31

New York Metropolitan Area (Full Review)
Description of Operations in MSA 45060 (Syracuse, NY).....38
Conclusions With Respect to Performance Tests.....40

New York Metropolitan Area (Full Review)
Description of Operations in MSA 13780 (Binghamton, NY).....46
Conclusions With Respect to Performance Tests.....48

New York Metropolitan Area (Full Review)
Description of Operations in MSA 10580 (Albany – Schenectady - Troy, NY).....54
Conclusions With Respect to Performance Tests.....56

New York State Metropolitan and Nonmetropolitan Areas (Limited Review).....63

State of Pennsylvania
Pennsylvania State Rating.....64
Scope of Examination.....64
Description of Operations.....65
Conclusions With Respect to Performance Tests.....65

Pennsylvania Metropolitan Area (Full Review)	
Description of Operations in MSA 49620 (York-Hanover, PA).....	68
Conclusions With Respect to Performance Tests.....	70
Pennsylvania Metropolitan Area (Full Review)	
Description of Operations in MSA 25420 (Harrisburg-Carlisle, PA).....	77
Conclusions With Respect to Performance Tests.....	79
Pennsylvania Nonmetropolitan Area (Full Review)	
Description of Operations in Pennsylvania Non-MSA Group A (Bradford, Columbia, Montour, Northumberland, Schuylkill, Snyder, Sullivan, and Union Counties)	86
Conclusions With Respect to Performance Tests.....	89
Pennsylvania Metropolitan Area (Full Review)	
Description of Operations in MSA 42540 (Scranton-Wilkes Barre, PA).....	95
Conclusions With Respect to Performance Tests.....	97
Pennsylvania Metropolitan Area (Full Review)	
Description of Operations in MSA 11020 (Altoona, PA).....	103
Conclusions With Respect to Performance Tests.....	105
Pennsylvania Metropolitan Area and Nonmetropolitan Areas (Limited Review).....	111
State of Maryland	
Maryland State Rating.....	112
Scope of Examination.....	112
Description of Operations.....	113
Maryland Metropolitan Area (Full Review)	
Description of Operations in MSA 12580 (Baltimore-Towson, MD).....	116
Conclusions With Respect to Performance Tests.....	118
Maryland Metropolitan and Nonmetropolitan Areas (Limited Review)	125
MSA 35620 (New York-Northern New Jersey-Long Island, NY-NJ-PA) Multi-state Metropolitan Area	
MSA 35620 Multi-state Metropolitan Area Rating.....	126
Scope of Examination.....	126
Description of Operations.....	126
Conclusions With Respect to Performance Tests.....	129
MSA 47900 (Washington-Arlington-Alexandria, DC- VA-MD-WV) Multi-state Metropolitan Area	
MSA 47900 Multi-state Metropolitan Area Rating.....	136
Scope of Examination.....	136
Description of Operations.....	136
Conclusions With Respect to Performance Tests.....	139

MSA 37980 (Philadelphia-Camden-Wilmington, PA-NJ-DE-MD) Multi-state Metropolitan Area	
MSA 37980 Multi-state Metropolitan Area Rating.....	146
Scope of Examination.....	146
Description of Operations.....	146
Conclusions With Respect to Performance Tests.....	149
MSA 19060 (Cumberland MD-WV) Multi-state Metropolitan Area	
MSA 19060 Multi-state Metropolitan Area Rating.....	156
Scope of Examination.....	156
Description of Operations.....	156
Conclusions With Respect to Performance Tests.....	159
State of Virginia	
MSA 40060 (Richmond, VA) Rating.....	165
Scope of Examination.....	165
Description of Operations.....	165
Conclusions With Respect to Performance Tests.....	168
State of Delaware	
Delaware State Rating.....	170
Scope of Examination.....	170
Description of Operations.....	170
Conclusions With Respect to Performance Tests.....	172
Exhibits	
Exhibit 1: Summary of Key Assessment Area Data for All Rated Areas.....	7
Exhibit 2: Summary of Lending Activity.....	8
Exhibit 3: Originations and Purchases Inside and Outside the Assessment Area.....	9
Exhibit 4: Summary of Key Assessment Area Data: New York State.....	17
Exhibit 5: Summary of Key Assessment Area Data: Pennsylvania.....	66
Exhibit 6: Summary of Key Assessment Area Data: Maryland.....	115
Appendices	
CRA Appendix A: Scope of Examination.....	1745
CRA Appendix B: Summary of State and Multi-state Metropolitan Area Ratings.....	176
CRA Appendix C: Glossary.....	177
CRA Appendix D: Summary of Branch Locations.....	180
CRA Appendix E: Community Development Loans.....	181
CRA Appendix F: Qualified Investments.....	182
CRA Appendix G: Bank and Aggregate 2008 Limited Scope Lending Tables.....	183
CRA Appendix H: Assessment Area Maps.....	207

INSTITUTION RATING

INSTITUTION'S CRA RATING: Manufacturers and Traders Trust Company is rated Outstanding.

The following table indicates the performance level of the institution with respect to the lending, investment and service tests.

PERFORMANCE LEVELS	PERFORMANCE TESTS		
	Lending Test*	Investment Test	Service Test
Outstanding		X	X
High Satisfactory	X		
Low Satisfactory			
Needs to Improve			
Substantial Noncompliance			

* The lending test is weighted more heavily than the investment and service tests in determining the overall rating.

The major factors supporting the institution's rating follow:

- The bank was a leader in making community development loans and qualified investments.
- Retail delivery systems were readily accessible to all portions of the bank's assessment areas.
- The volume of lending related to the Home Mortgage Disclosure Act ("HMDA") and lending to small businesses reflected good responsiveness to credit needs in the bank's assessment areas.
- The geographic distribution of lending was good.
- The distribution of loans to individuals of different income levels and businesses of different sizes was good.

INSTITUTION

DESCRIPTION OF INSTITUTION*

Total assets	\$67.9 billion
Net loans & leases	\$49.6 billion
Total domestic deposits	\$46.2 billion
Number of branches	773
Headquarters	Buffalo, NY
Bank holding company	M&T Bank Corporation

* As of December 31, 2009.

Manufacturers and Traders Trust Company (“M&T”) is the principal subsidiary of M&T Bank Corporation, a New York State-based bank holding company. Headquartered in Buffalo, New York, M&T is a full-service commercial bank with offices in New York, Pennsylvania, Maryland, the District of Columbia, Virginia, West Virginia and Delaware. It is the 28th largest bank in the U.S. in terms of asset size.

The bank and its affiliates provide a broad range of financial, commercial and retail services to individuals, corporations, professional clients, government entities, and financial institutions. Bank services include loans, deposits, trust, mortgage banking, asset management, and other financial services. M&T affiliates relevant to this examination include M&T Realty Capital Inc. and M&T Real Estate Trust. Both are wholly-owned subsidiaries of the bank with the principal business of originating and selling commercial, development and construction loans.

Since the previous CRA examination of M&T, M&T Bank Corporation expanded its presence in Maryland, Virginia and the District of Columbia by acquiring Provident Bank of Maryland and its 143 branches in May of 2009. On August 28, 2009, M&T acquired the deposits of the Bradford Bank. The bank had nine offices in Baltimore, Maryland.

As described below and illustrated in maps starting on page 207, M&T has nine state or multi-state areas subject to CRA ratings, and these include 41 assessment areas.

1. New York State

- MSA 15380 (Buffalo-Niagara Falls, NY)
- MSA 40380 (Rochester, NY)
- MSA 45060 (Syracuse, NY)
- MSA 13780 (Binghamton, NY)
- MSA 39100 (Poughkeepsie-Newburgh-Middletown, NY)
- MSA 10580 (Albany-Schenectady-Troy, NY)
- NY Non-MSA Group A (Allegany, Cattaraugus, Chautauqua, Genesee, Wyoming, and Steuben Counties, NY)
- MSA 28740 (Kingston, NY)

- MSA 27060 (Ithaca, NY)
- NY Non-MSA Group B (Cayuga, Chenango, Seneca, and Cortland Counties, NY)
- NY Non-MSA Group C (Sullivan County, NY)
- MSA 46540 (Utica-Rome, NY)
- MSA 21300 (Elmira, NY)
- Non-MSA Group D (Jefferson County, NY)

2. State of Pennsylvania

- MSA 49620 (York-Hanover, PA)
- MSA 25420 (Harrisburg-Carlisle, PA)
- PA Non-MSA Group A (Bradford, Columbia, Montour, Northumberland, Schuylkill, Snyder, Sullivan, and Union Counties, PA)
- MSA 42540 (Scranton-Wilkes-Barre, PA)
- MSA 11020 (Altoona, PA)
- PA Non-MSA Group C (Adams, Bedford, Franklin and Huntingdon Counties, PA)
- MSA 39740 (Reading, PA)
- MSA 29540 (Lancaster, PA)
- MSA 48700 (Williamsport, PA)
- MSA 44300 (State College, PA)
- MSA 10900 (Allentown-Bethlehem-Easton, PA-NJ)
- PA Non-MSA Group D (Clearfield and Clinton Counties, PA)
- MSA 30140 (Lebanon, PA)
- PA Non-MSA Group B (Monroe County, PA)

3. State of Maryland

- MSA 12580 (Baltimore-Towson, MD)
- MSA 25180 (Hagerstown-Martinsburg, MD-WV)
- MSA 41540 (Salisbury, MD)
- MD Non-MSA Group A (Caroline, Dorchester, and Talbot Counties, MD)
- MD Non-MSA Group B (St. Mary's County, MD)
- MD Non-MSA Group C (Worcester County, MD)
- MD Non-MSA Group D (Garrett County, MD)

4. MSA 35620 (New York-Northern New Jersey-Long Island, NY-NJ-PA)

- Includes MD 35644 (New York-Wayne-White Plains, NY-NJ) Bronx, Kings, New York, Putnam, Queens, Rockland, and Westchester Counties, NY, Bergen County, NJ. and MD 35004 (Nassau-Suffolk Counties, NY),

5. **MSA 47900 (Washington-Arlington-Alexandria, DC-VA-MD-WV)**

- Includes MD 13644 (Bethesda-Rockville-Frederick, MD) and portions of MD 47894 (Washington-Arlington-Alexandria, DC-VA-MD-WV)

6. **MSA 37980 (Philadelphia, Camden, Wilmington, PA-NJ-DE-MD)**

- Includes MD 37964 (Philadelphia, PA) and portions of MD 48864 (Wilmington, DE-MD-NJ)

7. **MSA 19060 (Cumberland MD-WV)**

- Allegany County, MD and Mineral County, WV

8. **State of Virginia**

- Included MSA 40060 (Richmond, VA) Chesterfield, Hanover, Henrico Counties, and Richmond City.

9. **State of Delaware**

- Non-MSA Sussex County

M&T has no financial or legal impediments that would prevent it from fulfilling its responsibilities under CRA. The bank received a rating of *Outstanding* at its previous CRA examination as of May 12, 2008.

SCOPE OF EXAMINATION

Procedures

M & T's CRA performance was reviewed using the Federal Financial Institutions Examination Council's *Interagency CRA Procedures for Large Retail Financial Institutions*.

Products

Home purchase, refinance, home improvement, small business and other loans qualifying as community development loans were evaluated. The mortgage loans evaluated were reported under HMDA and the small business loans evaluated were reported under the CRA. Examiners verified the integrity of HMDA-related and small business loan data reported by the bank and its affiliates in 2008 and 2009.

M&T also extends small farm loans and multifamily loans. These loan types were not analyzed during this examination because the bank's retail product strategies resulted in low volumes. Multifamily loans qualifying as community development loans were considered in the evaluation of community development lending.

Examination Period

HMDA-related and CRA-reportable small business loans originated between January 1, 2008 and December 31, 2009 were considered in the evaluation. Examiners also reviewed community development loans, investments and services for the same period as well as activities pertaining to the service test.

Lending Distribution Analysis

Only loans in M&T's assessment areas were included in the analysis of geographic and borrower distribution. To evaluate the geographic distribution of HMDA-related loans, the proportion of loan originations was compared with the proportion of owner-occupied housing units in low- and moderate-income ("LMI") and non-LMI geographies. For small business loans, the analysis compared the proportion of loan originations with the proportion of businesses located in LMI and non-LMI geographies. Performance was rated based on penetration in LMI geographies, but performance in low- and moderate- income geographies was analyzed separately. The analysis took into account lending opportunities in low- income tracts relative to moderate-income tracts as indicated by demographic data and aggregate lending patterns.

In order to analyze the borrower characteristics of HMDA-related loans, the proportion of originations to LMI borrowers was compared with the proportion of LMI families in the assessment areas. Income estimates from the U.S. Department of Housing and Urban Development ("HUD") were used to categorize borrower income. HUD-adjusted median family income figures for 2008 were used to categorize borrower income level for 2008 loans and 2009 HUD-adjusted median family income estimates were used to categorize 2009 loans. 2008 Dun and Bradstreet data were used for demographic information relating to the proportion of businesses with gross annual revenues ("GAR") of less than or equal to \$1 million. The size of the small business loan was also used as a proxy to identify lending to smaller businesses.

HMDA-related and small business loan performance was also compared with the aggregate of all lenders in M&T's assessment areas subject to HMDA and/or CRA small business loan reporting. For both HMDA-related and small business lending, lending patterns were compared with the 2008 aggregate. Aggregate information was not available for 2009 at the time of the examination.

Deriving Overall Conclusions

M&T's performance in New York State received the most weight in determining the bank's overall rating because of its concentration of deposits, lending and demographics in the state. The states of Maryland and Pennsylvania were also weighted significantly. The remaining assessment areas, each with 6% of loans and 8% of deposits or less, did not have a substantial effect on the overall rating. For details, see Exhibit 1, Summary of Key Assessment Data. To reach a conclusion about the bank's overall performance in an assessment area, products were weighted based on their dollar volume in that area.

In order to learn more about community credit needs, examiners conducted 19 interviews with community contacts during the examination. Contacts were located throughout the bank's assessment areas and included representatives of community-based organizations, municipalities and quasi-government agencies.

Exhibit 1 Summary of Key Assessment Area Data										
	New York State	State of Pennsylvania	State of Maryland	Multi-State MSA 35620	Multi-State MSA 47900	Multi-State MSA 37980	Multi-State MSA 19060	State of Virginia	State of Delaware	TOTALS
Total Population⁴	5,946,226	4,405,093	3,026,419	12,508,538	4,654,618	3,935,598	102,008	806,313	156,638	35,541,451
Population % of AA population	17%	12%	9%	35%	13%	11%	0.3%	2%	0.4%	100%
Families	1,511,221	1,066,246	785,086	3,038,083	1,158,384	993,755	26,762	211,293	44,090	8,834,920
Families % of AA families	17%	12%	9%	34%	13%	11%	<1%	2%	<1%	100%
Total Census Tracts⁴	1,530	1,011	732	3,165	989	1,003	30	202	36	8,698
Tracts % AA tracts	18%	12%	8%	36%	11%	12%	<1%	2%	0%	100%
LMI tracts	400	181	243	1,042	314	315	3	59	0	2,557
LMI tracts % all AA LMI tracts	16%	7%	10%	41%	12%	12%	0%	2%	0%	100%
Total Owner-Occupied Units⁴	1,534,304	1,232,113	778,818	2,064,376	1,041,933	1,021,253	28,964	212,232	50,505	7,964,498
Units % of AA units	19%	15%	10%	26%	13%	13%	<1%	3%	1%	100%
Business Establishments⁵	228,220	174,261	133,340	604,408	236,710	166,603	3,219	38,219	8,326	1,593,306
Bus. est. % AA bus. est.	14%	11%	8%	38%	15%	10%	<1%	2%	1%	100%
Number of Branches¹	231	186	160	38	114	28	8	7	1	773
Branches % all branches	30%	24%	21%	5%	15%	4%	1%	1%	<1%	100%
Branches in LMI tracts	46	35	36	5	27	6	1	1	0	157
LMI branches % AA LMI branches	29%	22%	23%	3%	17%	4%	1%	1%	0%	100%
Branch Deposits (\$'000s)²	19,198	7,105	11,191	3,529	3,469	673	224	74	19	45,482
Deposits % AA deposits	42%	16%	25%	8%	8%	1%	<1%	<1%	<1%	100%
Deposit Market Share (%) / Rank in Market	17/2	9/3	18/2	.51/20	2/10	.5/22	25/2	.15/22	<1/13	Not Applicable
Home Purchase Originations³	8,406	3,570	869	1,433	757	415	73	39	32	15,594
HP originations % AA orig.	54%	23%	6%	9%	5%	3%	<1%	<1%	<1%	100%
Refinance Originations³	4,918	3,268	1,929	796	776	601	165	19	49	12,521
Refi orig. % AA orig.	39%	26%	15%	6%	6%	5%	1%	<1%	<1%	100%
Home Improvement Originations³	1,302	1,896	385	99	117	67	63	1	12	3,942
Home Improvement orig. % AA orig.	33%	48%	10%	3%	3%	2%	2%	<1%	<1%	100%
Small Business Originations³	7,490	6,074	2,278	947	1,085	457	120	25	39	18,515
SB orig. % AA orig.	40%	33%	12%	5%	6%	2%	1%	<1%	<1%	100%
Combined Loan Totals	22,116	14,808	5,461	3,275	2,735	1,540	421	84	132	50,572
% of AA Orig.	44%	29%	11%	6%	5%	3%	1%	<1%	<1%	100%

(1) Branch numbers are as of 12/31/2009. (2) Branch deposits and deposit market share are from the FDIC as of 6/30/09. (3) Originations are loans reported under HMDA or CRA small business reporting for 2008 and 2009. (4) Demographic information was obtained from the 2000 Census. (5) Business establishments information was reported by D&B for 2008.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS

LENDING TEST

M&T's overall performance in meeting the credit needs of its assessment areas is rated *high satisfactory*.

The tables in Appendix G lists the data used to evaluate the bank's geographic and borrower distribution performance in its various limited scope assessment areas. The Appendix E table contains data used to evaluate the Community Development lending test.

Lending Activity:

M&T's responsiveness to the retail credit needs of its assessment areas was good, given the bank's capacity to meet assessment area credit needs and overall market conditions. This conclusion is based on good performance in New York and Pennsylvania, MSA 35620 (NY-Northern NJ-Long Island, NY-NJ-PA) and MSA 19060 (Cumberland, MD-WV), adequate performance in Maryland, Delaware, Virginia, MSA 47900 (Washington-Arlington-Alexandria, DC-VA, MD, WV) and MSA 37980 (Philadelphia-Camden-Wilmington, PA-NJ-DE-MD).

Overall, 77,264 Home Purchase, Refinance, Home Improvement, and Small Business loans were made during the examination period, totaling \$14.5 billion, as detailed in Exhibit 2. This represents a decrease of 5,165, or 6%, in the number, and \$1.1 billion, or 7%, in the dollar volume of HMDA-related and small business loans made compared to the prior review.

Exhibit 2				
SUMMARY OF LENDING ACTIVITY				
January 1, 2008 – December 31, 2009				
Loan Type	#	%	\$(000s)	%
HMDA Home Purchase	26,728	34	\$4,846,736	34
HMDA Refinancings	29,912	39	\$6,104,248	42
HMDA Home Improvement	3,667	5	\$194,671	1
Total HMDA-related	60,307	78	\$11,145,655	77
Total Small Business	16,957	22	\$3,309,173	23
TOTAL LOANS	77,264	100	\$14,454,828	100

Note: This table includes bank and affiliate loans made within the examination period.

Assessment Area Concentration: A majority of loans originated by M & T were extended in the bank's assessment areas as detailed in the chart on the next page. The chart indicates adequate distribution of HMDA loans and excellent distribution of small business loans. HMDA distribution was impacted by the consolidation of M&T Mortgage Corp. into the bank in 2007. The bank originates and purchases mortgages in 48 states and the District of Columbia.

Exhibit 3
LENDING INSIDE AND OUTSIDE THE ASSESSMENT AREA
JANUARY 1, 2008 – DECEMBER 31, 2009

<i>Loan Type</i>	INSIDE				OUTSIDE			
	#	%	\$	%	#	%	\$	%
Home Purchase	14,960	56	2,523,409	52	11,768	44	2,323,327	48
Refinancings	13,102	44	2,281,842	37	16,810	56	3,822,406	63
Home Improvement	3,281	89	126,226	65	386	11	68,445	35
TOTAL HMDA-RELATED	31,343	52	4,931,477	44	28,964	48	6,214,178	56
TOTAL SMALL BUSINESS	13,354	96	2,726,782	92	619	4	226,385	8
TOTAL LOANS	44,697	60	7,658,259	54	29,583	40	6,440,563	46

Note: This table includes only loans originated or purchased by the bank. Affiliate loans are not included.

Geographic and Borrower Distribution:

The overall geographic distribution of HMDA-related and small business loans reflected good penetration in LMI geographies. Performance was good in New York, Pennsylvania, and Maryland, as well as MSA 35620 (New York-Northern New Jersey-Long Island, NY-NJ-PA), MSA 47900 (Washington-Arlington-Alexandria DC-VA-MD-WY), and MSA 37980 (Philadelphia-Camden-Wilmington, PA-NJ-DE-MD). Performance was adequate in MSA 19060 (Cumberland, MD-WV), Virginia and Delaware.

The overall distribution of loans among borrowers of different income levels and businesses of different sizes was good based on good distribution in New York, Pennsylvania, MSA 37980 (Philadelphia-Camden-Wilmington, PA-NJ-DE-MD) and MSA 19060 (Cumberland, MD-WV). Adequate lending performance was noted in Maryland, Virginia, Delaware, MSA 35620 (New York-Northern New Jersey-Long Island, NY-NJ-PA), and MSA 47900 (Washington-Arlington-Alexandria, DC-VA-MD-WV).

Various innovative and flexible products served to enhance the level of lending in low- and moderate-income geographies and to low- and moderate-income borrowers. A number of responsive products were targeted to specific community needs in the bank's various assessment areas.

M & T made extensive use of innovative products such as the FHA "Community" product and Fannie Mae's "Get Started" product. FHA's "Community" product offers below market interest rates in low- and moderate-income areas while Fannie Mae's "Get Started" product features biweekly or monthly payments, below-market interest rates, and reduced down payment requirements. M&T also offers optional unsecured M&T installment loans to finance closing costs and pre-purchase counseling. M&T made 910 FHA "Community" loans, totaling \$104 million, and 669 Fannie Mae "Get Started" loans, totaling \$75 million during the evaluation period. In 2009 M&T offered \$4,000 and \$2,500 grants for down payments were offered as alternatives to the reduced interest rate feature in several markets. M & T also offered

specialized mortgage products for the Pennsylvania, Maryland and Virginia markets and State of New York Mortgage Association (“SONYMA”) mortgages in New York State.

Community Development Lending:

M&T’s community development lending performance was outstanding based on excellent performance in New York, Pennsylvania, Maryland, MSA 35620 (New York-Northern New Jersey-Long Island, NY-NJ-PA), and MSA 47900 (Washington-Arlington-Alexandria, DC, VA, MD, WV). Performance in MSA 37980 (Philadelphia-Wilmington, PA, DE) was good. No community development lending has been evident in MSA 19060 (Cumberland, MD-WV) or the state of Delaware for the past two examination cycles, and thus performance is rated as poor in both of these areas.

Community Development Lending		
Purpose	#	\$('000s)
Affordable Housing	143	\$810,864
Economic Development	53	\$249,916
Community Services	176	\$511,522
Revitalize and Stabilize	84	\$748,015
Totals	456	\$2,320,317

As shown in the table above, the bank extended 456 community development loans totaling \$2.3 billion, which includes \$1.9 billion in new commitments. This total includes 21 letters of credit amounting to \$238 million, originated during the examination period. It also includes seven loans totaling approximately \$13 million that were extended outside the bank’s assessment area but that benefited a broader regional area. The bank’s community development lending volume generally exceeded similarly-situated banks in the New York, Pennsylvania and Maryland full scope assessment areas. For community development loan details, see Appendix E.

M&T’s community development lending was responsive to community needs. In terms of dollar amounts, affordable housing initiatives represented 35% of total activity. According to community contacts, financing for affordable housing is an important need in all of the bank’s assessment areas. The bank’s lending to support economic development represented 11% while loans that served to revitalize and stabilize represented 32%. Lending for community service initiatives represented 22% of total activity.

INVESTMENT TEST

M&T investment performance is rated outstanding based on excellent performance in the states of New York, Pennsylvania, Maryland, and Delaware, MSA 35620 (New York-Northern New Jersey-Long Island, NY-NJ-PA), MSA 47900 (Washington, Arlington, Alexandria, DC-VA-MD-WV), and MSA 19060 (Cumberland, MD, WV), good performance in MSA 37980 (Philadelphia, Camden, Wilmington, PA-NJ-DE-MD) and adequate performance in Virginia.

The bank demonstrated excellent responsiveness to community credit needs. Qualified investments totaled \$388 million, a 58% increase from the last examination. Of the total, \$205 million or 53% were new investments made since the prior examination. The bank’s qualified investment volume generally exceeded or was comparable to similarly-situated large retail banks in the New York, Pennsylvania and Maryland full scope assessment areas.

Most of the investments, \$224 million, or 58%, were concentrated in the form of low-income housing tax credits (LIHTCs) which helps to provide affordable housing to low-and moderate-income individuals. Other categories of investments included: \$62 million in mortgage-backed securities, \$24 million in equity investments; \$47 million in various types of municipal bonds, \$12 million in new markets tax credits, and \$10 million in charitable grants.

Ninety-three percent, or \$359 million, of total investments supported the development of affordable housing, an important community credit need. Economic development activity through deposits in local credit unions or investment in loan funds and limited

INVESTMENT PURPOSE	#	\$(‘000s)
Affordable Housing	472	359,020
Community Services	883	10,090
Economic Development	54	1,993
Revitalize & Stabilize	43	16,968
Total	1,452	388,071

partnerships represented \$2 million, or 1% of total activity. Investments directed to community development services organizations totaled \$10 million, or 3% of total activity and investments supporting revitalization and stabilization activity totaled \$17 million or 4% of total activity.

Details of investments may be found in Appendix F.

SERVICE TEST

M&T’s rating on the service test is outstanding based primarily on its excellent performance in the states of New York, Pennsylvania and Maryland, and in MSA 47900 (Washington-Arlington-Alexandria, DC-VA-MD-WV). Its performance in MSA 35620 (New York-Northern New Jersey-Long Island, NY-NJ-PA), MSA 37980 (Philadelphia-Camden-Wilmington, PA-NJ-DE) and MSA 19060 (Cumberland, MD-WV) was good, while performance in the states of Delaware and Virginia was adequate

Retail Services: M&T’s branches were readily accessible to all portions of its assessment areas. The bank operated 773 branches, of which 157 (20%) were located in LMI tracts. Alternative delivery systems enhanced the bank’s performance. M&T operated 660 off-site ATM locations across its assessment areas; 140 of these ATMs (21%) were located in LMI areas. M&T also has business relationships with 23 other financial institutions which allow the bank’s customers to use the ATMs owned by these institutions free of charge. Six of these ATMs are located in LMI areas.

Although the bank opened and closed branches, the changes did not adversely affect overall accessibility of delivery systems. During the evaluation period, M&T opened 164 new branches, of which 36 (22%) are located in LMI areas. In addition, the bank closed 73 branches during the evaluation period. Of these, 15 branches (21%) were located in LMI areas.

Services do not vary in a way that inconveniences its assessment areas, particularly LMI geographies and/or LMI individuals. Extended morning, evening and Saturday hours were widely scheduled and tailored to the convenience and needs of the assessment areas. In LMI areas, 122 out of the 157 branches (78%) have extended morning, evening and Saturday hours. In addition, the bank offers alternative delivery systems like bank-by-mail, on-line services, electronic statements, telephone sales, and 24-hour automated services not specifically targeted to LMI individuals.

Community Development Services: M&T is a leader in providing community development services throughout the assessment areas. The table to the right demonstrates the level and type provided, including sponsoring and participating in a significant number of seminars and presentations relating to affordable mortgages, small business assistance, and other banking education throughout its assessment areas. These types of events provided technical assistance and training to LMI individuals, community organizations, small businesses and housing agencies.

Community Development Services	
Mortgage Education Seminars	1754
Financial Literacy Seminars	69
Technical Assistance	53
Total	1876

M&T employees also served on numerous boards and committees of community development organizations and provided financial management expertise and technical assistance to these organizations.

The following are examples of community development services provided by the bank:

- M&T Totally Free Checking is a consumer account that has no minimum balance requirement, no monthly service fee and no per check charges. Totally Free Checking provides greater access to banking services for LMI consumers. The product is available throughout M&T's entire assessment area. In 2009, approximately 58,063 Totally Free Checking Accounts were opened. At year-end 2009, there were 354,721 Totally Free Checking accounts with balances of \$639 million.
- M&T Non-Profit Checking account is designed specifically for non-profit organizations. The product is available in all markets and meets the needs of both large and small non-profit organizations. There are no deposit charges and the \$3 monthly maintenance fee can be avoided with an average monthly ledger balance of \$500. There are 7,064 non-profit checking accounts, representing \$74 million in balances.

- M&T is an active participant in the Federal Home Loan Bank of New York's (FHLB) Affordable Housing Program (AHP). The purpose of the AHP is to provide subsidies for projects that finance homeownership for households at 80% or below the area median income, or projects which finance rental housing where at least 20% of the units will be occupied by and affordable to households at 50% or below the area median income. Only member institutions of the FHLB can submit AHP applications. Therefore, nonprofit agencies, local governments, and community development organizations must obtain the support of member institutions to apply for AHP funds. In addition to sponsoring applications, M&T is responsible for monitoring the approved project and ensuring that the affordable housing project is consistent with its approved program objectives. At year-end 2009, M&T Bank had over \$43 million in total financing commitments and disbursements. In 2008 and 2009, M&T Bank was successful in securing commitments for 45 new Affordable Housing Grant applications realizing \$17 million in grant funds. These projects will create 2,407 units of affordable housing and leverage over \$345 million in additional funding.
- In its New York assessment areas, M&T offers the "First Home Club Individual Development Account Program". This is a matched savings program funded by the Federal Home Loan Bank of New York. The savings program provides a 3- to 1-, match up to \$7,500, to be applied towards a home down payment and closing costs. To qualify for the program, depositors must meet income guidelines that effectively reserve the program for LMI families. Once eligibility is determined clients participate in homebuyer counseling in preparation for the mortgage process and the responsibilities of homeownership. M&T offers the program in partnership with 36 non-profit organizations that assist in providing the homebuyer counseling. During 2008 and 2009, M&T enrolled 599 clients in the First Home Club and closed 191 loans for first time homebuyers.
- As a result of the acquisition of Provident bank, M&T launched the "NeighborWorks Resource Group" program for loans originated in specified Counties of Virginia. This program is for Neighborhood Housing Services of Richmond LMI borrowers or those who are purchasing or refinancing in a designated LMI income census tract. NeighborWorks loans are purchased by the bank at par after being funded by NeighborWorks using M&T funds. The program targets LMI customers and requires a 1% down-payment, maximum LTV of 99%, no mortgage insurance and a minimum credit score of 620.
- M&T has an exclusive relationship with the State of New York Mortgage Agency (SONYMA) to offer the New York State Office of Mental Retardation and Developmental Disabilities' Home of Your Own program. This program is targeted to individuals with developmental disabilities and offers special financing for qualified borrowers. M&T has partnered with Belmont Shelter Corporation to broaden the program's outreach and to provide the additional counseling and support necessary to help ensure individuals with developmental disabilities make

a successful transition to homeownership. As an FHLB approved counseling agency, Belmont also enrolls qualified households in M&T's First Home Club Individual Development Account. Between 2008 and 2009, M&T originated loans for 33 units representing \$5 million in balances.

- In its Pennsylvania assessment areas, M&T offers the Family Savings Account (FSA) Program, a matched savings program funded by the Pennsylvania Department of Economic and Community Development. Participants save a set minimum amount per week for up to two years. At the end of that period, account holders use the accumulated savings, plus a 100% match from the state, for a specific, pre-determined use (home-ownership, home repair, advanced education, or small business start-up.) To qualify for the program, depositors must meet income guidelines that effectively reserve the program for LMI families. M&T has partnered with two non-profit organizations approved by the State for participation in the Program. Non-profit partners are responsible for recruiting and orientation, as well as provision of financial counseling and training for program participants. Bank employees open accounts at the non-profit locations upon request. At the end of 2009, there were 10 active accounts.

FAIR LENDING OR OTHER ILLEGAL CREDIT PRACTICES REVIEW

The bank is in compliance with the substantive provisions of the anti-discrimination laws and regulations. No evidence of discriminatory or other illegal credit practices inconsistent with helping to meet the credit needs of the assessment area was identified.

STATE OF NEW YORK

CRA RATING FOR NEW YORK STATE¹: OUTSTANDING

The lending test is rated: High Satisfactory.

The investment test is rated: Outstanding.

The service test is rated: Outstanding.

The major factors supporting the rating include:

- Good responsiveness to assessment area credit needs;
- Good geographic distribution of loans in the bank's assessment area;
- Good distribution of loans among individuals of different income levels and businesses of different sizes;
- An excellent level of community development lending;
- An excellent level of qualified investments; and
- Readily accessible delivery systems to geographies and individuals of different income levels.

SCOPE OF EXAMINATION

Examiners conducted full-scope analyses of the following five assessment areas in New York State:

- MSA 15380 (Buffalo-Niagara Falls, NY): Includes Erie and Niagara Counties.
- MSA 40380 (Rochester, NY): Includes Livingston, Monroe, Ontario, Orleans and Wayne Counties.
- MSA 45060 (Syracuse, NY): Includes Madison and Onondaga Counties.
- MSA 13780 (Binghamton, NY): Includes Broome and Tioga Counties.
- MSA 10580 (Albany – Schenectady – Troy, NY): Includes Albany, Rensselaer, Saratoga and Schenectady counties.

As shown in Exhibit 4 on page 17, the combined full-scope areas make up 85% of the bank's deposits and 78% of the loans in the state.

¹ For institutions with branches in two or more states in a multistate metropolitan area, this statewide evaluation is adjusted and does not reflect performance in the parts of those states contained within the multistate metropolitan area. Refer to the multistate metropolitan area rating and discussion for the rating and evaluation of the institutions performance in that area.

In order to derive the state rating, full-scope assessment areas were weighted based on the proportion of loan originations and deposits in each. Limited reviews were conducted of the remaining New York assessment areas:

1. MSA 39100 (Poughkeepsie-Newburgh-Middletown, NY)
2. NY Non-MSA Group A (Allegany, Cattaraugus, Chautauqua, Genesee, Wyoming, and Steuben Counties, NY)
3. MSA 28740 (Kingston, NY)
4. MSA 27060 (Ithaca, NY)
5. NY Non-MSA Group B (Cayuga, Chenango, Seneca, and Cortland Counties, NY)
6. NY Non-MSA Group C (Sullivan County, NY)
7. MSA 45640 (Utica-Rome, NY)
8. MSA 21300 (Elmira, NY)
9. Non-MSA Group D (Jefferson County, NY)

DESCRIPTION OF INSTITUTION'S OPERATIONS

M&T's performance in the New York State assessment areas received the most weight in deriving the bank's overall CRA performance rating. As detailed in Exhibit 1 on page 7, 30% of branches and 42% of branch deposits were located in the New York State assessment areas. Furthermore, 54% of home purchase loans, 39% of refinance loans, 33% of home improvement loans, and 40% of small business loans were originated in the New York state assessment areas during the examination period.

M&T had a 17% deposit market share and ranks second in the counties of New York State where the bank has assessment areas. Other peer banks based on deposit market share as of June 30, 2009 are HSBC Bank USA, RBS Citizens Bank NA, Keybank, NA, First Niagara Bank, JP Morgan Chase, and Bank of America, NA.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE STATE OF NEW YORK

LENDING TEST

M&T's lending test performance is rated high satisfactory based on good performance in all of the full-scope assessment areas.

Some data used to evaluate the bank's performance in the state assessment areas appear in the New York sections of the Appendices E and G tables.

EXHIBIT 4 : Summary of Key Assessment Area Data: New York State Assessment Areas

	MSA 15380	MSA 40380	MSA 45060	MSA 13780	MSA 39100	MSA 10580	MSA 46540	Non-MSA Group A	MSA 28740	MSA 27060	Non-MSA Group B	Non-MSA Group C	MSA 21300	Non-MSA Group D	Totals
Total Population⁴	1,170,111	1,037,831	527,777	252,320	621,517	794,293	299,896	476,152	177,749	96,501	215,305	73,966	91,070	111,738	5,946,226
Population % of AA population	20%	17%	9%	4%	10%	13%	5%	8%	3%	2%	4%	1%	2%	2%	100%
Families	303,215	263,806	133,718	65,057	154,804	202,797	76,588	123,166	43,790	19,259	54,864	18,446	23,461	28,250	1,511,221
Families % of AA families	20%	17%	9%	4%	10%	13%	5%	8%	3%	1%	4%	1%	2%	2%	100%
Total Census Tracts⁴	302	253	160	65	133	206	92	124	49	23	53	24	23	23	1,530
Tracts % AA tracts	20%	17%	10%	4%	9%	13%	6%	8%	2%	2%	3%	2%	2%	2%	100%
LMI tracts	95	83	47	17	31	58	27	14	7	5	2	2	6	6	400
LMI tracts % all AA LMI tracts	24%	21%	12%	4%	8%	15%	7%	4%	2%	1%	1%	1%	2%	2%	100%
Total Owner-Occupied Units⁴	310,174	269,898	135,827	67,917	145,576	203,753	79,126	131,542	45,916	19,583	58,038	18,845	24,159	23,950	1,534,304
Units % of AA units	20%	18%	9%	4%	9%	13%	5%	9%	3%	1%	4%	1%	2%	2%	100%
Business Establishments⁵	40,813	38,805	22,337	8,510	28,623	32,938	10,291	16,445	8,553	3,724	7,337	3,371	2,910	3,563	228,220
Bus. est. % AA bus. est.	18%	17%	10%	4%	13%	14%	5%	7%	4%	2%	3%	1%	1%	2%	100%
Number of Branches¹	55	34	29	15	24	13	14	24	7	5	6	3	1	1	231
Branches % all branches	24%	15%	13%	6%	10%	6%	6%	10%	3%	2%	3%	1%	0%	0%	100%
Branches in LMI tracts	15	7	5	5	5	3	2	1	1	2	0	0	0	0	46
LMI branches % AA LMI branch	33%	15%	11%	11%	11%	7%	4%	2%	2%	4%	0%	0%	0%	0%	100%
Branch Deposits (\$'000s)²	9,611	2,488	2,179	1,369	904	721	655	585	312	153	137	59	20	5	19,198
Deposits % AA deposits	50%	13%	11%	7%	5%	4%	3%	3%	2%	1%	1%	0%	0%	0%	100%
Deposit Market Share (%)/ Rank	29/2	18/2	22/1	51/1	9/4	3/7	18/2	11/4	13/3	10/3	5/8	5/7	2/7	34/10	
Home Purchase Originations³	2,660	1,670	815	407	443	1,049	376	465	98	40	185	52	84	62	8,406
HP originations % AA orig.	32%	20%	10%	5%	5%	12%	4%	6%	1%	0%	2%	1%	1%	1%	100%
Refinance Originations³	1,575	824	534	286	289	613	240	237	77	39	123	17	21	43	4,918
Refi orig. % AA orig.	32%	17%	11%	6%	6%	12%	5%	5%	2%	1%	3%	0%	0%	1%	100%
Home Improvement Originations³	395	144	177	145	62	63	117	106	25	10	39	10	1	8	1,302
Home Improvement orig. % AA orig.	30%	11%	14%	11%	5%	5%	9%	8%	2%	1%	3%	1%	0%	1%	100%
Small Business Originations³	2,041	1,842	939	688	525	448	239	321	184	76	116	19	24	28	7,490
SB orig. % AA orig.	27%	25%	13%	9%	7%	6%	3%	4%	2%	1%	2%	0%	0%	0%	100%
Combined Loan Totals	6,671	4,480	2,465	1,526	1,319	2,173	972	1,129	384	165	463	98	130	141	22,116
% of AA Orig.	30%	20%	11%	7%	6%	10%	4%	5%	2%	1%	2%	0%	1%	1%	100%

(1) Branch numbers are as of 12/31/2009. (2) Branch deposits and deposit market share are from the FDIC as of 6/30/09. (3) Originations are loans reported under HMDA or CRA small business reporting for 2008 and 2009. (4) Demographic information was obtained from the 2000 Census. (5) Business establishments information was reported by D&B for 2008.

Lending Activity:

M&T's lending activity showed good responsiveness to retail credit needs in the bank's assessment areas when measured in terms of the number and dollar amount of HMDA-related and small business loans originated and purchased in each assessment area. This conclusion is based on good lending activity in all full scope assessment areas.

Geographic Distribution:

The geographic distribution of HMDA-related and small business loans reflected good penetration in LMI geographies. This conclusion is based on excellent performance in MSA 13780 (Binghamton, NY) and good performance in MSA 15380 (Buffalo, NY), MSA 40380 (Rochester, NY), MSA 45060 (Syracuse, NY), and MSA 10580 (Albany, NY).

Borrower Distribution:

The borrower distribution of HMDA-related and small business loans was good. This conclusion is based on good performance in all of the full scope areas.

Flexible mortgage products such as "Get Started" loans, as well as SONYMA loans helped the bank assist LMI borrowers.

Community Development Loans:

M&T's community development lending performance was outstanding with \$811 million in community development loans. Performance was excellent in MSA 15380 (Buffalo-Niagara Falls) NY), MSA 40380 (Rochester, NY), MSA 45060 (Syracuse, NY) and MSA 10580 (Albany-Schenectady-Troy, NY), while performance was good in MSA 13780 (Binghamton, NY).

Community development lending was spread across New York State. Thirty percent was in MSA 12580 (Buffalo-Niagara, NY), 28% in MSA 40380 (Rochester, NY), 13% in MSA 45060 (Syracuse, NY), 10% in MSA 10580 (Albany-Schenectady-Troy, NY) and 3% in MSA 13780 (Binghamton, NY) with the balance spread across the remaining upstate New York MSAs.

Lending primarily targeted revitalization and stabilization endeavors, with 51% of statewide activity, and affordable housing, with 20% of statewide activity. Loans supporting community services represented 15% and economic development represented 14% of lending activity.

INVESTMENT TEST

In the New York assessment area, M&T had an excellent level of qualified community development investments that exhibited outstanding responsiveness to credit and community development needs. Qualified investments totaled \$110 million or 28% of the bank's total. Totals included statewide investments of \$11 million. Approximately \$21 million of the qualified investments were invested in LIHTCs which are considered complex because of their intricate

accounting requirements. Activity was primarily targeted to MSA 40380 (Rochester, NY) with \$50 million in qualified investments, MSA 27060 (Ithaca, NY) for \$21 million in qualified investments, and MSA 12580 (Buffalo-Niagara, NY) with \$11 million in qualified investments.

SERVICE TEST

M&T's performance under the service test in the New York State assessment areas was outstanding. This conclusion is based on excellent performance in MSA 15380 (Buffalo, NY), 40380 (Rochester, NY), and MSA 13780 (Binghamton, NY) and good performance in MSA 45060 (Syracuse, NY), and MSA 10580 (Albany, NY).

METROPOLITAN AREA

(FULL REVIEW)

MSA 15380 (BUFFALO-NIAGARA FALLS, NY)

DESCRIPTION OF INSTITUTION'S OPERATIONS

This MSA contains the largest proportion of M&T's loans and deposits in New York and includes the city of Buffalo, where the bank has its headquarters. As shown in Exhibit 4 on page 17, M&T operated 55 branches in the MSA, which comprised 24% of the bank's branches in New York State as of December 31, 2009. Thirty percent of the HMDA-related and small business loans the bank extended in the state were originated in this MSA.

As of June 30, 2009, 50% of M&T's deposits in New York State were held in this MSA. With a deposit market share of approximately 29%, M&T was the second largest depository institution, behind HSBC Bank USA National Association, which had 38% of deposits. Other lead banks in terms of deposit market share were Key Bank National Association, First Niagara Bank, Bank of America NA and RBS Citizens Bank NA.

PERFORMANCE CONTEXT

Demographic Characteristics

M&T's assessment area in MSA 15380 (Buffalo-Niagara Falls, NY) includes Erie and Niagara Counties. According to the 2000 Census, the MSA population declined 2% from the 1990 Census, to 1.2 million, and the population of the city of Buffalo fell 11%. The population decline appears to be continuing with the Census Bureau reporting that the MSA population declined 4% from the 2000 Census to 2009. Per the most recent estimates, in July 2009 Buffalo's population was 270,240, a decline of 8% since 2000.

Roughly 14 % of Buffalo’s population is age 65 and older, compared to a national average of 12%. Generally, aging populations limit opportunities for home purchase and refinance lending because older persons tend to own their own homes or live in senior citizen housing with limited mortgage financing needs.

Income Characteristics

The table at the right lists HUD median family income estimates during the examination period. According to the 2000 Census, incomes were lower and the poverty level was higher in the city of Buffalo than in the rest of the MSA.

HUD MEDIAN FAMILY INCOMES		
AREA	2008	2009
MSA 15380	\$60,900	\$63,500

This trend appears to be continuing. 2008 estimates for Buffalo reveal a family median income of \$37,068, which is 61% of the MSA median family income for that same time period. It is also important to note that 25% of Buffalo families live in poverty, which is significantly higher than the national rate of 14% and the state rate of 13% for families living in poverty.

2000 CENSUS		
AREA	Median Family Income	% of Families < Poverty Level
MSA 15380 Yr 2000	\$49,146	9%
City of Buffalo Yr 2000	\$30,614	23%
City of Buffalo Yr 2008	\$37,068	25%

Housing Characteristics

Housing costs in relation to family incomes may limit opportunities for home purchase. In particular, it may be difficult for residents of the city Buffalo to purchase homes without assistance because of lower income levels, with one-quarter of families living below the poverty level.

According to the 2000 Census, the number of owner-occupied housing units in the MSA increased 4% from 1990 as the number of such units in the city of Buffalo dropped 10%. The 2000 Census also reported that 61% of the MSA’s housing units are owner-occupied and 8% are vacant. In Buffalo, 44% of units are owner-occupied and 23% of housing units are vacant, a 7% increase from the last exam. These factors limit the demand for mortgage loans in the city of Buffalo.

MEDIAN HOME SALES PRICES		
Area	2008	2009
MSA 15380	\$105,400	\$113,600

Source: National Association of Realtors

Housing prices are very low in the city of Buffalo, especially on the east side of the city. Rehabilitation and community development activities are needed because of a high vacancy rate and large numbers of boarded-up units. Housing units outnumber households by more than 22 thousand in the city. In addition, according to community contacts, although many homes are old and in poor condition, the city government is slow to demolish condemned housing because of budget problems.

A community contact noted that LMI housing needs have increased while funding for these needs has decreased. The contact also stated there is a need for new multifamily housing. Much of the existing multifamily housing is substandard due to age and neglect. Also, much of the multifamily housing that was previously affordable is no longer affordable.

Labor, Employment and Economic Characteristics

The upstate New York economy has been in decline as a result of lost manufacturing jobs, shedding almost 38% of its jobs between 1990 and 2008. Auto-related production, an important component of the local economy was negatively affected in particular by the current economic downturn. Emphasis is currently on expanding health care and education as growth industries for the region. As shown in the chart above, jobless rates increased during the examination period. Unemployment rates remain higher for the city of Buffalo than for the MSA.

AVERAGE ANNUAL UNEMPLOYMENT RATES		
Area	2008	2009
MSA 15380	5.8%	8.4%
City of Buffalo	6.8%	10.0%

According to a community contact, economic development is needed in the area to counteract the effects of manufacturing and other industrial job losses. The long term trend for the upstate New York economy is less than favorable. Over the past 30 years population growth has been stagnant to declining due to the movement of jobs and people out of the region. Specifically, the loss of young, working age adults is producing an older demographic. Detailed performance context data for this assessment area is provided in the Assessment Area Chart on the next page.

Assessment Area Demographics								
Assessment Area: MSA 15380 Buffalo-Niagara Falls								
Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	32	10.6	24,201	8.0	8,863	36.6	61,613	20.3
Moderate-income	63	20.9	46,874	15.5	9,081	19.4	54,706	18.0
Middle-income	137	45.4	147,553	48.7	7,479	5.1	66,885	22.1
Upper-income	59	19.5	84,587	27.9	1,939	2.3	120,011	39.6
Unknown-income	11	3.6	0	0.0	0	0.0	0	0.0
Total Assessment Area	302	100.0	303,215	100.0	27,362	9.0	303,215	100.0
	Housing Units by Tract	Housing Types by Tract						
		Owner-occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	55,838	13,469	4.3	24.1	29,829	53.4	12,540	22.5
Moderate-income	93,467	40,856	13.2	43.7	40,189	43.0	12,422	13.3
Middle-income	239,892	160,895	51.9	67.1	65,662	27.4	13,335	5.6
Upper-income	122,213	94,949	30.6	77.7	22,749	18.6	4,515	3.7
Unknown-income	173	5	0.0	2.9	116	67.1	52	30.1
Total Assessment Area	511,583	310,174	100.0	60.6	158,545	31.0	42,864	8.4
	Total Businesses by Tract	Businesses by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
	#	%	#	%	#	%	#	%
Low-income	3,965	9.7	3,330	9.4	505	12.2	130	11.4
Moderate-income	5,330	13.1	4,587	12.9	583	14.1	160	14.0
Middle-income	18,589	45.5	16,128	45.4	1,898	45.8	563	49.4
Upper-income	12,503	30.6	11,168	31.4	1,072	25.9	263	23.1
Unknown-income	426	1.0	314	0.9	88	2.1	24	2.1
Total Assessment Area	40,813	100.0	35,527	100.0	4,146	100.0	1,140	100.0
	Percentage of Total Businesses:			87.0		10.2		2.8

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN MSA 15380 (BUFFALO-NIAGARA FALLS, NY)

LENDING TEST

M&T's performance under the lending test was good.

Lending Activity:

M&T's responsiveness to retail credit needs in MSA 15380 was good based on market share activity and comparison to peer banks. HMDA and small business volume was down in 13% compared to the previous examination period despite refinance volume increasing 54%. Comparisons to the aggregate between 2007 and 2008 indicate greater declines for the aggregate.

M&T ranked second in deposit market share, with 29% of deposits, compared to a ranking of second in home purchase lending (10% market share), fourth in refinance lending (7% market share), second in home improvement lending (10% market share), and eighth in small business lending (4% market share). Peer comparisons based on the number of loans per billion dollars of deposits indicate that the bank’s performance is generally consistent with the lending volume of similarly situated banks.

Geographic Distribution:

The geographic distribution of HMDA-related and small business loans was good based on good penetration in moderate-income census tracts and adequate penetration in low-income tracts. M&T’s 2008 performance was below its performance at the last examination, when geographic distribution in low- and moderate-income census tracts was excellent. The following table summarizes lending performance in these tracts.

MSA 15380 (BUFFALO-NIAGARA FALLS, NY)				
Product	Low-income Tracts		Moderate-income Tracts	
	M & T Performance	2008 Aggregate Comparison	M & T Performance	2008 Aggregate Comparison
Home Purchase	Adequate	Similar	Good	Slightly Above
Refinance	Adequate	Similar	Adequate	Similar
Home Improvement	Excellent	Above	Excellent	Similar
Small Business	Good	Slightly Above	Good	Slightly Above

M&T made 2% of its home purchase, 2% of its refinance, and 5% of its home improvement loans in low-income geographies, exceeding the aggregate’s 3% of home improvement loans and similar to the aggregate’s 2% of home purchase and refinance loans. The bank’s home improvement lending also compares favorably to the demographics of the assessment area, which indicate that 4% of the available owner-occupied housing units are located within low-income geographies.

M&T made 12% of its home purchase, 9% of its refinance, and 14% of its home improvement loans in moderate-income geographies, exceeding the aggregate’s 10% for home purchase loans and similar to the aggregate’s 9% for refinance loans and 14% for home improvement loans. The bank’s home improvement loan performance also compares well to the demographics of the assessment area, which indicate that 13% of the available owner-occupied housing units are located within moderate-income geographies.

M&T originated 7% and 12% of its small business loans in low- and moderate-income geographies, respectively, slightly above the aggregate's 6% and 11%. The bank's performance in moderate-income geographies is slightly below the demographics of the assessment area, where 13% of all small businesses operate in moderate-income geographies, and is below the demographics in low-income geographies, where 10% of small businesses operate.

Performance in 2009 was comparable overall, however refinance lending was poor in low-income tracts as total volume more than doubled and lending in low-income tracts remained constant. Small business lending in low-income census tracts was adequate in 2009 compared to good in 2008 as the volume of lending in fell from 7% in 2008 to 6% in 2009.

Distribution by Borrower Income and Revenue Size of Business:

Lending performance in the Buffalo-Niagara Falls assessment area in 2008 was good based on excellent lending to moderate-income borrowers and adequate level of lending to low-income borrowers and small businesses, as indicated in the chart below.

MSA 15380 (BUFFALO-NIAGARA FALLS, NY)				
Product	Low-income Borrowers		Moderate-income Borrowers	
	M & T Performance	2008 Aggregate Comparison	M & T Performance	2008 Aggregate Comparison
Home Purchase	Adequate	Above	Excellent	Above
Refinance	Poor	Similar	Excellent	Slightly Above
Home Improvement	Excellent	Above	Excellent	Slightly Below
	Lending to Businesses with GAR <= \$1 million		2008 Aggregate Comparison	
Small Business	Adequate		Slightly Above	

Low-income Borrowers

M&T's HMDA lending performance in lending to low-income borrowers was adequate overall when compared to the 20% of families in the MSA which are of low-income and the performance of the aggregate. During the examination period the bank made 10%, 6%, and 20% of its home purchase, refinance, and home improvement loans to low-income borrowers respectively. While home ownership is generally affordable to moderate-income borrowers in the MSA, housing costs are generally 3 to 4 times the income levels of low-income borrowers.

M&T's performance for home purchase and home improvement was above the aggregate while its performance for refinance loans was similar. The aggregate made 9%, 6%, and 16% of its home purchase, refinance, and home improvement loans to low-income borrowers, respectively.

Moderate-income Borrowers

M&T’s HMDA-lending performance to moderate-income borrowers was excellent when compared to the 18% of families in the MSA who are of moderate-income. The bank made 28%, 20%, and 28% of its home purchase, refinance, and home improvement loans to moderate-income borrowers respectively. M&T’s performance for home purchase and refinance loans was above the aggregate group of lender’s; while its performance for home improvement loans was slightly below. The aggregate made 24%, 19%, and 31% of its home purchase, refinance, and home improvement loans to moderate-income borrowers, respectively.

Small Business Lending

M&T provided an adequate level of lending to small business borrowers with gross annual revenue (GAR) of \$1 million or less. The bank made 39% of its small business loans to these businesses, compared to the 87% of business establishments in the MSA with GAR of \$1 million or less. Performance was slightly above the aggregate which made 32% to businesses with GAR of \$1 million or less. The bank made 46% of its small business loans in amounts of \$100,000 or less, which was below the aggregate which made 94% of its small business loans in amounts of \$100,000 or less. The average loan size was \$242,000.

Community Development Lending:

M&T’s level of community development lending activity was excellent, with 60 loans totaling \$241 million, or 30% of New York State community development lending. This conclusion was supported by a comparison to similarly situated large retail banks in the assessment area.

Community Development Lending		
Purpose	#	\$(‘000s)
Affordable Housing	11	24,511
Community Services	23	20,145
Economic Development	11	53,546
Revitalize and Stabilize	15	142,422
Totals	60	240,624

Community development lending was responsive to identified community needs as it targeted revitalization and stabilization endeavors and economic development activities which included job retention and creation, revitalization of distressed neighborhoods and community service activities to low- and moderate-income individuals.

Examples of community development initiatives included:

- A \$70 million line of credit to a business located in an empire development zone located in a low-income tract in Buffalo that has also been designated as a renewal community by the U.S. Dept. of Housing and Urban Development (“HUD”). The loan will help preserve 200 jobs for residents of the area and help create 100 new jobs.
- A \$9 million loan to finance construction of 153 units of affordable senior housing.

INVESTMENT TEST

M&T's investment test performance was excellent. Qualified investments totaled \$11.4 million or 10% of state activity. The bank's qualified investment activity exhibited good responsiveness to assessment area credit needs as detailed in the table.

Qualified Investments		
Purpose	#	\$('000s)
Affordable Housing	30	9,218
Community Services	142	2,143
Economic Development	0	0
Revitalize & Stabilize	0	0
Total	172	11,361

Examples of qualified investments included:

- A \$2.2 million investment in a LIHTC to rehabilitate and construct 24 affordable rental housing units in the Buffalo metropolitan area;
- Approximately \$1 million in grants to a community charter school that serves primarily LMI students for after school enrichment programs, technology and equipment, and educational activities.
- A \$100 thousand deposit with a Community Development Credit Union.

SERVICE TEST

Performance under the service test was excellent based on M&T's excellent branch distribution and its leadership in providing community development services in the MSA 15380 (Buffalo-Niagara Falls, NY) assessment area.

Retail Services: The bank's delivery systems were readily accessible to all portions of the bank's assessment area, including LMI areas. Overall, M&T has 55 branches in the Buffalo-Niagara Falls MSA, of which 15, or 27%, are located in LMI areas. This compares favorably to the 25% of the MSA's population that resides in LMI areas.

Changes in branch locations did not adversely impact the accessibility of the bank's delivery systems. During the evaluation period, one branch in an upper-income tract closed.

Alternative delivery systems slightly enhanced the bank's performance in the assessment area. M&T had 69 off-site ATM locations in the MSA; 8 of the ATMs, or 12%, were located in LMI tracts.

The bank's hours and services did not vary in a way that inconveniences the assessment area. Of the 55 branches in the MSA, 42 or 76% had early morning, late evening hours or Saturday hours. Of the 15 branches in LMI census tracts, 8 or 53% had extended hours.

Community Development Services: The bank was a leader in providing community development services in the Buffalo MSA. The table to the right shows the number and type of services provided during the evaluation period. In addition, management and staff served as directors, advisors or committee members to 137 non-profit and community based organizations throughout the bank's assessment area.

Community Development Services	
Mortgage Education Seminars	427
Financial Literacy Seminars	1
Small Business Seminars	20
Technical Assistance	1
Totals	449

2008 Aggregate Comparison Loan Distribution Table

Assessment Area: MSA 15380 Buffalo

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	2008 Bank		2008 Aggregate			2008 Bank		2008 Aggregate		
#	%	\$(000s)	%	\$(000s)	#	%	\$(000s)	%	\$(000s)	
Home Purchase										
Low	27	2.0%	0.9%	1.5%	0.6%	138	10.2%	5.2%	8.8%	4.5%
Moderate	156	11.6%	7.6%	9.9%	5.5%	372	27.6%	21.1%	23.7%	17.2%
Middle	699	51.9%	45.3%	51.8%	44.8%	296	22.0%	21.3%	26.4%	24.9%
Upper	465	34.5%	46.2%	36.8%	49.1%	271	20.1%	30.9%	29.3%	42.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	270	20.0%	21.5%	11.9%	11.5%
Total	1,347	100.0%	100.0%	100.0%	100.0%	1,347	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	8	1.7%	0.6%	1.5%	0.7%	28	6.1%	2.7%	6.5%	3.6%
Moderate	39	8.5%	4.7%	8.6%	5.2%	91	19.9%	13.7%	19.2%	14.1%
Middle	244	53.3%	48.6%	54.3%	48.7%	128	27.9%	23.8%	27.7%	26.0%
Upper	167	36.5%	46.1%	35.6%	45.4%	149	32.5%	43.0%	33.7%	43.6%
Unknown	0	0.0%	0.0%	0.0%	0.0%	62	13.5%	16.7%	12.8%	12.7%
Total	458	100.0%	100.0%	100.0%	100.0%	458	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	9	4.9%	2.1%	3.4%	1.4%	36	19.8%	6.2%	15.6%	7.1%
Moderate	25	13.7%	7.8%	14.2%	9.3%	51	28.0%	14.8%	30.8%	18.1%
Middle	113	62.1%	54.5%	56.0%	48.1%	43	23.6%	19.5%	23.1%	24.3%
Upper	35	19.2%	35.6%	26.5%	41.3%	46	25.3%	49.0%	27.4%	43.6%
Unknown	0	0.0%	0.0%	0.0%	0.0%	6	3.3%	10.6%	3.0%	7.0%
Total	182	100.0%	100.0%	100.0%	100.0%	182	100.0%	100.0%	100.0%	100.0%
Multi-Family										
Low	0	0.0%	0.0%	6.6%	0.9%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	18.9%	17.9%	0	0.0%	0.0%	0.0%	0.0%
Middle	2	100.0%	100.0%	57.5%	50.0%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	17.0%	31.2%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	2	100.0%	100.0%	100.0%	100.0%
Total	2	100.0%	100.0%	100.0%	100.0%	2	100.0%	100.0%	100.0%	100.0%
HMDA Totals										
Low	44	2.2%	0.8%	1.6%	0.7%	202	10.2%	4.4%	8.6%	4.1%
Moderate	220	11.1%	6.6%	9.9%	5.9%	514	25.8%	18.4%	22.8%	15.8%
Middle	1,058	53.2%	48.2%	52.9%	46.2%	467	23.5%	21.2%	26.4%	24.4%
Upper	667	33.5%	44.3%	35.6%	47.3%	466	23.4%	33.3%	30.3%	41.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	340	17.1%	22.7%	11.9%	14.5%
Total	1,989	100.0%	100.0%	100.0%	100.0%	1,989	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
		Bank			Aggregate					
	#	%	%	\$(000s)	%	%	\$(000s)			
Low	92	7.2%		8.7%		5.8%	7.4%			
Moderate	159	12.4%		12.1%		11.0%	13.5%			
Middle	584	45.4%		46.4%		43.9%	44.5%			
Upper	428	33.3%		30.3%		35.2%	31.5%			
Unknown	23	1.8%		2.5%		2.0%	2.5%			
Tract Unknown	0	0.0%		0.0%		2.1%	0.6%			
Total	1,286	100.0%		100.0%		100.0%	100.0%			
By Revenue										
\$1 Million or Less	499	38.8%		18.3%		32.1%	28.2%			
By Loan Size										
\$100,000 or less	588	45.7%		8.8%		93.8%	32.7%			
\$100,001-\$250,000	266	20.7%		16.3%		2.9%	15.3%			
\$250,001-\$1 Million	432	33.6%		74.9%		3.3%	52.0%			
Total	1,286	100.0%		100.0%		100.0%	100.0%			

Originations and Purchases

METROPOLITAN AREA

(FULL REVIEW)

MSA 40380 (ROCHESTER, NY)

DESCRIPTION OF INSTITUTION'S OPERATIONS

As of December 31, 2009, M&T's 34 branches in this MSA represented 15% of the bank's branch network in New York State. The Rochester MSA branches generated 13% of the bank's New York State deposits as of June 30, 2009. With respect to deposits, M&T is ranked second in the area with an 18% market share.

PERFORMANCE CONTEXT

Demographic Characteristics

M&T's assessment area consists of Livingston, Monroe, Ontario, Orleans and Wayne Counties. The MSA population as of 2009 was approximately one million. Since 2000, the population has declined less than 1%. About 13% of the MSA population is over 65, which is higher than the national average of 12.4%. Lending opportunities are reduced as many senior citizens own homes and generally have reduced financing needs.

The city of Rochester, however, has experienced population decreases. According to the most recent available data, Rochester's population declined 5.6% from 2000 to 2009.

Income Characteristics

The Rochester MSA has a high median family income relative to the other full scope assessment areas in upstate New York. Most of the LMI census tracts are located in Monroe County, primarily in the city of Rochester. As shown in the table at right, the 2000 Census found that the city of Rochester has substantially lower incomes and higher poverty levels than the MSA as a whole. In addition the percent of families living in poverty in Rochester is significantly higher than the national rate of 9.8%.

HUD MEDIAN FAMILY INCOMES		
AREA	2008	2009
MSA 40380	\$63,500	\$66,500

2000 CENSUS INCOMES		
AREA	Median Family Income	% of Families < Poverty Level
MSA 40380	\$54,056	7.5%
City of Rochester (Yr:2000)	\$31,257	23.4%

Housing Characteristics

The cost of housing relative to family incomes, particularly in the city of Rochester, limits opportunities for homeownership. The table below indicates the median housing costs in the MSA as reported by the National Association of Realtors.

Most of the housing stock in Rochester was built in the 1950s, and in LMI tracts it dates to the 1940s. A community contact noted that funding is needed to rehabilitate vacant properties, many of which remain unoccupied for long periods and become a blight on neighborhoods. These conditions indicate reduced HMDA-related lending opportunities and a need for community development and home improvement lending to rehabilitate or replace vacant properties.

MEDIAN HOME SALES PRICES		
Area	2008	2009
MSA 40380	\$117,000	\$116,400

Source: National Association of Realtors

Labor, Employment and Economic Characteristics

AVERAGE ANNUAL UNEMPLOYMENT RATES		
Area	2008	2009
MSA 40380	5.5%	7.9%
City of Rochester	7.2%	10.2%

According to Moody's Economy.com, manufacturing declines have stabilized and are expected to remain steady through the first half of 2010 though the long term outlook for major employers such as Eastman Kodak and Xerox is less certain. Education and healthcare are the only areas where job growth may occur. The University of Rochester, Wegmans Food Markets, Inc, Eastman Kodak, Rochester General Health System and Xerox Corporation continue to be the area's major employers.

Unemployment, median family income, and percent of families living in poverty data reveal that the city of Rochester has been more adversely impacted by the changing economic and employment dynamics than the assessment area as a whole. The city continues to have a disproportionate concentration of poverty.

Detailed demographic data for this assessment area is provided in the table on the next page.

Assessment Area Demographics								
Assessment Area: MSA 40380 Rochester								
Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	38	15.0	20,069	7.6	7,477	37.3	51,537	19.5
Moderate-income	45	17.8	34,397	13.0	4,872	14.2	47,655	18.1
Middle-income	109	43.1	130,049	49.3	5,980	4.6	60,068	22.8
Upper-income	56	22.1	79,291	30.1	1,444	1.8	104,546	39.6
Unknown-income	5	2.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	253	100.0	263,806	100.0	19,773	7.5	263,806	100.0
	Housing Units by Tract	Housing Types by Tract						
		Owner-occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	40,415	9,540	3.5	23.6	24,489	60.6	6,386	15.8
Moderate-income	67,490	31,744	11.8	47.0	29,392	43.6	6,354	9.4
Middle-income	206,838	140,252	52.0	67.8	53,194	25.7	13,392	6.5
Upper-income	112,428	88,362	32.7	78.6	20,329	18.1	3,737	3.3
Unknown-income	1	0	0.0	0.0	1	100.0	0	0.0
Total Assessment Area	427,172	269,898	100.0	63.2	127,405	29.8	29,869	7.0
	Total Businesses by Tract	Businesses by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
	#	%	#	%	#	%	#	%
Low-income	3,586	9.2	3,011	8.8	434	12.6	141	13.4
Moderate-income	5,520	14.2	4,705	13.7	631	18.3	184	17.5
Middle-income	17,510	45.1	15,521	45.2	1,465	42.4	524	49.9
Upper-income	12,168	31.4	11,050	32.2	918	26.6	200	19.0
Unknown-income	21	0.1	14	0.0	6	0.2	1	0.1
Total Assessment Area	38,805	100.0	34,301	100.0	3,454	100.0	1,050	100.0
	Percentage of Total Businesses:			88.4		8.9		2.7

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN MSA 40380 (ROCHESTER, NY)

LENDING TEST

M&T's overall performance under the lending test in the Rochester assessment area was good.

Lending Activity:

The bank's responsiveness to retail credit needs in the MSA was good.

M&T ranked second in deposit market share, with 18% of the market, compared to ranking fourth in home purchase lending (6% market share), 8th in refinance lending (4% market share), 13th in home improvement lending (2% market share), and eighth in small business lending (4% market share). M&T's volume in the number of HMDA-related loans and small business loans declined 20% between examination periods. Between 2007 and 2008 HMDA-related volume

decreased 8% while small business volume decreased 21% for the same period in the Rochester MSA. However, the aggregate had more significant declines in the number of loans made in the same period in the Rochester MSA, with a 26% decline in HMDA-related and a 33% decline in small business loans.

Peer comparisons with local peers based on the number of loans per billion dollars of deposits indicates that M & T’s lending volume is generally consistent with the performance of similarly-situated banks.

Geographic Distribution: Geographic distribution in LMI census tracts was good based on excellent home purchase and home improvement performance and good distribution of refinance and small business loans. The bank’s performance was comparable to its performance at the last examination, when its performance in LMI tracts was also good. The following table summarizes M&T’s 2008 performance related to lending in LMI census tracts. Performance in 2009 was comparable.

MSA 40380 (ROCHESTER, NY)				
Product	Low-income Tracts		Moderate-income Tracts	
	M & T Performance	2008 Aggregate Comparison	M & T Performance	2008 Aggregate Comparison
Home Purchase	Adequate	Slightly Below	Excellent	Slightly Above
Refinance	Adequate	Similar	Good	Slightly Below
Home Improvement	Good	Significantly Above	Excellent	Slightly Below
Small Business	Excellent	Significantly Above	Good	Slightly Above

M&T made 2% of its home purchase, 2% of its refinance, and 6% of its home improvement loans in low-income geographies, significantly above the aggregate’s 3% for home improvement loans, slightly below the aggregate’s 3% for home purchase loans, and similar to the aggregate’s 2% for refinance loans. The bank’s home improvement loan performance also compares favorably to the demographics of the assessment area, which indicate that 4% of the available owner-occupied housing units are located within low-income geographies.

M&T made 14% of its home purchase, 9% of its refinance, and 13% of its home improvement loans in moderate-income geographies, above the aggregate’s 12% for home purchase and slightly below the aggregate’s 10% for refinance loans and 14% for home improvement loans. The bank’s home purchase and home improvement performance also compares well to the demographics of the assessment area, which indicate that 12% of the available owner-occupied housing units are located within moderate-income geographies.

M&T originated 13% of its small business loans in both low- and moderate-income geographies, respectively, significantly above the aggregate’s 6% in low-income geographies and similar to the aggregate’s 12% in moderate-income geographies. The bank’s performance also compares well with the demographics of the assessment area, where 9% of all small businesses operate in low-income geographies and below the demographics in moderate-income geographies, where 14% of small businesses operate.

Distribution by Borrower Income and Revenue Size of the Business:

Lending performance in the Rochester assessment area in 2008 was good based on adequate levels of lending to low-income borrowers and small businesses and excellent levels of lending to moderate-income borrowers, as indicated in the chart below. Performance in 2009 was comparable to performance in 2008. While home ownership is generally affordable to moderate-income borrowers in the MSA, housing costs are generally 3 to 4 times the income levels of low-income borrowers.

MSA 40380 (ROCHESTER, NY)				
Product	Low-income Borrowers		Moderate-income Borrowers	
	M & T Performance	2008 Aggregate Comparison	M & T Performance	2008 Aggregate Comparison
Home Purchase	Adequate	Significantly Above	Excellent	Above
Refinance	Poor	Slightly Below	Excellent	Similar
Home Improvement	Excellent	Above	Excellent	Above
	Lending to Businesses with GAR <= \$1 million		2008 Aggregate Comparison	
Small Business	Adequate		Slightly Above	

Low-income Borrowers

M&T provided an adequate level of HMDA-lending to low-income borrowers in this MSA. Home purchase and refinance lending are below the proportion of low-income families (20%) in the MSA while home improvement lending is slightly below the proportion. The bank made 13%, 7%, and 19% of its home purchase, refinance, and home improvement loans to low-income borrowers, respectively.

M&T’s performance for home purchase and home improvement lending to low-income borrowers exceeded the aggregate group of lenders while performance in refinance lending was slightly below. The aggregate made 8%, 8%, and 15% of its home purchase, refinance, and home improvement loans to low-income borrowers, respectively.

Moderate-income Borrowers

M&T’s HMDA-lending performance to moderate-income borrowers in this MSA was excellent when compared to the 18% of families in the MSA who are of moderate-income. The bank made 32%, 20%, and 36% of its home purchase, refinance, and home improvement loans to moderate-income borrowers, respectively.

M&T’s home purchase and home improvement lending performance to moderate-income borrowers exceeded that of the aggregate group of lenders while refinance performance was similar to the aggregate. The aggregate made 25%, 20%, and 27% of its home purchase, refinance, and home improvement loans to moderate-income borrowers, respectively.

Small Business Lending

M&T provided an adequate level of lending to businesses with gross annual revenues (GAR) of \$1 million or less. The bank made 41% of its small business loans to such businesses, compared to the 88% of business establishments in the assessment area with GAR of \$ 1 million or less. M & T’s performance was slightly above the aggregate which made 32% of its small business loans to businesses with revenues of less than \$ 1 million.

The bank made 45% of its small business loans in amounts of \$100,000 or less, which was below the aggregate, which made 95% of its small business loans in amounts of \$100,000 or less. The average loan size was \$240,000.

Community Development Lending:

M&T was a leader within the MSA in community development lending. M&T’s community development lending activity in MSA 40380 (Rochester, NY) was excellent with 49 loan originations totaling \$231 million or 28% of the bank’s New York State community development activity.

Community Development Lending		
Purpose	#	\$(’000s)
Affordable Housing	11	70,864
Community Services	20	44,954
Economic Development	1	1,886
Revitalize and Stabilize	17	113,343
Totals	49	231,047

Performance within the Rochester MSA was directed at revitalization and stabilization and affordable housing which represented 49%, and 31%, respectively, of community development lending activity within the MSA. This conclusion was supported by a comparison to similarly situated large retail banks in the assessment area.

Examples of community development initiatives included:

- A \$5 million line of credit to a non-profit developer of affordable housing in Rochester.

- A \$17 million revolving line of credit to a borrower, located in a designated NYS Empire Zone, that processes and distributes stainless steel, aluminum and plastic products. The borrower receives incentives for job creation and retention for low- and moderate-income workers.
- A \$10 million loan to construct a nursing facility for seniors. The majority of the beds will be occupied by low- to moderate-income patients.

INVESTMENT TEST

M&T's investment performance in MSA 40380 was excellent, totaling \$50.4 million, or 46% of statewide activity. The bank's qualified investment activity exhibited excellent responsiveness to assessment area credit needs, as detailed in the table on the following page.

Qualified Investments		
Purpose	#	\$(‘000S)
Affordable Housing	32	49,615
Community Services	42	781
Economic Development	0	0
Revitalize & Stabilize	0	0
Total	74	50,396

Examples of qualified investment activity included:

- Nine LIHTCs totaling \$49 million to support affordable housing.
- Two deposits totaling \$150,000 with a Community Development Credit Union.

SERVICE TEST

Performance under the service test was excellent based on M&T's good branch distribution and its leadership in providing community development services within the assessment area.

Retail Services: The bank's delivery systems were readily accessible to all portions of its assessment area, including LMI areas. M&T operates 34 branches in MSA 40380, of which 7, or 21%, are located in LMI areas. This is closely proportional with the 23% of the overall population residing within LMI tracts.

Changes in branch locations did not adversely impact the accessibility of the bank's delivery systems. During the exam period, one new M&T branch was opened in a middle income tract. There was no branches closed in the MSA during the exam period. Alternative delivery systems somewhat enhanced the bank's performance in the assessment area. M&T had 25 off-site ATM locations in the assessment area, with five, or 20%, in LMI areas.

The bank's hours and services were tailored to the needs and convenience of the assessment area, including LMI areas. Of the 34 branches in the MSA, 32 have either early morning or late evening hours. Additionally 29, or 85%, have Saturday hours, 4 or 12% of these are within LMI areas.

Community Development Services: The bank provides a relatively high level of community development services in the Rochester MSA. The table to the right shows the number and type of services the bank performed during the evaluation period. Most of the seminars covered mortgage lending topics for LMI borrowers. In addition, management and staff served as directors, advisors or committee members to 62 non-profit and community based organizations throughout the bank's assessment area.

Community Development Services	
Mortgage Education Seminars	101
Financial Literacy Seminars	17
Small Business Seminars	12
Technical Assistance	2
Total	132

2008 Aggregate Comparison Loan Distribution Table
Assessment Area: MSA 40380 Rochester

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	2008 Bank		2008 Aggregate			2008 Bank		2008 Aggregate		
#	%	%	%	%	#	%	%	%	%	
		\$(000s)		\$(000s)			\$(000s)		\$(000s)	
Home Purchase										
Low	19	2.3%	1.5%	2.9%	1.3%	103	12.7%	7.4%	8.4%	4.6%
Moderate	109	13.5%	8.0%	12.3%	7.4%	255	31.5%	25.1%	24.6%	18.2%
Middle	409	50.6%	45.6%	49.8%	44.5%	183	22.6%	23.1%	25.1%	23.4%
Upper	272	33.6%	44.9%	35.0%	46.8%	191	23.6%	35.7%	33.0%	45.7%
Unknown	0	0.0%	0.0%	0.0%	0.0%	77	9.5%	8.6%	8.9%	8.1%
Total	809	100.0%	100.0%	100.0%	100.0%	809	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	5	1.9%	0.5%	2.4%	1.1%	17	6.6%	3.1%	8.0%	4.5%
Moderate	23	8.9%	4.6%	10.1%	6.6%	50	19.5%	12.5%	20.1%	15.3%
Middle	129	50.2%	48.0%	52.9%	47.7%	56	21.8%	17.5%	26.2%	24.1%
Upper	100	38.9%	46.8%	34.6%	44.6%	117	45.5%	60.8%	34.8%	44.9%
Unknown	0	0.0%	0.0%	0.0%	0.0%	17	6.6%	6.2%	10.9%	11.2%
Total	257	100.0%	100.0%	100.0%	100.0%	257	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	4	5.8%	8.1%	2.9%	1.8%	13	18.8%	12.0%	14.8%	6.7%
Moderate	9	13.0%	4.9%	13.7%	8.2%	25	36.2%	27.1%	27.2%	18.2%
Middle	35	50.7%	35.8%	60.4%	53.2%	17	24.6%	14.0%	27.1%	24.0%
Upper	21	30.4%	51.3%	23.1%	36.8%	14	20.3%	46.9%	29.5%	47.5%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	1.5%	3.6%
Total	69	100.0%	100.0%	100.0%	100.0%	69	100.0%	100.0%	100.0%	100.0%
Multi-Family										
Low	1	7.7%	13.5%	11.8%	8.8%	0	0.0%	0.0%	0.0%	0.0%
Moderate	3	23.1%	35.7%	33.3%	26.1%	0	0.0%	0.0%	0.0%	0.0%
Middle	6	46.2%	39.1%	39.8%	44.5%	0	0.0%	0.0%	0.0%	0.0%
Upper	3	23.1%	11.7%	15.1%	20.6%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	13	100.0%	100.0%	100.0%	100.0%
Total	13	100.0%	100.0%	100.0%	100.0%	13	100.0%	100.0%	100.0%	100.0%
HMDA Totals										
Low	29	2.5%	3.6%	2.8%	1.6%	133	11.6%	5.1%	9.0%	4.4%
Moderate	144	12.5%	12.6%	11.9%	7.9%	330	28.7%	17.7%	23.4%	16.6%
Middle	579	50.4%	44.8%	51.9%	45.8%	256	22.3%	17.5%	25.6%	22.7%
Upper	396	34.5%	39.0%	33.4%	44.8%	322	28.0%	34.3%	33.0%	43.7%
Unknown	0	0.0%	0.0%	0.0%	0.0%	107	9.3%	25.5%	9.0%	12.5%
Total	1,148	100.0%	100.0%	100.0%	100.0%	1,148	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
		Bank			Aggregate					
	#	%	%	%	%	%	%	%	%	%
			\$(000s)			\$(000s)		\$(000s)		\$(000s)
Low	149	13.0%	16.7%	5.8%	9.9%					
Moderate	148	12.9%	12.3%	12.1%	13.7%					
Middle	462	40.4%	40.0%	44.6%	45.3%					
Upper	385	33.7%	31.0%	34.7%	30.4%					
Unknown	0	0.0%	0.0%	0.0%	0.0%					
Tract Unknown	0	0.0%	0.0%	2.6%	0.6%					
Total	1,144	100.0%	100.0%	100.0%	100.0%					
By Revenue										
\$1 Million or Less	466	40.7%	18.6%	32.4%	30.7%					
By Loan Size										
\$100,000 or less	517	45.2%	8.4%	94.6%	35.3%					
\$100,001-\$250,000	271	23.7%	18.9%	2.6%	15.5%					
\$250,001-\$1 Million	356	31.1%	72.7%	2.7%	49.1%					
Total	1,144	100.0%	100.0%	100.0%	100.0%					

Originations and Purchases

METROPOLITAN AREA

(FULL REVIEW)

MSA 45060 (SYRACUSE, NY)

DESCRIPTION OF INSTITUTION'S OPERATIONS

As of December 31, 2009, M&T operated 29 branches in MSA 45060 (Syracuse, NY), representing 13% of New York State branches. As of June 30, 2009 these branches contained \$2.2 billion in deposits, or 11% of the bank's total branch deposits in the State. M&T ranked 1st in the market with 22% of deposits in the Syracuse MSA. Other financial institutions with a significant deposit market share included Key Bank National Association, HSBC Bank USA, JP Morgan Chase, Alliance Bank and Bank of America.

PERFORMANCE CONTEXT

Demographic Characteristics

M&T's assessment area includes Onondaga and Madison Counties. Within the assessment area the city of Syracuse had a population of 147,000 in 2000 representing 28% of the assessment area's population. The city's population declined 13% between 1990 and 2000, and it is estimated that by 2009, the population declined another 6% to 138,560. In addition, over 12.9% of the MSA population is aged 65 and older, compared to a national average of 12.4%.

Income Characteristics

The table to the right lists HUD median family income estimates during the examination period. The median family income for the city of Syracuse is lower than the rest of the MSA, according to the 2000 Census. In addition, the percent of families living in poverty is significantly higher than both the MSA as a whole, and the national rate of 9.8%.

HUD MEDIAN FAMILY INCOME		
MSA	2008	2009
45060 (Syracuse, NY)	\$61,000	\$63,700

2000 CENSUS INCOME		
Area	Median Family Income	% of Families Below Poverty Level
MSA 45060	\$49,270	8.5%
City of Syracuse (Yr: 2000)	\$33,026	21.7%
City of Syracuse (Yr: 2009)	\$41,787	31.0%

Housing Characteristics

MEDIAN HOME SALES PRICES		
Area	2008	2009*
MSA 45060	\$125,000	\$116,600

Source: National Association of Realtors

Housing costs are shown in the table to the left. Housing costs in relation to family incomes may limit opportunities for home purchase lending, particularly for LMI individuals. City residents in particular might be unable to purchase

homes without some sort of assistance. According to the 2000 Census, the median age of the housing stock is 43 years, indicating possible opportunities for home improvement lending.

Labor, Employment and Economic Characteristics

The service industry is the MSA's dominant industry, providing 44% of employment according to the 2000 Census. Retail trade is the second largest source of jobs and manufacturing is third. Job losses have increased sharply, reflecting the impact of the recession. While the city's population has declined, the suburbs and principally North Syracuse have shown some growth. This increase has been largely due to growth in the high tech sector.

AVERAGE AREA UNEMPLOYMENT		
Area	2008	2009
MSA 45060	5.7%	8.2%
City of Syracuse	6.5%	9.0%

As shown in the chart to the left, the New York State Department of Labor reports that jobless rates have increased during the examination period; however, unemployment rates are higher for the city of Syracuse than for the MSA. The concentration of poverty in Syracuse (higher rates for families living in poverty, lower median

income, and higher unemployment) when compared to the broader MSA is consistent with other upstate cities, namely Rochester and Buffalo. This trend continues to indicate a need for further development in the city.

Detailed demographic data for this assessment area is provided in the table on the next page.

Assessment Area Demographics								
Assessment Area: MSA 45060 Syracuse								
Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	21	13.1	9,346	7.0	3,630	38.8	26,048	19.5
Moderate-income	26	16.3	15,732	11.8	2,898	18.4	23,597	17.6
Middle-income	66	41.3	63,434	47.4	3,448	5.4	28,734	21.5
Upper-income	47	29.4	45,206	33.8	1,082	2.4	55,339	41.4
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	160	100.0	133,718	100.0	11,058	8.3	133,718	100.0
	Housing Units by Tract	Housing Types by Tract						
		Owner-occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	24,371	3,935	2.9	16.1	15,983	65.6	4,453	18.3
Moderate-income	33,366	12,157	9.0	36.4	16,960	50.8	4,249	12.7
Middle-income	101,689	69,605	51.2	68.4	25,375	25.0	6,709	6.6
Upper-income	65,853	50,130	36.9	76.1	12,376	18.8	3,347	5.1
Unknown-income	0	0	0.0	0.0	0	0.0	0	0.0
Total Assessment Area	225,279	135,827	100.0	60.3	70,694	31.4	18,758	8.3
	Total Businesses by Tract	Businesses by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
	#	%	#	%	#	%	#	%
Low-income	3,503	15.7	2,906	14.8	480	23.1	117	18.6
Moderate-income	2,127	9.5	1,863	9.5	197	9.5	67	10.7
Middle-income	10,062	45.0	8,734	44.5	1,025	49.4	303	48.2
Upper-income	6,645	29.7	6,129	31.2	375	18.1	141	22.5
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	22,337	100.0	19,632	100.0	2,077	100.0	628	100.0
	Percentage of Total Businesses:			87.9	9.3	2.8		

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN MSA 45060 (SYRACUSE, NY)

LENDING TEST

The bank's overall performance under the lending test was good in MSA 45060 (Syracuse, NY).

Lending Activity:

M&T's responsiveness to retail credit needs in the MSA was good. M&T ranked first in deposits (market share 22%) compared to fourth in home purchase lending (market share 6%), fifth in refinance lending (market share 4%), sixth in home improvement lending (4% market share), and eighth in small business lending (market share 4%). Peer comparisons based on the number of loans per billion dollars of deposits indicates that M&T's lending volume is generally consistent with the performance of similarly-situated banks.

M&T’s volume in the number of HMDA-related loans and small business loans declined 18% between examination periods. HMDA-related volume decreased 4% from 2007 to 2008 while the volume in the number of small business loans decreased 19% for the same period in the Syracuse MSA. However, the aggregate had more significant declines in the number of loans made in the same period in the Syracuse MSA, with a 23% decline in HMDA-related and a 33% decline in small business loans.

Geographic Distribution:

The overall geographic distribution of loans across LMI census tracts was good. This conclusion is based on excellent home purchase and small business lending performance, adequate distribution of refinance loans and poor distribution of home improvement loans. M&T’s performance was comparable to its performance at the last examination, where its performance in LMI census tracts was also good. The following table summarizes the bank’s 2008 performance related to lending in LMI tracts. Performance in 2009 was comparable, overall, with adequate home improvement lending and good small business lending.

MSA 45060 (SYRACUSE, NY)				
Product	Low-income Tracts		Moderate-income Tracts	
	M & T Performance	2008 Aggregate Comparison	M & T Performance	2008 Aggregate Comparison
Home Purchase	Good	Similar	Excellent	Above
Refinance	Poor	Below	Adequate	Below
Home Improvement	Adequate	Slightly Above	Poor	Below
Small Business	Excellent	Significantly Above	Excellent	Above

M&T made 2% of its home purchase, 1% of its refinance, and 3% of its home improvement loans in low-income geographies, similar to the aggregate’s 2%, of home purchase loans, below the aggregate’s 2% of refinance loans and slightly above the aggregate’s 2% of home improvement loans. The bank’s home purchase and refinance performance is also below the demographics of the assessment area, which indicate that 3% of the available owner-occupied housing units are located within low-income geographies.

M&T made 11% of its home purchase, 5% of its refinance, and 4% of its home improvement loans in moderate-income geographies, above the aggregate’s 8% for home purchase but below the aggregate’s 7% for refinance and 8% for home improvement loans respectively. The bank’s home purchase lending performance also compares favorably to the demographics of the assessment area, which indicate that 9% of the available owner-occupied housing units are located within moderate-income geographies.

M&T originated 18% and 13% of its small business loans in low- and moderate-income geographies, respectively, exceeding the aggregate's 12% and 8%. The bank's performance in moderate-income areas also compares favorably to the demographics of the assessment area, in which 10% of all small businesses operate in moderate-income geographies, while 16% of small businesses operate in low-income geographies.

Distribution by Borrower Income and Revenue Size of Business:

Lending performance in the Syracuse assessment area in 2008 was good based on overall excellent lending to moderate-income borrowers and adequate lending to low-income borrowers and small businesses, as indicated in the chart below. While home ownership is generally affordable to moderate-income borrowers in the MSA, housing costs are generally 3 times the income levels of low-income borrowers. Performance in 2009 was comparable to performance in 2008.

MSA 45060 (SYRACUSE, NY)				
Product	Low-income Borrowers		Moderate-income Borrowers	
	M & T Performance	2008 Aggregate Comparison	M & T Performance	2008 Aggregate Comparison
Home Purchase	Adequate	Above	Excellent	Slightly Below
Refinance	Poor	Slightly Above	Good	Below
Home Improvement	Good	Significantly Above	Excellent	Similar
	Lending to Businesses with GAR <= \$1 million		2008 Aggregate Comparison	
Small Business	Adequate		Above	

Low-income Borrowers

M&T's HMDA-lending performance to low-income borrowers was adequate in this MSA. The bank's HMDA-lending rates were all below the 20% proportion of low-income families in this MSA. The bank made 9%, 7%, and 16% of its home purchase, refinance and home improvement loans respectively to low-income borrowers.

HMDA-related performance was above the aggregate in all types of lending. The aggregate made 8%, 6%, and 10% of its home purchase, refinance and home improvement loans respectively to low-income borrowers.

Moderate-income Borrowers

The bank’s HMDA-lending performance to moderate-income borrowers in this MSA was excellent in home purchase and home improvement lending and good in refinance lending. The bank’s home purchase and home improvement lending was above the proportion of moderate-income families (18%) in the MSA while refinance lending was below. The bank made 20%, 15%, and 22% of its home purchase, refinance, and home improvement loans respectively to moderate-income borrowers.

M&T’s HMDA-lending performance to moderate-income borrowers varied. Home purchase and refinance performance was below the aggregate while home improvement performance was similar. The aggregate made 23%, 18%, and 22% of its home purchase, refinance, and home improvement loans to moderate-income borrowers.

Small Business Lending

Lending to businesses with gross annual revenues of \$ 1 million or less was adequate as M&T made 43% of its small business loans to such businesses compared to 88% of business establishments in the assessment area having GAR of \$1 million or less. Performance however, was slightly above the aggregate, which made 31% of its small business loans to companies with GAR of \$1 million or less.

Community Development Lending:

M&T’s was a leader in community development lending in MSA 45060 (Syracuse, NY). Performance was excellent with 17 loan originations totaling \$106 million, or 13% of the bank’s community development activity in New York State. M&T’s lending efforts were targeted to the revitalization and stabilization of low- and moderate-income geographies. The bank’s performance exceeded that of similarly situated banks when comparing annualized community development loans to deposits within MSA 45060.

Community Development Lending		
Purpose	#	\$('000s)
Affordable Housing	0	0
Community Services	5	631
Economic Development	0	0
Revitalize and Stabilize	12	104,963
Totals	17	105,594

Examples of community development lending initiatives included:

- A \$5 million loan to a manufacturer constructing a new plant in a low-income neighborhood located in Syracuse's Federal Empowerment Zone. The borrower provides jobs to individuals in the neighborhood.
- A \$30 million loan to a hospital that is located in a low-income neighborhood and in Syracuse's Federal Empowerment Zone. The borrower provides jobs to the residents of the neighborhood and also provides hospital services to the residents of the area. Funding is primarily through Medicaid.

INVESTMENT TEST

M&T’s investment test performance was adequate. The bank’s volume of qualified investments totaled \$2.4 million, or 2% of statewide activity. The bank’s qualified investment activity was responsive to assessment area credit needs as detailed in the table to the right.

Qualified Investments		
Purpose	#	\$('000s)
Affordable Housing	22	2,089
Community Services	23	304
Economic Development	0	0
Revitalize & Stabilize	0	0
Total	45	2,393

Qualified investments included a \$2.1 million investment in LIHTC’s that support affordable housing that was approved at the last examination and \$300,000 in charitable grants and donations.

SERVICE TEST

Performance under the service test was good in MSA 45060 (Syracuse, NY) based on a relatively high level of community development services provided in the assessment area and the bank’s good branch distribution.

Retail Services: The bank’s delivery systems were readily accessible to essentially all portions of the assessment area, including LMI areas. M&T operates 29 branches in the Syracuse MSA. Five of these branches, or 17%, are located in LMI areas in comparison to 23% of the MSA population residing in LMI areas.

Changes in branch locations did not adversely impact the accessibility of the bank’s delivery systems. Seven branches in MSA 45060 were closed in 2009, of which two, or 29%, were in LMI tracts. The bank did not open any new branches in MSA 45060 during the examination period.

The bank’s products and services were tailored to the convenience and needs of its assessment areas, including LMI areas. Twenty-seven, or 93%, of the branches in the MSA have early morning, late evening hours or Saturday hours. The bank’s alternative delivery systems slightly enhanced the bank’s performance. M&T had 14 off-site ATM locations in the Syracuse MSA with two, or 14%, located in LMI tracts.

Community Development Services: M&T provided a relatively high level of community development services. The table to the right shows the type and number of community development services the bank performed during the evaluation period. In addition, management and staff served as directors, advisors or committee members to 13 non-profit and community based organizations throughout the bank’s assessment area.

Community Development Services	
Mortgage Education Seminars	61
Financial Literacy Seminars	7
Total	68

2008 Aggregate Comparison Loan Distribution Table

Assessment Area: MSA 45060 Syracuse

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
	Home Purchase									
Low	10	2.3%	1.2%	2.0%	1.1%	37	8.5%	4.7%	7.6%	4.0%
Moderate	46	10.6%	6.6%	8.4%	4.8%	85	19.6%	15.6%	22.9%	16.8%
Middle	232	53.6%	51.9%	52.6%	47.6%	90	20.8%	19.7%	27.5%	25.1%
Upper	145	33.5%	40.3%	37.0%	46.5%	77	17.8%	28.2%	33.7%	46.5%
Unknown	0	0.0%	0.0%	0.0%	0.0%	144	33.3%	31.8%	8.4%	7.4%
<i>Total</i>	<i>433</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>433</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
	Refinance									
Low	2	1.2%	0.9%	1.7%	0.8%	11	6.5%	3.7%	6.1%	3.3%
Moderate	8	4.7%	2.7%	6.5%	4.0%	26	15.3%	10.6%	17.7%	12.6%
Middle	99	58.2%	52.5%	52.7%	46.1%	41	24.1%	20.7%	25.2%	22.0%
Upper	61	35.9%	43.9%	39.2%	49.1%	69	40.6%	49.6%	40.0%	50.7%
Unknown	0	0.0%	0.0%	0.0%	0.0%	23	13.5%	15.3%	11.0%	11.5%
<i>Total</i>	<i>170</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>170</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
	Home Improvement									
Low	2	2.5%	0.5%	2.2%	1.3%	13	16.0%	5.7%	10.1%	4.9%
Moderate	3	3.7%	1.7%	8.3%	6.2%	18	22.2%	19.7%	22.0%	14.3%
Middle	41	50.6%	40.5%	54.7%	48.4%	17	21.0%	8.9%	25.7%	22.3%
Upper	35	43.2%	57.3%	34.7%	44.1%	33	40.7%	65.6%	40.3%	54.7%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	1.9%	3.8%
<i>Total</i>	<i>81</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>81</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
	Multi-Family									
Low	0	0.0%	0.0%	9.1%	7.6%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	20.5%	1.2%	0	0.0%	0.0%	0.0%	0.0%
Middle	1	50.0%	96.3%	45.5%	77.2%	0	0.0%	0.0%	0.0%	0.0%
Upper	1	50.0%	3.7%	25.0%	13.9%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	2	100.0%	100.0%	100.0%	100.0%
<i>Total</i>	<i>2</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>2</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
	HMDA Totals									
Low	14	2.0%	0.9%	2.0%	1.5%	61	8.9%	3.9%	7.4%	3.6%
Moderate	57	8.3%	4.6%	7.8%	4.3%	129	18.8%	12.5%	21.0%	14.2%
Middle	373	54.4%	57.7%	52.9%	49.1%	148	21.6%	16.9%	26.4%	22.3%
Upper	242	35.3%	36.8%	37.4%	45.1%	179	26.1%	30.7%	36.5%	45.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	169	24.6%	36.1%	8.7%	14.7%
<i>Total</i>	<i>686</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>686</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
	SMALL BUSINESS									
	By Tract Income									
		Bank			Aggregate					
	#	%	% \$(000s)	%	% \$(000s)					
Low	100	17.8%	20.4%	11.6%	16.3%					
Moderate	73	13.0%	14.4%	7.7%	10.5%					
Middle	252	44.8%	46.2%	45.0%	46.7%					
Upper	137	24.4%	19.0%	31.8%	25.7%					
Unknown	0	0.0%	0.0%	0.0%	0.0%					
Tract Unknown	0	0.0%	0.0%	3.8%	0.8%					
<i>Total</i>	<i>562</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>					
	By Revenue									
\$1 Million or Less	242	43.1%	23.6%	30.8%	29.4%					
	By Loan Size									
\$100,000 or less	299	53.2%	12.8%	94.4%	33.1%					
\$100,001-\$250,000	135	24.0%	23.1%	2.8%	16.1%					
\$250,001-\$1 Million	128	22.8%	64.1%	2.9%	50.9%					
<i>Total</i>	<i>562</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>					

Originations and Purchases

METROPOLITAN AREA

(FULL REVIEW)

MSA 13780 (BINGHAMTON, NY)

DESCRIPTION OF INSTITUTION'S OPERATIONS

M&T had 15 branches in MSA 13780 (Binghamton, NY) as of December 31, 2009, representing 6% of the bank's total number of branches in New York State. The Binghamton MSA generated 7% of M&T's New York State deposits as of June 30, 2009, and the bank ranked first in MSA deposit market share, with 51% of deposits. In November of 2007 M&T's acquired Partners Trust Company and its branch locations within the MSA. M&T's presence in terms of deposit market share increased significantly as a result of this acquisition. Other leaders in terms of deposit market share included HSBC, NBT Bank NA, and Tioga State Bank.

PERFORMANCE CONTEXT

Demographic Characteristics

According to the 2000 Census, the population of the MSA 13780 (Binghamton, NY) totals 252,320, or 4% of the population in the New York State assessment area. The percentage of the population 65 and older is 16% in MSA 13780 (Binghamton, NY) compared with 13% in New York State.

Income Characteristics

The table to the right lists HUD median family income estimates during the examination period. Of the 65 census tracts in the MSA, 4 or 6% are low-income and 13 or 20% are moderate-income. Most LMI tracts are located in the city of Binghamton. Lastly, 8% of all families in the MSA have incomes below the poverty level.

HUD MEDIAN FAMILY INCOMES		
AREA	2008	2009
MSA 13780	\$58,100	\$58,600

Housing Characteristics

MSA 13780 (Binghamton, NY) contains 110,227 housing units, of which 62% are owner-occupied. Of the total owner-occupied units, 10% were located in LMI census tracts. Demographic information from the 2000 census estimated that the median age of the housing stock throughout the MSA is 47 years. In this market, M&T's older population is less likely to need home purchase loans, but more likely to need home improvement loans.

MEDIAN HOME SALES PRICES	
2008	2009
\$113,780	\$115,700

Source: New York Association of Realtors

As shown in the table at left, the median sales price of existing single-family homes in MSA 13780 (Binghamton, NY) totaled \$113,700 as of December 2008 and increased slightly to \$115,700 in 2009.

Labor, Employment and Economic Conditions

Long term economic trends in the MSA 13780 (Binghamton, NY) indicate a decline in manufacturing and a transition to a service and information-based economy. Major employers such as Lockheed Martin cut back due to the loss of several major military contracts. Small business financing remains an important credit need, given that small businesses represent a significant portion of the businesses in the MSA.

AVERAGE AREA UNEMPLOYMENT		
Area	2008	2009
MSA 13780	5.4%	8.2%

Detailed demographic data for this assessment area is provided in the table below.

Assessment Area Demographics								
Assessment Area: MSA 13780 Binghamton								
Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	4	6.2	1,366	2.1	437	32.0	12,147	18.7
Moderate-income	13	20.0	8,302	12.8	1,587	19.1	12,345	19.0
Middle-income	34	52.3	38,238	58.8	2,700	7.1	15,089	23.2
Upper-income	14	21.5	17,151	26.4	605	3.5	25,476	39.2
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	65	100.0	65,057	100.0	5,329	8.2	65,057	100.0
	Housing Units by Tract	Housing Types by Tract						
		Owner-occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	4,299	657	1.0	15.3	2,931	68.2	711	16.5
Moderate-income	19,144	6,158	9.1	32.2	10,623	55.5	2,363	12.3
Middle-income	61,838	41,967	61.8	67.9	14,267	23.1	5,604	9.1
Upper-income	24,946	19,135	28.2	76.7	4,736	19.0	1,075	4.3
Unknown-income	0	0	0.0	0.0	0	0.0	0	0.0
Total Assessment Area	110,227	67,917	100.0	61.6	32,557	29.5	9,753	8.8
	Total Businesses by Tract		Businesses by Tract & Revenue Size					
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
		#	%	#	%	#	%	
Low-income	710	8.3	582	7.7	113	15.9	15	5.6
Moderate-income	1,446	17.0	1,277	16.9	124	17.5	45	16.9
Middle-income	4,531	53.2	4,059	53.9	318	44.9	154	57.7
Upper-income	1,823	21.4	1,616	21.4	154	21.7	53	19.9
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	8,510	100.0	7,534	100.0	709	100.0	267	100.0
	Percentage of Total Businesses:			88.5		8.3		3.1

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN MSA 13780 (BINGHAMTON, NY)

LENDING TEST

Overall performance with respect to the lending test in MSA 13780 (Binghamton, NY) was good.

Lending Activity:

M&T's responsiveness to retail credit needs in the MSA was good. M&T ranked first in deposits (market share 51%) compared to third in home purchase lending (market share 9%), fourth in refinance lending (market share 6%), second in home improvement lending (9% market share), and sixth in small business lending (market share 8%). Peer comparisons based on the number of loans per billion dollars of deposits indicates that M&T's lending volume is below the performance of similarly-situated banks.

M&T's volume in the number of HMDA-related loans and small business loans in the current examination period was similar to its volume during the last examination period. HMDA-related volume increased 33% from 2007 to 2008 while small business volume increased 10% for the same period in the Binghamton MSA. M&T's lending volume trend was significantly above the aggregate, which noted a 21% decline in HMDA-related and a 26% decline in small business loans. The increase in the number of loans made by M&T is due the bank's increased presence in the Binghamton MSA since the prior review.

Geographic Distribution:

Geographic distribution for this assessment area was outstanding, with excellent home purchase, refinance, and small business penetration, and adequate home improvement penetration in moderate-income geographies. Performance in low-income geographies was excellent in home purchase and small business lending and adequate in refinance and home improvement lending. M&T's performance was comparable to the last examination, when its performance was also excellent. The following table summarizes the performance related to lending in LMI tracts.

MSA 13780 (BINGHAMTON, NY)				
Product	Low-income Tracts		Moderate-income Tracts	
	M & T Performance	2008 Aggregate Comparison	M & T Performance	2008 Aggregate Comparison
Home Purchase	Excellent	Significantly Above	Excellent	Significantly Above
Refinance	Adequate	Slightly Above	Excellent	Above
Home Improvement	Adequate	Significantly Above	Adequate	Below
Small Business	Excellent	Significantly Above	Excellent	Slightly Above

M&T made 2% of its home purchase, 1% of its refinance, and 1% of its home improvement loans in low-income census tracts significantly above the aggregate's 1% for home purchase loans and .6% for home improvement loans, and slightly above the aggregate's 1% for refinance loans. Small business lending was excellent with 12% of small business loans in low-income geographies compared to 8% for the aggregate. The bank's home purchase and small business performance exceeded the demographics of the assessment area while refinance and home improvement performance was below. One percent of owner-occupied housing units and 8% of business establishments are located within low-income geographies.

M&T made 17% of its home purchase, 10% of its refinance and 5% of its home improvement loans in moderate-income geographies compared to 12%, 9%, and 7% for the aggregate respectively. Seventeen percent of M&T's small business loans were in moderate-income geographies compared to 15% for the aggregate.

The bank's performance compares favorably to the demographics of the assessment area, which indicate that 9% of the available owner-occupied housing units and 17% of business establishments are located within moderate-income tracts.

Distribution by Borrower Income and Revenue Size of Business: Lending performance in the Binghamton assessment area was good based excellent lending to moderate-income borrowers, adequate lending to low-income borrowers and adequate lending to small businesses, as indicated in the chart below. While home ownership is generally affordable to moderate-income borrowers in the MSA, housing costs are generally 3 to 4 times the income levels of low-income borrowers. Performance in 2009 was comparable to performance in 2008.

MSA 13780 (BINGHAMTON, NY)				
Product	Low-income Borrowers		Moderate-income Borrowers	
	M & T Performance	2008 Aggregate Comparison	M & T Performance	2008 Aggregate Comparison
Home Purchase	Adequate	Above	Excellent	Slightly Above
Refinance	Poor	Below	Excellent	Similar
Home Improvement	Adequate	Slightly Below	Good	Below
	Lending to Businesses with GAR <= \$1 million		2008 Aggregate Comparison	
Small Business	Adequate		Above	

Low-income Borrowers

M&T's performance in lending to low-income borrowers was adequate. The bank's HMDA-lending rates were all below the 19% proportion of low-income families in this MSA. The bank made 13%, 5%, and 12% of its home purchase, refinance, and home improvement loans to low-income borrowers respectively.

M&T's HMDA-lending performance to low-income borrowers varied. Home purchase lending performance was above the aggregate while refinance and home improvement performance was below. The aggregate made 9%, 9%, and 13% of its home purchase, refinance, and home improvement loans to low-income borrowers respectively.

Moderate-income Borrowers

The bank's home purchase and refinance performance was excellent while home improvement performance was good when compared to the proportion of moderate-income families (19%) in this MSA.

M&T's HMDA-lending performance to moderate-income borrowers varied. Home purchase lending performance (28%) was slightly above the aggregate, at 25% while home improvement (16%) performance was below the aggregate, at 21% and refinance performance (22%) was similar to the aggregate, also at 22%.

Small Business Lending

M&T's performance in lending to businesses with gross annual revenues of \$1 million or less (49%) was adequate when compared to the proportion of business establishments with GAR of \$1 million or less (88%) in the MSA. Performance, however, exceeded the aggregate, which made 33% of its loans to these small businesses.

A total of 62% of M & T’s small business loans were in amounts of \$100,000 or less, which was below the aggregate which made 95% of its small business loans in those amounts.

Community Development Lending:

M&T’s community development lending activity in MSA 13780 (Binghamton, NY) was good, with 11 loan originations totaling \$28 million, or 3% of the bank’s New York State community development activity. Performance within the MSA was directed at economic development initiatives, which represented 60% of community development lending activity within the MSA. Lending that supported revitalization and stabilization activities represented an additional 36% of total MSA activity.

Community Development Lending		
Purpose	#	\$('000s)
Affordable Housing	3	324
Economic Development	3	16,610
Community Services	4	712
Revitalize and Stabilize	1	10,000
Totals	11	27,646

Examples of community development lending initiatives included:

- A \$10 million line of credit to a manufacturer of computer chips. The business is located in a NYS Empire Zone. Proceeds of the line enable the business to retain employees.
- A \$300,000 line of credit to a non-profit corporation which provides a variety of community services to the poor and low- and moderate-income individuals.

INVESTMENT TEST

The level of qualified investments in this MSA was good, totaling \$1.8 million. The activity exhibited good responsiveness to assessment area credit needs as detailed in the table to the right.

Qualified Investments		
Purpose	#	\$('000s)
Affordable Housing	7	1,612
Community Services	13	140
Economic Development	0	0
Revitalize & Stabilize	0	0
Total	20	1,752

Examples of qualified investments included:

- A \$1.5 million investment in a multi-investor tax credit fund that invested in affordable housing in the city of Binghamton.
- Two \$45,000 investments in a community development credit union.

SERVICE TEST

Performance under the service test was outstanding in MSA 13780 (Binghamton, NY) based primarily on M&T's excellent branch distribution and leadership in providing community development services in the area.

Retail Services: The bank's delivery systems were readily accessible to all portions of the bank's assessment area. M&T has 15 branches in MSA 13780, of which five, or 33%, are located in LMI areas. This compares very favorably to the population size within the MSA that resides in LMI tracts (18%).

Changes in branch locations did not adversely impact the accessibility of the bank's delivery systems. During the evaluation period, the bank closed nine branches, of which three or 33% were in LMI areas. No new branch was opened.

Services do not vary in a way that inconveniences its assessment area, particularly LMI geographies and/or LMI individuals. Seven branches in the MSA have early morning, late evening, or Saturday hours, of which two are LMI branches with Saturday hours. Alternative delivery systems enhanced the bank's performance in the assessment area. M&T had 13 off-site ATM locations, with four, or 31%, in LMI areas.

Community Development Services: M&T is a leader in providing community development services in the assessment area, as shown in the table to the right. The majority of the seminars related to mortgage education. In addition, management and staff served as directors, advisors or committee members to 17 non-profit and community based organizations throughout the bank's assessment area.

Community Development Services	
Mortgage Education Seminars	38
Small Business Seminars	10
Total	48

2008 Aggregate Comparison Loan Distribution Table
Assessment Area: MSA 13780 Binghamton

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	2008 Bank		2008 Aggregate			2008 Bank		2008 Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	4	1.9%	0.9%	1.2%	0.7%	27	12.7%	6.3%	8.7%	4.8%
Moderate	35	16.5%	10.5%	12.3%	7.9%	59	27.8%	20.5%	24.5%	18.2%
Middle	121	57.1%	52.7%	57.7%	54.1%	46	21.7%	20.9%	25.9%	23.8%
Upper	52	24.5%	35.9%	28.8%	37.3%	49	23.1%	36.2%	33.0%	45.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	31	14.6%	16.2%	7.9%	8.0%
Total	212	100.0%	100.0%	100.0%	100.0%	212	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	1	0.9%	0.4%	0.6%	0.5%	6	5.3%	3.0%	8.7%	4.9%
Moderate	11	9.7%	6.4%	9.1%	6.7%	25	22.1%	14.6%	22.1%	17.5%
Middle	56	49.6%	42.9%	59.3%	54.6%	28	24.8%	20.6%	25.5%	24.4%
Upper	45	39.8%	50.3%	30.9%	38.2%	44	38.9%	54.0%	32.5%	42.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	10	8.8%	7.8%	11.1%	11.2%
Total	113	100.0%	100.0%	100.0%	100.0%	113	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	1	1.2%	0.9%	0.6%	0.3%	10	11.9%	5.5%	12.6%	4.9%
Moderate	4	4.8%	0.7%	6.5%	5.6%	13	15.5%	5.5%	21.3%	14.9%
Middle	49	58.3%	49.1%	63.7%	58.3%	26	31.0%	18.3%	26.6%	28.0%
Upper	30	35.7%	49.2%	29.2%	35.8%	34	40.5%	70.5%	37.8%	49.6%
Unknown	0	0.0%	0.0%	0.0%	0.0%	1	1.2%	0.2%	1.7%	2.7%
Total	84	100.0%	100.0%	100.0%	100.0%	84	100.0%	100.0%	100.0%	100.0%
Multi-Family										
Low	0	0.0%	0.0%	12.5%	4.2%	0	0.0%	0.0%	0.0%	0.0%
Moderate	1	100.0%	100.0%	50.0%	19.9%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	33.3%	73.3%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	4.2%	2.7%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	1	100.0%	100.0%	100.0%	100.0%
Total	1	100.0%	100.0%	100.0%	100.0%	1	100.0%	100.0%	100.0%	100.0%
HMDA Totals										
Low	6	1.5%	0.7%	1.0%	0.7%	43	10.5%	5.1%	9.4%	4.7%
Moderate	51	12.4%	9.5%	10.3%	7.6%	97	23.7%	17.2%	23.0%	17.3%
Middle	226	55.1%	48.6%	59.2%	55.0%	100	24.4%	20.4%	25.8%	23.7%
Upper	127	31.0%	41.1%	29.5%	36.7%	127	31.0%	44.1%	33.5%	43.1%
Unknown	0	0.0%	0.0%	0.0%	0.0%	43	10.5%	13.3%	8.4%	11.1%
Total	410	100.0%	100.0%	100.0%	100.0%	410	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
	Bank			Aggregate						
	#	%	% \$(000s)	%	% \$(000s)					
Low	55	12.3%	15.5%	7.8%	14.6%					
Moderate	78	17.4%	21.3%	15.3%	18.1%					
Middle	216	48.3%	39.2%	48.1%	41.6%					
Upper	98	21.9%	24.0%	25.6%	25.0%					
Unknown	0	0.0%	0.0%	0.0%	0.0%					
Tract Unknown	0	0.0%	0.0%	3.2%	0.7%					
Total	447	100.0%	100.0%	100.0%	100.0%					
By Revenue										
\$1 Million or Less	221	49.4%	29.4%	33.2%	34.9%					
By Loan Size										
\$100,000 or less	277	62.0%	16.6%	94.8%	35.6%					
\$100,001-\$250,000	77	17.2%	18.5%	2.4%	14.6%					
\$250,001-\$1 Million	93	20.8%	64.9%	2.8%	49.7%					
Total	447	100.0%	100.0%	100.0%	100.0%					

Originations and Purchases

METROPOLITAN AREA

(FULL REVIEW)

MSA 10580 (ALBANY-SCHENECTADY-TROY, NY)

DESCRIPTION OF INSTITUTION’S OPERATIONS

As of December 31, 2009, M&T operated 13 branches, representing 6% of its New York State branches, in this MSA. The bank was ranked seventh in terms of deposit market share, as of June 30, 2009, with 3% of assessment area deposits. Top banks in deposits in the MSA include, RBS Citizens Bank NA, Key Bank National Association, Trustco Bank, First Niagara Bank, HSBC Bank, NA, and Bank of America, NA.

PERFORMANCE CONTEXT

Demographic Characteristics

M & T’s assessment area includes Albany, Rensselaer, Saratoga and Schenectady Counties. According to the 2000 Census, the city of Albany’s population declined 4.4% to 96,000 over the previous ten year period. This trend appears to be continuing, with 2009 population estimates showing a 2% decline to 93,836. However as a whole, the MSA’s population appears to be increasing. The total population was 857,592 in July of 2009, up (8%) from that same time period in 2000. The 2000 Census also reports that 12.9% of the MSA’s population is aged 65 and older, compared to the national average of 12.4%. Many senior citizens already own homes and generally do not need refinancings, which may reduce lending opportunities.

Income Characteristics

The table at right lists HUD figures for median family income during the examination period. Median family income in the city of Albany is lower than the rest of the MSA, according to the 2000 Census. Poverty is concentrated in Albany, with 25.3% of the families living in poverty in 2009. This is considerably higher than the national rate of 13.2% and the New York State rate of 13.8%.

HUD MEDIAN FAMILY INCOMES		
AREA	2008	2009
MSA 10580	\$66,200	\$66,300

2000 CENSUS INCOMES		
Area	Median Family Income	% of Families < Poverty Level
MSA 10580	\$53,308	6.4%
City of Albany (Yr: 2000)	\$39,932	16 %
City of Albany (Yr: 2009)	\$52,971	25.3%

Housing Characteristics

MEDIAN HOME SALES PRICES		
Area	2008	2009*
MSA 10580	\$197,900	\$189,100

Source: National Association of Realtors. *Preliminary

The table at left provides the median home sales prices for MSA 10580. Housing costs in relation to family incomes may limit opportunities for home purchase lending, particularly for LMI individuals. City residents in

particular might be unable to purchase homes without some sort of assistance. The 2000 Census also reported that 59% of housing units are owner-occupied and 9% are vacant. In addition, the median age of the housing stock is 43 years, indicating a potential need for home improvement financing.

Labor, Employment and Economic Characteristics

Albany is New York State’s most affluent metropolitan area outside the New York City Metropolitan region. Its primary industry is state government, which has helped the area during economic downturns. The area also has a large high tech industry, and is a leader in the development of nano-technology.

As shown in the chart below, jobless rates increased during the examination period; however, unemployment rates are higher for Albany than for the MSA. Unemployment rates for the MSA are lower than the state averages for 2008 and 2009 respectively, reflecting generally a strong area economy overall.

AVERAGE ANNUAL UNEMPLOYMENT RATES		
Area	2008	2009
MSA 10580	4.9%	6.9%
City of Albany	5.6%	7.8%

Detailed demographic data for this assessment area is provided in the Assessment Area Chart below.

Assessment Area Demographics								
Assessment Area: MSA 10580 Albany								
Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	20	9.7	11,989	5.9	3,640	30.4	37,920	18.7
Moderate-income	38	18.4	27,125	13.4	3,678	13.6	36,990	18.2
Middle-income	101	49.0	104,077	51.3	4,353	4.2	46,677	23.0
Upper-income	46	22.3	59,606	29.4	1,094	1.8	81,210	40.0
Unknown-income	1	0.5	0	0.0	0	0.0	0	0.0
Total Assessment Area	206	100.0	202,797	100.0	12,765	6.3	202,797	100.0
	Housing Units by Tract	Housing Types by Tract						
		Owner-occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	31,163	5,905	2.9	18.9	19,698	63.2	5,560	17.8
Moderate-income	57,481	22,169	10.9	38.6	26,403	45.9	8,909	15.5
Middle-income	174,010	111,393	54.7	64.0	50,720	29.1	11,897	6.8
Upper-income	85,171	64,286	31.6	75.5	17,681	20.8	3,204	3.8
Unknown-income	0	0	0.0	0.0	0	0.0	0	0.0
Total Assessment Area	347,825	203,753	100.0	58.6	114,502	32.9	29,570	8.5
	Total Businesses by Tract	Businesses by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
		#	%	#	%	#	%	
Low-income	3,532	10.7	2,950	10.2	385	13.6	197	17.4
Moderate-income	3,983	12.1	3,457	11.9	356	12.6	170	15.1
Middle-income	16,110	48.9	14,244	49.2	1,345	47.4	521	46.1
Upper-income	9,310	28.3	8,322	28.7	747	26.3	241	21.3
Unknown-income	3	0.0	1	0.0	2	0.1	0	0.0
Total Assessment Area	32,938	100.0	28,974	100.0	2,835	100.0	1,129	100.0
Percentage of Total Businesses:				88.0		8.6		3.4

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN MSA 10580 (ALBANY-SCHENECTADY-TROY, NY)

LENDING TEST

Overall performance with respect to the lending test in MSA 15380 (Albany-Schenectady-Troy, NY) was good.

Lending Activity:

M&T's responsiveness to retail credit needs in MSA 15380 (Albany-Schenectady-Troy, NY) was good. The bank ranked seventh in deposits (market share 3%) compared to eighth in home purchase lending (market share 5%), 13th in refinance lending (market share 2%), 19th in home improvement lending (market share 1%), and 16th in small business lending (market share 1%).

Peer comparisons based on the number of loans per billion dollars of deposits indicate that M&T's lending volume is generally above the performance of similarly situated banks.

M&T's volume in the number of HMDA-related loans and small business loans declined 5% between examination periods. HMDA-related volume increased 4% from 2007 to 2008 while small business volume decreased 25% for the same period in the Albany MSA. However, the aggregate had more significant declines in the number of loans made in the same period in the Albany MSA, with a 24% decline in HMDA-related and a 39% decline in small business loans.

Geographic Distribution:

The geographic distribution for this assessment area was good, based on excellent home purchase and refinance lending in moderate-income census tracts, and overall good penetration of small business loans in low- and moderate-income census tracts. Home improvement performance was, however, poor. Performance in 2009 was comparable, home improvement lending in moderate-income tracts was excellent while refinance lending was good. The following table summarizes 2008 performance related to lending in LMI tracts.

MSA 10580 (ALBANY-SCHENECTADY-TROY, NY)				
Product	Low-income Tracts		Moderate-income Tracts	
	M & T Performance	2008 Aggregate Comparison	M & T Performance	2008 Aggregate Comparison
Home Purchase	Excellent	Above	Excellent	Above
Refinance	Good	Similar	Excellent	Similar
Home Improvement	Adequate	Similar	Poor	Significantly Below
Small Business	Good	Above	Adequate	Below

M&T made 4% of its home purchase, 3% of its refinance, and 3% of its home improvement loans in low-income geographies compared to 3% of the aggregate's home purchase, refinance, and home improvement loans, respectively. The bank's home-purchase loans also compare favorably to the demographics of the assessment area, in which 3% of the available owner-occupied housing units are located within low-income census tracts.

M&T made 14% of its home purchase, 12% of its refinance, and 3% of its home improvement loans in moderate-income geographies, above the aggregate's 12%, for home purchase loans, similar to the aggregate's 12% for refinance loans and significantly below the aggregate 10% for home improvement loans. The bank's home purchase and refinance performance compares favorably to the demographics of the assessment area, which indicate that 11% of the available owner-occupied housing units are located within moderate-income census tracts.

M&T originated 9% and 7% of its small business loans in low- and moderate-income geographies, respectively, above the aggregate’s 7% in low-income areas and below the aggregate’s 10% in moderate-income areas. The bank’s performance is below the demographics of the assessment area, where 11% and 12% of all small businesses operate in low- and moderate-income geographies, respectively.

Distribution by Borrower Income and Revenue Size of Business:

Lending performance in the Albany-Schenectady-Troy assessment area was good based on good lending to moderate-income borrowers while lending to low-income borrowers was poor. Small business performance was adequate. The final rating also considers the high cost of housing for low- and moderate-income persons as median housing prices were four to six times the income of a moderate- and low-income families. Performance in 2009 improved compared to performance in 2008. 2009 performance in HMDA-lending to low-income borrowers was adequate while performance in lending to moderate-income borrowers was excellent. The following table summarizes 2008 performance.

MSA 10580 (ALBANY-SCHENECTADY-TROY, NY)				
Product	Low-income Borrowers		Moderate-income Borrowers	
	M & T Performance	2008 Aggregate Comparison	M & T Performance	2008 Aggregate Comparison
Home Purchase	Poor	Slightly Below	Excellent	Similar
Refinance	Poor	Below	Good	Slightly Below
Home Improvement	Adequate	Similar	Adequate	Significantly Below
	Lending to Businesses with GAR <= \$1 million		2008 Aggregate Comparison	
Small Business	Adequate		Above	

Low-income Borrowers

M&T’s HMDA lending performance to low-income borrowers was poor. The bank’s HMDA-lending rates were all below the proportion of low-income families (19%) in the MSA. The bank made 6%, 4%, and 10% of its home purchase, refinance, and home improvements loans respectively to low-income borrowers.

The bank’s lending performance for home purchase and home improvement loans was similar to the aggregate, while its performance for refinance lending was below the aggregate. The aggregate made 7%, 7%, and 10% of its home purchase, refinance, and home improvements loans, respectively, to low-income borrowers.

Moderate-income Borrowers

M&T’s HMDA-lending level to moderate-income borrowers in this MSA was good based on excellent home purchase distribution to moderate-income families, good refinance distribution and adequate home improvement distribution to moderate-income families. Home purchase lending exceeded the proportion of moderate-income families in this MSA (19%) while refinance and home improvement lending was below. The bank made 24%, 18%, and 10% of its home purchase, refinance, and home improvements loans, respectively, to moderate-income borrowers.

M&T’s home purchase lending was similar to that of the aggregate while home refinance and improvement lending was below. The aggregate made 24%, 20%, and 22% of its home purchase, refinance, and home improvements loans, respectively, to moderate-income borrowers.

Small Business Lending

M&T’s lending to business establishments with GAR of \$1 million or less was adequate. The bank made 39% of its small business loans to businesses with GAR of \$1 million or less, compared to 88% of business establishments having GAR of \$ 1 million or less. Performance was above the aggregate, which made 28% of its loans to these small businesses. M&T made 43% of its small business loans in amounts of \$100,000 or less, which was below the aggregate’s 95%.

Community Development Lending:

M&T’s community development lending activity in MSA 10580 (Albany-Schenectady-Troy, NY) was excellent, with 18 loan originations totaling \$85 million, or 10% of the bank’s New York State community development activity.

Community Development Lending		
Purpose	#	\$(’000s)
Affordable Housing	7	45,648
Community Services	3	2,839
Economic Development	7	28,560
Revitalize and Stabilize	1	8,000
Totals	18	85,047

Performance within the Albany MSA was directed primarily at affordable housing and economic development initiatives, with 53% of community development lending directed to affordable housing initiatives and 34% of community development activity directed to economic development initiatives, respectively. The bank’s performance exceeded that of similarly-situated banks in terms of annualized community development loans as a percent of local deposits.

Examples of community development initiatives included:

- A \$10 million construction loan to construct 208 units of housing for the elderly. Incomes are restricted under federal and state programs.
- A \$1 million loan to finance energy improvements to public housing.

- A \$3 million line of credit to a company located in a NYS Empire Zone. The company employs a largely low- and moderate-income workforce.

INVESTMENT TEST

M&T's investment test performance in MSA 10580 (Albany-Schenectady-Troy, NY) was excellent, totaling \$3 million. The activity exhibited excellent responsiveness to assessment credit needs. The table on the following page shows the breakdown of the qualified investments:

Qualified Investments		
Purpose	#	\$('000s)
Affordable Housing	24	1,872
Community Services	54	949
Economic Development	0	0
Revitalize & Stabilize	0	0
Total	78	2,821

Examples of qualified investments included:

- Three mortgage-backed securities totaling \$538,647 comprised primarily of loans to LMI individuals in LMI geographies.
- A \$795,000 municipal bond to finance construction of a school in a moderate-income census tract.

SERVICE TEST

Performance under the service test was good based on M&T's relatively high level of community development services provided in the assessment area and its excellent branch distribution.

Retail Services: The bank's delivery systems were accessible to all portions of the bank's assessment area, including LMI areas. Overall, M&T has 13 branches in the MSA, of which 3, or 23%, are located in LMI tracts. In comparison, 22% of the MSA population resides in LMI areas.

During the evaluation period, changes in branch locations did not adversely impact the accessibility of the bank's delivery systems. No branches were opened or closed in this assessment area.

Alternative delivery systems slightly enhanced the bank's performance. M&T had 5 off-site ATM locations in the assessment area; two of the ATMs, or 40%, were located in LMI areas.

Services do vary in a way that somewhat inconveniences its assessment area, particularly LMI geographies and/or LMI individuals. Of the 13 branches in the MSA, eight had either early morning, late evening hours, or Saturday hours. None of the branches with extended hours were located within LMI tracts.

Community Development Services: The bank provided a relatively high level of community development services in the assessment area, as shown in the table to the right. In addition, management and staff served as directors, advisors or committee members to 15 non-profit and community based organizations throughout the bank's assessment area.

Community Development Services	
Mortgage Education Seminars	73
Financial Literacy Seminars	1
Total	74

2008 Aggregate Comparison Loan Distribution Table
Assessment Area: MSA 10580 Albany

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	2008 Bank		2008 Aggregate			2008 Bank		2008 Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	21	4.2%	2.3%	3.3%	2.1%	30	6.0%	3.2%	6.5%	3.3%
Moderate	68	13.7%	9.5%	11.8%	7.8%	118	23.8%	18.5%	23.8%	17.6%
Middle	273	55.0%	53.0%	54.5%	53.6%	107	21.6%	21.8%	26.7%	25.4%
Upper	134	27.0%	35.2%	30.4%	36.6%	111	22.4%	34.1%	35.6%	47.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	130	26.2%	22.3%	7.4%	6.7%
Total	496	100.0%	100.0%	100.0%	100.0%	496	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	7	3.0%	1.8%	3.4%	2.4%	10	4.3%	2.3%	6.7%	3.9%
Moderate	27	11.5%	8.4%	12.2%	9.3%	42	17.9%	13.4%	20.2%	16.5%
Middle	129	54.9%	52.5%	54.5%	53.2%	58	24.7%	23.1%	27.4%	26.8%
Upper	72	30.6%	37.3%	29.8%	35.1%	49	20.9%	28.3%	31.8%	38.1%
Unknown	0	0.0%	0.0%	0.0%	0.0%	76	32.3%	33.0%	13.9%	14.7%
Total	235	100.0%	100.0%	100.0%	100.0%	235	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	1	3.4%	0.1%	2.7%	1.6%	3	10.3%	0.6%	9.5%	5.4%
Moderate	1	3.4%	6.9%	10.4%	7.2%	3	10.3%	7.7%	21.8%	17.2%
Middle	17	58.6%	41.1%	58.0%	58.4%	10	34.5%	19.6%	30.3%	29.0%
Upper	10	34.5%	51.9%	28.9%	32.7%	8	27.6%	42.7%	36.3%	43.3%
Unknown	0	0.0%	0.0%	0.0%	0.0%	5	17.2%	29.4%	2.1%	5.1%
Total	29	100.0%	100.0%	100.0%	100.0%	29	100.0%	100.0%	100.0%	100.0%
Multi-Family										
Low	0	0.0%	0.0%	24.4%	2.8%	0	0.0%	0.0%	0.0%	0.0%
Moderate	1	100.0%	100.0%	26.7%	5.0%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	41.1%	82.8%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	7.8%	9.3%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	1	100.0%	100.0%	100.0%	100.0%
Total	1	100.0%	100.0%	100.0%	100.0%	1	100.0%	100.0%	100.0%	100.0%
HMDA Totals										
Low	29	3.8%	2.0%	3.4%	2.2%	43	5.7%	2.8%	6.9%	3.5%
Moderate	97	12.7%	9.3%	11.9%	8.3%	163	21.4%	16.6%	21.9%	16.5%
Middle	419	55.1%	52.3%	54.8%	54.6%	175	23.0%	22.1%	27.3%	25.3%
Upper	216	28.4%	36.3%	29.9%	34.9%	168	22.1%	32.6%	33.9%	41.4%
Unknown	0	0.0%	0.0%	0.0%	0.0%	212	27.9%	25.8%	10.1%	13.4%
Total	761	100.0%	100.0%	100.0%	100.0%	761	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
		Bank			Aggregate					
	#	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	% \$(000s)
Low	24	9.3%	10.2%	6.9%	10.0%	24	10.0%	10.0%	10.0%	10.0%
Moderate	18	6.9%	6.1%	10.0%	6.1%	18	7.5%	7.5%	7.5%	7.5%
Middle	142	54.8%	55.8%	49.1%	55.8%	142	54.8%	54.8%	54.8%	54.8%
Upper	75	29.0%	27.8%	30.6%	27.8%	75	29.0%	29.0%	29.0%	29.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Tract Unknown	0	0.0%	0.0%	3.4%	0.0%	0	0.0%	0.0%	1.3%	0.0%
Total	259	100.0%	100.0%	100.0%	100.0%	259	100.0%	100.0%	100.0%	100.0%
By Revenue										
\$1 Million or Less	102	39.4%	25.8%	28.0%	25.9%	102	39.4%	25.8%	28.0%	25.9%
By Loan Size										
\$100,000 or less	110	42.5%	9.3%	94.6%	33.0%	110	42.5%	9.3%	94.6%	33.0%
\$100,001-\$250,000	69	26.6%	20.9%	2.6%	15.3%	69	26.6%	20.9%	2.6%	15.3%
\$250,001-\$1 Million	80	30.9%	69.8%	2.8%	51.6%	80	30.9%	69.8%	2.8%	51.6%
Total	259	100.0%	100.0%	100.0%	100.0%	259	100.0%	100.0%	100.0%	100.0%

Originations and Purchases

METROPOLITAN AND NONMETROPOLITAN AREAS

(LIMITED REVIEW)

- MSA 39100 (Poughkeepsie, Newburgh, Middletown, NY)**
NY Non-MSA Group A (Allegany, Cattaraugus, Chautauqua, Genesee, Steuben and Wyoming Counties)
MSA 28740 (Kingston, NY)
MSA 27060 (Ithaca, NY)
NY Non-MSA Group B (Cayuga, Chenango, Cortland, and Seneca Counties)
NY Non-MSA Group C (Sullivan County)
MSA 45640 (Utica-Rome, NY)
MSA 21300 (Elmira, NY)
NY Non-MSA Group D (Jefferson County)

The data reviewed, including performance and demographic information, can be found in the New York State tables in Appendix G. Conclusions regarding performance were compared with the overall state rating, which was based on the full-scope assessment area performance. Conclusions follow:

PERFORMANCE OF LIMITED SCOPE AREAS			
Assessment Area	Lending Test	Investment Test	Service Test
MSA 39100	Consistent	Consistent	Consistent
MSA 46540	Consistent	Below	Below
Non-MSA Group A	Consistent	Consistent	Below
MSA 28740	Consistent	Below	Consistent
MSA 27060	Consistent	Consistent	Consistent
Non-MSA Group B	Consistent	Consistent	Below
Non-MSA Group C	Below	Below	Below
MSA 21300	Below	Below	Below
Non-MSA Group D	Consistent	Below	Below

STATE OF PENNSYLVANIA

CRA RATING FOR PENNSYLVANIA²: OUTSTANDING

The lending test is rated: High Satisfactory.

The investment test is rated: Outstanding.

The service test is rated: Outstanding.

The major factors supporting the rating include:

- An excellent level of community development lending;
- An excellent level of qualified investments;
- Good responsiveness to assessment area credit needs;
- Good geographic distribution of loans in the bank's assessment areas;
- Good distribution of loans among borrowers of different income levels and businesses of different sizes; and
- Delivery Systems were readily accessible to geographies and individuals of different income levels.

SCOPE OF EXAMINATION

For the state of Pennsylvania rating, examiners conducted full-scope analyses of five assessment areas:

- MSA 49620 (York-Hanover, PA)
- MSA 25420 (Harrisburg-Carlisle, PA)
- PA Non- MSA Group A (Bradford, Columbia, Montour, Northumberland, Schuylkill, Snyder, Sullivan, and Union Counties, PA)
- MSA 42540 (Scranton -Wilkes-Barre, PA)
- MSA 11020 (Altoona, PA)

As shown in Exhibit 5, the full scope assessment areas provide 71% of branch deposits and 61% of loan originations in the state.

² For institutions with branches in two or more states in a multistate metropolitan area, this statewide evaluation is adjusted and does not reflect performance in the parts of those states contained within the multistate metropolitan area. Refer to the multistate metropolitan area rating and discussion for the rating and evaluation of the institutions performance in that area.

Limited reviews were conducted for the following Pennsylvania assessment areas:

- MSA 39740 (Reading, PA)
- PA Non-MSA Group C (Adams, Bedford, Franklin and Huntingdon, Counties PA)
- MSA 29540 (Lancaster, PA)
- MSA 48700 (Williamsport, PA)
- MSA 44300 (State College, PA)
- MSA 10900 (Allentown-Bethlehem-Easton, PA)
- MSA 30140 (Lebanon, PA)
- PA Non-MSA Group D (Clearfield and Clinton Counties)
- PA Non-MSA Group B (Monroe County)

DESCRIPTION OF INSTITUTION'S OPERATIONS

The Pennsylvania assessment areas have the second largest branch presence, third largest proportion of deposits and the second largest proportion of loans. As detailed in Exhibit 1, as of December 31, 2009, M&T operated 24% of its branches in its Pennsylvania assessment areas. The FDIC reported that as of June 30, 2009, 16% of all branch deposits were held in the Pennsylvania assessment areas. The State also generated approximately 29% of the bank's combined total home purchase, refinance and small business originations and purchases made during the examination period.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN PENNSYLVANIA

LENDING TEST

M&T's performance on the lending test was good.

Some of the data used to evaluate the bank's performance in this assessment area appear in the Pennsylvania section of the Appendices.

Lending Activity:

M & T's lending activity showed good responsiveness to retail credit needs in the bank's assessment areas when measured in terms of the number and dollar amount of HMDA-related and small business loans originated and purchased in each assessment area. This conclusion is based on good lending activity in all full scope assessment areas.

EXHIBIT 5: Summary of Key Assessment Area Data: State of Pennsylvania Assessment Areas

	MSA 49620	MSA 25420	Non-MSA Group A	MSA 42540	MSA 11020	Non-MSA Group C	MSA 39740	MSA 29540	MSA 44300	MSA 48700	MSA 10900	MSA 30140	Non-MSA Group D	Non-MSA Group E	Totals
Total Population⁴	381,751	465,472	475,766	560,625	129,144	273,969	373,638	470,658	135,758	120,044	637,958	120,327	121,296	138,687	4,405,093
Population % of AA population	9%	11%	11%	13%	3%	6%	8%	11%	3%	3%	14%	3%	3%	3%	100%
Families	105,861	122,754	125,805	148,520	35,267	76,881	98,882	124,865	28,628	31,916	170,289	32,890	32,947	36,602	1,066,246
Families % of AA families	10%	12%	12%	14%	3%	7%	9%	12%	3%	3%	16%	3%	3%	3%	100%
Total Census Tracts⁴	82	102	112	168	34	61	82	94	29	27	140	29	28	23	1,011
Tracts % AA tracts	8%	10%	11%	17%	3%	6%	8%	9%	3%	3%	14%	3%	3%	2%	100%
LMI tracts	17	30	11	22	7	3	25	16	8	6	43	4	6	0	181
LMI tracts % all AA LMI tracts	9%	17%	6%	12%	4%	2%	14%	9%	4%	3%	24%	2%	3%	0%	100%
Total Owner-Occupied Units⁴	112,816	127,751	139,619	158,663	37,561	80,223	104,693	122,264	29,673	32,653	176,872	33,863	36,720	38,742	1,232,113
Units % of AA units	9%	10%	11%	13%	3%	7%	8%	10%	2%	3%	14%	3%	3%	3%	100%
Business Establishments⁵	14,273	20,238	16,488	23,140	4,511	11,185	14,499	19,970	4,988	4,570	26,191	4,397	3,944	5,867	174,261
Bus. est. % AA bus. est.	8%	12%	9%	13%	3%	6%	8%	11%	3%	3%	15%	3%	2%	3%	100%
Number of Branches¹	29	30	30	18	9	18	14	9	6	5	9	3	5	1	186
Branches % all branches	16%	16%	16%	10%	5%	10%	8%	5%	3%	3%	5%	2%	3%	1%	100%
Branches in LMI tracts	5	11	5	2	2	4	2	1	0	1	2	0	0	0	35
LMI branches % AA LMI branch	14%	31%	14%	6%	6%	11%	6%	3%	0%	3%	6%	0%	0%	0%	100%
Branch Deposits (\$'000s)²	1,403	1,232	838	881	701	551	510	231	214	220	124	89	92	19	7,105
Deposits % AA deposits	20%	17%	12%	12%	10%	8%	7%	3%	3%	3%	2%	1%	1%	0%	100%
Deposit Market Share (%)/ Rank	23/1	14/2	12/1	8/4	34/1	13/3	7/5	3/11	10/5	13/4	1/20	7/5	7/5	1/14	Not applicable
Home Purchase Originations³	436	448	478	594	253	396	118	168	111	133	212	64	91	68	3,570
HP originations % AA orig.	12%	13%	13%	17%	7%	11%	3%	5%	3%	4%	6%	2%	3%	2%	100%
Refinance Originations³	512	284	464	486	158	455	207	121	138	123	132	43	83	62	3,268
Refi orig. % AA orig.	16%	9%	14%	15%	5%	14%	6%	4%	4%	4%	4%	1%	3%	2%	100%
Home Improvement Origination	262	161	401	270	122	236	98	60	66	62	35	29	88	6	1,896
Home Improvement orig. % AA orig.	14%	8%	21%	14%	6%	12%	5%	3%	3%	3%	2%	2%	5%	0%	100%
Small Business Originations³	1,148	794	679	748	380	666	356	437	226	152	234	108	106	40	6,074
SB orig. % AA orig.	19%	13%	11%	12%	6%	11%	6%	7%	4%	3%	4%	2%	2%	1%	100%
Combined Loan Totals	2,358	1,687	2,022	2,098	913	1,753	779	786	541	470	613	244	368	176	14,808
% of AA Orig.	16%	11%	14%	14%	6%	12%	5%	5%	4%	3%	4%	2%	2%	1%	100%

(1) Branch numbers are as of 12/31/2009. (2) Branch deposits and deposit market share are from the FDIC as of 6/30/09. (3) Originations are loans reported under HMDA or CRA small business reporting for 2008 and 2009. (4) Demographic information was obtained from the 2000 Census. (5) Business establishments information was reported by D&B for 2008.

Geographic and Borrower Distribution:

The overall geographic distribution of loans reflected good penetration in LMI geographies. This conclusion was based on excellent distribution in MSA 25420 (Harrisburg-Carlisle, PA) and MSA 11020 (Altoona, PA), and good distribution in MSA 49620 (York-Hanover, PA), MSA 42540 (Scranton-Wilkes Barre, PA) and PA Non-MSA Group A.

The overall borrower distribution of HMDA-related and small business loans in this assessment area was good. This conclusion is based on good performance in all the full-scope areas.

Community Development Loans:

M&T's overall community development lending performance was excellent. This conclusion is based on excellent performance in MSA 49620 (York-Hanover), MSA 25420 (Harrisburg-Carlisle), and MSA 42540 (Scranton-Wilkes-Barre) and good performance in PA Non MSA Group A and MSA 11020 (Altoona).

During the examination period, community development lending in Pennsylvania totaled \$184 million. Statewide, 39% of M&T's community development lending targeted revitalization and stabilization and 32% targeted economic development. Community contacts in the state identified economic development related to job creation as an important credit need. The remainder of community development lending targeted affordable housing initiatives, which represented 8% of total activity, and community services initiatives, which represented 21%.

INVESTMENT TEST

M&T's performance under the investment test was excellent. Overall, the bank made 483 qualified investments, totaling approximately \$39 million, within the Pennsylvania assessment area. This includes \$11 million in LIHTCs and \$9 million in mortgage backed securities, which are responsive to the community's pressing needs for affordable housing and \$11 million in equity investments. LIHTC's are considered complex because of intricate accounting requirements. Total investments included \$3 million in charitable grants and contributions to organizations supporting affordable housing, economic development and community development services to low- and moderate-income individuals.

SERVICE TEST

M&T's performance under the service test in the Pennsylvania assessment areas was excellent. This conclusion was based on excellent performance in the five full-scope assessment areas. The bank's delivery systems were readily accessible to all portions of the assessment areas.

METROPOLITAN AREA

(FULL REVIEW)

MSA 49620 (YORK-HANOVER, PA)

DESCRIPTION OF INSTITUTION'S OPERATIONS

MSA 49620 (York-Hanover, PA) is located in south central Pennsylvania and consists of York County. The MSA is a competitive marketplace where large super-regional banks compete with community banks, savings and loan associations, and non-financial institutions. M&T's primary competitors include Susquehanna Bank, Sovereign Bank, Fulton Bank, Wachovia Bank, and PNC Bank.

As of December 31, 2009, M&T operated 29 branches in the York MSA. Based on deposits reported to the Federal Deposit Insurance Corporation as of June 30, 2009, M&T ranks 1st in the York MSA, with \$1.4 billion in deposits, or 23% of the retail deposit market. Of the bank's 29 branches, 11 are located in the city of York and hold 43% of assessment area deposits.

PERFORMANCE CONTEXT

Demographic Characteristics

According to the 2000 Census, MSA 49620 had a population of 382,000 and is estimated to have increased 12 percent to 429,000 as of July 1, 2009. The MSA's population is spread throughout York County; the city of York is the largest municipality but contains only 11% of the total county population. Of the 17 LMI census tracts in the MSA, 15 are located in the city of York and two are in Hanover Borough. Some of the growth in the county can be attributed to southern York County's proximity to the Baltimore and Washington, DC metropolitan areas, where home prices and the cost of living are considerably higher.

Income Characteristics

HUD MEDIAN FAMILY INCOMES		
AREA	2008	2009
MSA 49620	\$65,100	\$67,200

The HUD-adjusted median family income figures for the York MSA are summarized in the table at left. The 2000 Census indicates that 36% of families in the MSA are designated as LMI.

Housing Characteristics

While 72% of housing units in the MSA are owner-occupied, only 7% of owner-occupied units are in LMI tracts. Although the median rent is relatively low at \$531, close to 30% of renters pay more than 30% of their income for rent. Thus, housing affordability is a significant issue for some lower income residents.

The housing market in York County had expanded significantly in recent years as people moved to the area in search of more affordable housing. Much of the increase was attributed to southern York County's proximity to Baltimore and Washington, DC. Falling house prices in Baltimore have reduced York's draw as a bedroom community. The table at right shows that the average price of a home in York County fell 9% between 2008 and 2009, echoing the decrease in housing values throughout the US.

AVERAGE HOME PRICE		
Area	2008	2009
York-Hanover MSA	\$166,500	\$151,300

Source: Moody's Economy.com

Labor, Employment and Economic Characteristics

Unemployment in the York-Hanover MSA increased significantly during the examination period, as shown in the table at right. Rates are now comparable to those in Pennsylvania overall.

AVERAGE ANNUAL UNEMPLOYMENT RATES		
Area	2008	2009
York-Hanover MSA	4.7%	8.2%
State of Pennsylvania	5.3%	8.1%

Much of the York MSA employment still depends on the manufacturing sector, which is declining. However, the education and health services sector is an increasing part of area employment, which is helping to diversify the service base of the economy.

Detailed demographic data for this assessment area is provided in the Assessment Area Demographics Chart on the next page.

Assessment Area Demographics								
Assessment Area: MSA 49620 York-Hanover								
Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	6	7.3	3,141	3.0	956	30.4	16,904	16.0
Moderate-income	11	13.4	7,213	6.8	956	13.3	20,729	19.6
Middle-income	58	70.7	87,511	82.7	2,782	3.2	28,643	27.1
Upper-income	7	8.5	7,996	7.6	125	1.6	39,585	37.4
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	82	100.0	105,861	100.0	4,819	4.6	105,861	100.0
	Housing Units by Tract	Housing Types by Tract						
		Owner-occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	6,572	1,688	1.5	25.7	3,799	57.8	1,085	16.5
Moderate-income	14,152	6,323	5.6	44.7	6,409	45.3	1,420	10.0
Middle-income	125,690	95,882	85.0	76.3	24,181	19.2	5,627	4.5
Upper-income	10,306	8,923	7.9	86.6	1,014	9.8	369	3.6
Unknown-income	0	0	0.0	0.0	0	0.0	0	0.0
Total Assessment Area	156,720	112,816	100.0	72.0	35,403	22.6	8,501	5.4
	Total Businesses by Tract	Businesses by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
	#	%	#	%	#	%	#	%
Low-income	820	5.7	693	5.5	104	8.3	23	5.9
Moderate-income	1,213	8.5	1,061	8.4	122	9.7	30	7.7
Middle-income	11,206	78.5	9,938	78.7	950	75.5	318	81.1
Upper-income	1,034	7.2	930	7.4	83	6.6	21	5.4
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	14,273	100.0	12,622	100.0	1,259	100.0	392	100.0
	Percentage of Total Businesses:			88.4		8.8		2.7

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN MSA 49620 (YORK-HANOVER, PA)

LENDING TEST

Overall lending test performance in MSA 49620 (York-Hanover, PA) was good.

Lending Activity:

M&T's responsiveness to retail credit needs in MSA 49620 was good. M&T's lending market share for home purchase, refinance, and home improvement loans improved since the prior review while the market share for small business loans declined slightly. Overall, loans per billion dollars of deposits indicated performance generally consistent with the performance of similarly-situated banks. In addition, M&T's trend in the volume of loans made between 2007 and 2008 was above or significantly above the volume of loans made in the same time period by the aggregate.

M&T ranked first in deposits (market share 22%) compared to 6th in home purchase lending (market share 3%), 10th in refinance lending (market share 3%), sixth in home improvement lending (market share 5%), and seventh in small business lending (market share 4%). At the prior review, M&T ranked first in deposits (market share 23%) compared to 14th in home purchase lending (market share 2%), 13th in refinance lending (market share 2%), fifth in home improvement lending (market share 5%), and seventh in small business lending (market share 5%).

M&T's volume in the number of HMDA-related loans and small business volume declined 4% between examination periods. HMDA-related volume increased 5% from 2007 to 2008 while small business volume decreased 13% for the same period. However, the aggregate had more significant declines in the number of loans made in the same period in the York-Hanover MSA, with a 27% decline in HMDA-related and a 23% decline in small business loans.

Geographic Distribution:

The geographic distribution of HMDA-related and small business loans was good, based on excellent performance in 2008 and good distribution in 2009. M&T's performance was comparable to the last examination, when its performance in low- and moderate-income census tracts was also good.

Performance in 2009 was good although weaker than 2008. Poor refinance performance in both low- and moderate-income geographies despite total loan volume doubling was the main factor contributing to weaker performance in 2009. Home Improvement performance in low-income geographies was also poor. The following table summarizes the bank's 2008 performance.

MSA 49620 (YORK-HANOVER, PA)				
Product	Low-income Tracts		Moderate-income Tracts	
	M & T Performance	2008 Aggregate Comparison	M & T Performance	2008 Aggregate Comparison
Home Purchase	Excellent	Above	Excellent	Slightly Below
Refinance	Excellent	Significantly Above	Excellent	Above
Home Improvement	Adequate	Significantly Above	Good	Similar
Small Business	Adequate	Similar	Excellent	Above

2008 HMDA-related performance in low-income geographies exceeded or was similar to the demographics of the assessment area which indicate that 2% of the available owner-occupied housing units are located within low-income geographies. M&T made 3% of its home purchase, 2% of its refinance, and 3% of its home improvement loans in low-income geographies. Home improvement volume was limited as only 3 loans were made in low-income geographies.

Performance was significantly above the aggregate which made 2% of home purchase, 1% of refinance and 1% of improvement loans in low-income geographies.

M&T's performance in moderate-income geographies was excellent as home purchase and refinance lending exceeded or was similar to the demographics of the assessment area. A total of 6% of M&T's home purchase and refinance lending was in moderate-income geographies compared to 6% of owner occupied housing units. Home improvement performance was good, as 5% of home improvement loans were in moderate-income geographies. Performance was generally comparable to the aggregate, which made 7%, 5%, and 5% of its home purchase, refinance, and home improvement loans in moderate-income geographies.

2008 Small business performance was good based on excellent penetration in moderate-income geographies and adequate penetration in low-income geographies. M&T originated 4% and 14% of its small business loans in low- and moderate-income geographies while 6% and 8% of all business establishments are in low- and moderate-income geographies, respectively. Performance was similar to the aggregate in low-income geographies and was above in moderate-income geographies. The aggregate made 4% and 10% of its loans in low- and moderate-income geographies, respectively.

Distribution by Borrower Income and Revenue Size of the Business:

Lending performance in the York-Hanover assessment area was good based on excellent lending performance to moderate-income borrowers and adequate performance to level of lending to low-income borrowers and small businesses. Home ownership is generally affordable to moderate-income borrowers in the MSA, however housing costs are generally 3 to 5 times the income levels of low-income borrowers.

Performance in 2009 was comparable to performance in 2008. Performance in HMDA-lending to low-income borrowers was adequate while performance in lending to moderate-income borrowers was excellent in all HMDA products. M&T's 2008 performance is indicated in the chart below.

MSA 49620 (YORK-HANOVER, PA)				
Product	Low-income Borrowers		Moderate-income Borrowers	
	M & T Performance	2008 Aggregate Comparison	M & T Performance	2008 Aggregate Comparison
Home Purchase	Adequate	Above	Excellent	Slightly Above
Refinance	Adequate	Above	Excellent	Below
Home Improvement	Excellent	Significantly Above	Excellent	Above
	Lending to Businesses with GAR <= \$1 million		2008 Aggregate Comparison	
Small Business	Adequate		Significantly Above	

Low-income Borrowers

M&T's performance in HMDA-lending to low-income borrowers in this MSA was adequate. The bank's home purchase and refinance lending rates were below the proportion of low-income families (16%) in this MSA, while its home improvement lending level exceeded the low-income family proportion. The bank made 10%, 8%, and 17% of its home purchase, refinance, and home improvement loans respectively to low-income borrowers.

Home purchase, refinance and home improvement lending performance to low-income borrowers exceeded the aggregate which made 7%, 6%, and 4% of its home purchase, refinance, and home improvement loans, respectively, to low-income borrowers.

Moderate-income Borrowers

M&T's HMDA-lending level to moderate-income borrowers in this MSA was excellent. The bank's lending performance for home purchase and refinance loans were below the proportion of moderate-income families (20%) in this MSA, while its home improvement performance was above the proportion. The bank made 26%, 17%, and 30% of its home purchase, refinance, and home improvement loans respectively to moderate-income borrowers.

The bank's home purchase and home improvement performance exceeded the aggregate while refinance performance was below the aggregate which made 25%, 20%, and 23% of its home purchase, refinance, and home improvement loans, respectively, to moderate-income borrowers.

Small Business Lending

M&T's performance in lending to businesses with gross annual revenue (GAR) of \$1 million or less was adequate. The bank made 46% of its small business loans to these businesses, compared to 88% of business establishments in the MSA with GAR of \$1 million or less. Performance was significantly above the aggregate which made 33% of its small business loans to businesses with GAR of \$1 million or less.

The bank made 49% of its small business loans in amounts of \$100,000 or less, compared to the aggregate, which made 91% of its small business loans in those amounts.

Community Development Lending:

M&T’s community development lending activity in MSA 49620 (York-Hanover, PA) was excellent, with four loan originations totaling \$12 million, or 7% of the bank’s Pennsylvania community development activity. The bank was a leader compared to other similarly-situated banks in MSA 49620 in annualized community development loan activity per million dollars of deposits within the MSA.

Performance within the York MSA included a \$5 million loan to the City of York to finance services for low- and moderate-income families and two loans totaling \$662,000 to renovate housing for low- and moderate-income residents.

INVESTMENT TEST

M&T’s investment performance in the York-Hanover MSA was outstanding. The bank’s volume of qualified investments totaled \$7 million. This activity represents excellent responsiveness to assessment area credit needs as detailed in the table to the right.

Qualified Investments		
Purpose	#	\$(‘000s)
Affordable Housing	11	7,041
Community Services	20	105
Economic Development	4	9
Revitalize & Stabilize	4	21
Total	39	7,176

Examples of qualified investments included a LIHTC totaling \$4.5 million to support affordable housing throughout the MSA and 5 mortgage-backed securities totaling \$3 million targeting low- and moderate-income borrowers.

SERVICE TEST

Performance under the service test was outstanding, based primarily on M&T’s excellent branch distribution in the York-Hanover MSA.

Retail Services: The bank’s delivery systems were readily accessible to all portions of the assessment area, including LMI areas. Overall, M&T has 29 branches in MSA 49620, of which 5 or 17% are located in LMI areas. This compares favorably with the portion of the MSA population residing in LMI areas (12%).

Changes in branch locations did not adversely affect the accessibility of the bank’s delivery systems. During the evaluation period, M&T closed two branches and opened two branches, none of which were located in LMI tracts

Alternative delivery systems slightly enhanced the bank's performance in the York-Hanover MSA. M&T had 59 off-site ATM locations in the assessment area, of which 3, or 5%, were located in LMI areas.

The bank's hours and services were tailored to the needs and convenience of the assessment area, including LMI areas. Of the 29 branches in the MSA, 24 had early morning, late evening or Saturday hours, of these branches, 2 are in LMI tracts.

Community Development Services:

The bank is a leader in providing community development services in the York-Hanover MSA. The table to the right shows services the bank provided during the evaluation period. In addition,

Community Development Services	
Mortgage Education Seminars	23
Small Business Seminars	18
Total	41

management and staff served as directors, advisors or committee members to 8 non-profit and community based organizations throughout the bank's assessment area.

2008 Aggregate Comparison Loan Distribution Table
Assessment Area: MSA 49620 York-Hanover

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	2008 Bank			2008 Aggregate		2008 Bank			2008 Aggregate	
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	6	2.6%	1.0%	1.7%	0.9%	23	10.0%	5.3%	6.9%	3.6%
Moderate	14	6.1%	3.8%	6.8%	4.0%	59	25.7%	20.2%	24.6%	18.7%
Middle	190	82.6%	84.5%	83.0%	83.7%	57	24.8%	23.5%	27.9%	27.3%
Upper	20	8.7%	10.7%	8.5%	11.4%	68	29.6%	41.0%	31.7%	42.1%
Unknown	0	0.0%	0.0%	0.0%	0.0%	23	10.0%	10.0%	8.9%	8.2%
Total	230	100.0%	100.0%	100.0%	100.0%	230	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	5	2.2%	0.8%	1.3%	0.8%	19	8.2%	4.4%	6.0%	3.2%
Moderate	14	6.1%	3.5%	4.7%	2.9%	40	17.3%	11.5%	19.6%	15.2%
Middle	190	82.3%	80.4%	85.1%	85.6%	60	26.0%	23.4%	27.9%	26.2%
Upper	22	9.5%	15.3%	8.9%	10.6%	96	41.6%	51.7%	32.8%	40.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	16	6.9%	8.9%	13.8%	15.2%
Total	231	100.0%	100.0%	100.0%	100.0%	231	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	3	2.9%	0.9%	1.2%	0.7%	17	16.7%	4.4%	8.7%	4.1%
Moderate	5	4.9%	4.3%	4.6%	3.0%	31	30.4%	17.8%	23.1%	19.0%
Middle	87	85.3%	87.2%	86.0%	86.9%	23	22.5%	31.9%	28.9%	29.1%
Upper	7	6.9%	7.7%	8.2%	9.5%	31	30.4%	45.9%	37.1%	44.9%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	2.2%	2.9%
Total	102	100.0%	100.0%	100.0%	100.0%	102	100.0%	100.0%	100.0%	100.0%
Multi-Family										
Low	0	0.0%	0.0%	15.4%	3.8%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	15.4%	3.9%	0	0.0%	0.0%	0.0%	0.0%
Middle	6	100.0%	100.0%	66.7%	92.0%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	2.6%	0.3%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	6	100.0%	100.0%	100.0%	100.0%
Total	6	100.0%	100.0%	100.0%	100.0%	6	100.0%	100.0%	100.0%	100.0%
HMDA Totals										
Low	14	2.5%	0.5%	1.5%	0.9%	59	10.4%	2.8%	6.6%	3.4%
Moderate	33	5.8%	2.1%	5.5%	3.4%	130	22.8%	9.2%	21.9%	16.4%
Middle	473	83.1%	90.3%	84.3%	85.0%	140	24.6%	13.4%	27.9%	26.1%
Upper	49	8.6%	7.1%	8.7%	10.7%	195	34.3%	26.0%	32.7%	40.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	45	7.9%	48.7%	10.8%	13.9%
Total	569	100.0%	100.0%	100.0%	100.0%	569	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
	Bank			Aggregate						
	#	%	% \$(000s)	%	% \$(000s)					
Low	19	4.0%	4.0%	3.6%	4.3%					
Moderate	67	14.2%	13.6%	9.8%	11.6%					
Middle	346	73.2%	72.7%	75.6%	73.9%					
Upper	41	8.7%	9.7%	8.7%	9.4%					
Unknown	0	0.0%	0.0%	0.0%	0.0%					
Tract Unknown	0	0.0%	0.0%	2.3%	0.8%					
Total	473	100.0%	100.0%	100.0%	100.0%					
By Revenue										
\$1 Million or Less	215	45.5%	26.2%	32.9%	34.6%					
By Loan Size										
\$100,000 or less	232	49.0%	11.9%	91.3%	27.5%					
\$100,001-\$250,000	110	23.3%	19.6%	4.1%	16.7%					
\$250,001-\$1 Million	131	27.7%	68.6%	4.6%	55.8%					
Total	473	100.0%	100.0%	100.0%	100.0%					

Originations and Purchases

METROPOLITAN AREA

(FULL REVIEW)

MSA 25420 (HARRISBURG-CARLISLE, PA)

DESCRIPTION OF INSTITUTION'S OPERATIONS

As of December 31, 2009, M&T maintained 30 branches in MSA 25420 (Harrisburg-Carlisle, PA), or 16% of all its retail branches in Pennsylvania. Based on deposit data reported to the Federal Deposit Insurance Corporation as of June 30, 2009, these branches contained \$1.2 billion in deposits, or 17% of M&T's total branch deposits in the state. With regard to deposit market share M&T is ranked second in the MSA, controlling 14% of the retail deposit market.

The Harrisburg-Carlisle MSA is a highly competitive marketplace where large super-regional banks compete with numerous community banks, savings and loan associations, and non-financial institutions. M&T's primary competitors in the MSA are PNC Bank, Commerce Bank Harrisburg, Wachovia Bank, Sovereign Bank, and Citizens Bank of PA.

PERFORMANCE CONTEXT

Demographic Characteristics

M&T's assessment area consists of Cumberland and Dauphin counties in the Harrisburg-Carlisle MSA. Located in south central Pennsylvania, the core of the assessment area is the state capital of Harrisburg in Dauphin County. Twenty one of the area's 30 LMI census tracts are located in the city of Harrisburg and neighboring boroughs. The remaining nine LMI tracts are located in Cumberland County, in the boroughs of Carlisle and Shippensburg and surrounding rural areas.

The state government is the largest employer in the MSA, although its payrolls are declining as revenues remain below projections and the state cuts costs to prevent the budget deficit from widening. The city of Harrisburg's fiscal health is also deteriorating. However, the economy is buffered by a relatively low dependence on manufacturing compared to other Pennsylvania metropolitan areas. In addition, due to its central location, Harrisburg is a strong transportation and distribution hub.

Income Characteristics

HUD median family income estimates for MSA 25420 are listed in the table at right. The 2000 Census indicates that 36% of families in the MSA are designated as LMI. Families living below the poverty level represented 6% of the total families in the assessment area.

HUD MEDIAN FAMILY INCOMES		
AREA	2008	2009
MSA 25420	\$67,500	\$70,300

Housing Characteristics

The cost of housing decreased in the Harrisburg-Carlisle MSA, and remains relatively affordable. In 2009, the average price of a home in the MSA was 6% lower than 2008 as shown in the chart to the right.

AVERAGE HOME PRICE		
Area	2008	2009
MSA 25420	\$151,700	\$142,800

Source: Moodv's Economv.com. Inc.

Within this assessment area, 65% of housing units are owner-occupied. In LMI census tracts, the level of owner-occupancy is 44%. Just 15% of all owner-occupied housing units are located in the LMI census tracts. The city of Harrisburg has been designated both a Federal Enterprise Community and a State Enterprise Zone. Businesses receive tax incentives and financing to locate in these areas while state and federal funds are available to build and rehabilitate housing.

Labor, Employment and Economic Characteristics

The MSA's largest employer is federal, state, and local governments. Hospitals and health insurers are also significant employers. Some areas in the MSA, including parts of downtown Harrisburg, are located in Keystone Opportunity Zones; businesses locating in these areas (designated by the Commonwealth of Pennsylvania) qualify for tax incentives.

AVERAGE ANNUAL UNEMPLOYMENT RATES		
Area	2008	2009
MSA 25420	4.6%	7.2%
City of Harrisburg	6.6%	10.2%
State of Pennsylvania	5.3%	8.1%

As shown in the chart to the left, the unemployment rate for the Harrisburg-Carlisle MSA is increasing but remains lower than for the overall state. Unemployment in the City of Harrisburg is higher than both the MSA and the state.

Detailed demographic data for this assessment area is provided in the chart on the next page.

Assessment Area Demographics								
Assessment Area: MSA 25420 Harrisburg								
Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	5	4.9	4,145	3.4	1,558	37.6	21,398	17.4
Moderate-income	25	24.5	18,771	15.3	2,160	11.5	23,128	18.8
Middle-income	53	52.0	70,725	57.6	2,788	3.9	29,217	23.8
Upper-income	19	18.6	29,113	23.7	621	2.1	49,011	39.9
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	102	100.0	122,754	100.0	7,127	5.8	122,754	100.0
	Housing Units by Tract	Housing Types by Tract						
		Owner-occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	7,671	2,193	1.7	28.6	4,245	55.3	1,233	16.1
Moderate-income	37,591	17,598	13.8	46.8	15,973	42.5	4,020	10.7
Middle-income	111,031	75,502	59.1	68.0	29,935	27.0	5,594	5.0
Upper-income	41,791	32,458	25.4	77.7	7,781	18.6	1,552	3.7
Unknown-income	0	0	0.0	0.0	0	0.0	0	0.0
Total Assessment Area	198,084	127,751	100.0	64.5	57,934	29.2	12,399	6.3
	Total Businesses by Tract	Businesses by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
	#	%	#	%	#	%	#	%
Low-income	494	2.4	421	2.4	42	2.4	31	3.8
Moderate-income	3,389	16.7	2,965	16.8	256	14.6	168	20.7
Middle-income	12,159	60.1	10,578	59.9	1,074	61.2	507	62.5
Upper-income	4,196	20.7	3,709	21.0	382	21.8	105	12.9
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	20,238	100.0	17,673	100.0	1,754	100.0	811	100.0
	Percentage of Total Businesses:			87.3		8.7		4.0

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN MSA 25420 (HARRISBURG-CARLISLE, PA)

LENDING TEST

Overall performance on the lending test was good.

Lending Activity:

M&T's responsiveness to retail credit needs in MSA 25420 was good.

M&T ranked first in deposits (13% market share) compared to 6th in home purchase lending (market share 3%), 19th in refinance lending (market share 1%), 8th in home improvement lending (market share 2%), and 13th in small business lending (market share 2%).

Peer Comparisons based on the number of loans per billion dollars of deposits indicates that the bank’s lending volume is generally consistent with the performance of similarly-situated banks.

M&T’s volume in the number of HMDA-related loans decreased 10% between examination periods as home improvement and small business volume declined. HMDA-related volume increased 6% from 2007 to 2008 while small business volume in the number of small business loans decreased 29% for the same period. However, the aggregate had significant declines in the number of loans made in the same period, with a 20% decline in HMDA-related and a 29% decline in small business loans.

Geographic Distribution:

The geographic distribution of loans in this assessment area was excellent. This is based on excellent penetration in moderate-income census tracts and good penetration in low-income tracts in 2008. M&T’s performance was comparable to its performance in LMI census tracts at the last examination, which was also excellent.

Performance in 2009 was good although weaker than 2008 primarily due to weaker refinance performance in both low- and moderate-income geographies despite increased refinance lending volume. Home improvement lending was also adequate in both low- and moderate-income geographies in 2009. The table below summarizes 2008 performance related to lending in LMI tracts.

MSA 25420 (HARRISBURG-CARLISLE, PA)				
Product	Low-income Tracts		Moderate-income Tracts	
	M & T Performance	2008 Aggregate Comparison	M & T Performance	2008 Aggregate Comparison
Home Purchase	Excellent	Significantly Above	Excellent	Significantly Above
Refinance	Good	Significantly Above	Good	Slightly Below
Home Improvement	Good	Significantly Above	Excellent	Similar
Small Business	Good	Similar	Excellent	Significantly Above

M&T made 4% of its home purchase, 3% of its refinance, and 6% of its home improvement loans in low-income geographies, significantly above the aggregate’s 1% of home purchase loans, 2% of refinance loans, and 1% of home improvement loans. The volume of refinance and home improvement loans was, however, limited, as only four refinance and four home improvement loans were made in low-income geographies. The bank’s home purchase and refinance loan performance compare favorably to the demographics of the assessment area, which indicate that 2% of the available owner-occupied housing units are located within low-income geographies.

M&T made 27% of its home purchase, 13% of its refinance, and 14% of its home improvement loans in moderate-income geographies, exceeding the aggregate's 15% and 13% for home purchase and home improvement loans, respectively, and slightly below the aggregate's 14% for refinance lending. The bank's home purchase and home improvement performance also compares favorably or comparable to the demographics of the assessment area, which indicate that 14% of the available owner-occupied housing units are located within moderate-income geographies.

M&T originated 1% and 17% of its small business loans in low- and moderate-income geographies, respectively, significantly above the aggregate's 11% in moderate-income geographies and similar to the aggregate's 2% in low-income geographies. The bank's performance exceeds the demographics of moderate-income geographies, where 17% of all small businesses are located, and is below the demographics for low-income geographies, where 2% of small businesses are located.

Distribution by Borrower Income and Revenue Size of the Business:

Lending performance in the Harrisburg-Carlisle assessment area was good based on excellent lending to moderate-income borrowers, good lending to low-income borrowers and adequate lending to small businesses. Home ownership is generally affordable to both low- and moderate-income borrowers in the MSA as housing costs are 3 to 4 times the income levels of low-income borrowers.

Performance in 2009 was comparable to performance in 2008. Performance in home purchase and home-improvement lending to low-income borrowers was good while refinance lending was adequate as volume doubled. Performance in lending to moderate-income borrowers was excellent in all HMDA products. Small business performance was adequate. M&T's 2008 performance is indicated in the chart below.

MSA 25420 (HARRISBURG-CARLISLE, PA)				
Product	Low-income Borrowers		Moderate-income Borrowers	
	M & T Performance	2008 Aggregate Comparison	M & T Performance	2008 Aggregate Comparison
Home Purchase	Good	Significantly Above	Excellent	Significantly Above
Refinance	Good	Significantly Above	Excellent	Slightly Above
Home Improvement	Excellent	Significantly Above	Excellent	Slightly Below
	Lending to Businesses with GAR <= \$1 million		2008 Aggregate Comparison	
Small Business	Adequate		Above	

Low-income Borrowers

M&T’s HMDA-lending to low-income borrowers was good. Home improvement lending to low-income borrowers exceeded the proportion of low-income families (17%) while home purchase and refinance lending was below. The bank made 13%, 15%, and 28% of its home purchase, refinance, and home improvement loans respectively to low-income borrowers.

M&T’s performance for home purchase, refinance, and home improvement loans to low-income borrowers was significantly above the aggregate, which made 8%, 7%, and 10% of its home purchase, refinance, and home improvement loans, respectively, to low-income borrowers.

Moderate-income Borrowers

M&T’s HMDA-lending performance to moderate-income borrowers was excellent. The bank’s HMDA-lending performance exceeded the proportion of moderate-income families (19%) in this MSA. The bank made 39%, 22%, and 20% of its home purchase, refinance, and home improvement loans respectively to moderate-income borrowers.

M&T’s home purchase performance exceeded the aggregate, while refinance and home improvement performance was similar. The aggregate made 26%, 20%, and 22% of its home purchase, refinance, and home improvement loans respectively to moderate-income borrowers

Small Business Lending

M&T’s performance in lending to small business borrowers with GAR of \$1 million or less was adequate. The bank made 46% of its small business loans to businesses with GAR of \$1 million or less, compared to 87% of business establishments in the MSA with GAR of \$ 1 million or less. Performance was above the aggregate which made 31% of its loans to these businesses.

A total of 54% of M&T’s small business loans were in amounts of \$100,000 or less, which was below the aggregate, which made 92% of its small business loans in those amounts.

Community Development Lending:

The bank’s community development lending performance in MSA 25420 (Harrisburg-Carlisle, PA) was excellent. M&T made 7 loans totaling \$26.8 million, or 15% of M&T’s community development lending in Pennsylvania. Revitalization and Stabilization initiatives represented 78% of total community development lending activity.

Community Development Lending		
Purpose	#	\$(’000s)
Affordable Housing	0	0
Community Services	1	4,000
Economic Development	1	2,000
Revitalize and Stabilize	5	20,813
Totals	7	26,813

Examples of community development loan activity included:

- A \$10 million construction loan to finance redevelopment of the downtown area of Harrisburg, in accordance with the City’s redevelopment plan.
- A \$4 million line of credit to a nonprofit organization which provides transitional housing, employment training and placement for various clients, including former inmates of the Pennsylvania Department of Corrections.

INVESTMENT TEST

M&T’s level of qualified investments in this MSA was excellent, totaling \$4 million or 11% of statewide activity. The activity exhibited excellent responsiveness to assessment credit needs as detailed in the table to the right.

Qualified Investments		
Purpose	#	\$(000s)
Affordable Housing	14	3,407
Community Services	68	384
Economic Development	7	40
Revitalize & Stabilize	9	407
Total	98	4,238

Examples of qualified investment activity included multiple mortgage-backed securities totaling \$3.4 million to support affordable housing throughout the MSA.

SERVICE TEST

Performance under the service test was outstanding in MSA 25420 (Harrisburg-Carlisle, PA), based primarily on M&T’s excellent branch distribution and leadership in providing community development services in the assessment area.

Retail Services:

The bank’s delivery systems were readily accessible to all portions of the assessment area, including LMI areas. M&T operates 30 branches, of which 11, or 37%, are located in LMI tracts. The percentage compares very favorably with the percentage of the population located in LMI census tracts (22%).

The bank’s record of opening and closing branches has not adversely affected the accessibility of its delivery systems. During the evaluation period, the bank closed two branches, none of which are located in LMI tracts. No new branches were opened.

Alternative delivery systems slightly enhanced the bank’s performance in the Harrisburg-Carlisle MSA. M&T had 33 off-site ATM locations in the assessment area, of which 8, or 24%, were located in LMI areas.

The bank's hours and services were tailored to the needs and convenience of the assessment area, including LMI areas. Of the 30 branches in the MSA, 25 have early morning, late evening hours, or Saturday hours, of which 7 are located in moderate-income tracts.

Community Development Services: The bank was a leader in providing community development services in the Harrisburg-Carlisle MSA. The table to the right shows services the bank provided during the evaluation period. In addition, management and staff served as directors, advisors or committee members to 26 non-profit and community based organizations throughout the bank's assessment area.

Community Development Services	
Mortgage Education Seminars	89
Small Business Seminars	7
Total	96

2008 Aggregate Comparison Loan Distribution Table
Assessment Area: MSA 25420 Harrisburg

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	2008 Bank		2008 Aggregate			2008 Bank		2008 Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	10	3.6%	2.6%	1.4%	0.8%	36	13.1%	8.5%	7.9%	4.4%
Moderate	74	27.0%	23.8%	15.1%	10.6%	107	39.1%	34.8%	25.8%	19.4%
Middle	129	47.1%	48.5%	52.7%	51.2%	75	27.4%	28.5%	25.8%	24.5%
Upper	61	22.3%	25.2%	30.8%	37.5%	48	17.5%	23.7%	32.9%	44.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	8	2.9%	4.5%	7.6%	7.4%
Total	274	100.0%	100.0%	100.0%	100.0%	274	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	4	3.4%	1.7%	1.7%	0.9%	17	14.7%	8.8%	7.4%	4.4%
Moderate	15	12.9%	7.8%	13.6%	9.7%	26	22.4%	17.6%	20.2%	15.9%
Middle	74	63.8%	66.4%	57.6%	57.5%	25	21.6%	18.1%	26.3%	23.9%
Upper	23	19.8%	24.2%	27.1%	31.9%	37	31.9%	45.0%	35.5%	43.5%
Unknown	0	0.0%	0.0%	0.0%	0.0%	11	9.5%	10.5%	10.6%	12.3%
Total	116	100.0%	100.0%	100.0%	100.0%	116	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	4	6.3%	0.4%	1.3%	1.0%	18	28.1%	8.0%	9.8%	5.0%
Moderate	9	14.1%	6.6%	13.1%	10.6%	13	20.3%	10.5%	21.8%	16.9%
Middle	35	54.7%	57.8%	60.2%	58.7%	15	23.4%	23.3%	25.9%	22.9%
Upper	16	25.0%	35.1%	25.4%	29.7%	18	28.1%	58.2%	40.2%	50.9%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	2.3%	4.2%
Total	64	100.0%	100.0%	100.0%	100.0%	64	100.0%	100.0%	100.0%	100.0%
Multi-Family										
Low	0	0.0%	0.0%	4.5%	0.7%	0	0.0%	0.0%	0.0%	0.0%
Moderate	3	50.0%	39.7%	42.0%	35.0%	0	0.0%	0.0%	0.0%	0.0%
Middle	2	33.3%	56.6%	39.3%	45.1%	0	0.0%	0.0%	0.0%	0.0%
Upper	1	16.7%	3.7%	14.3%	19.3%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	6	100.0%	100.0%	100.0%	100.0%
Total	6	100.0%	100.0%	100.0%	100.0%	6	100.0%	100.0%	100.0%	100.0%
HMDA Totals										
Low	18	3.9%	1.4%	1.5%	0.8%	71	15.4%	5.5%	7.8%	4.2%
Moderate	101	22.0%	26.3%	14.3%	11.4%	146	31.7%	18.6%	22.5%	16.7%
Middle	240	52.2%	54.7%	55.9%	54.0%	115	25.0%	16.2%	25.9%	22.9%
Upper	101	22.0%	17.5%	28.3%	33.7%	103	22.4%	19.7%	34.9%	41.9%
Unknown	0	0.0%	0.0%	0.0%	0.0%	25	5.4%	40.1%	8.8%	14.2%
Total	460	100.0%	100.0%	100.0%	100.0%	460	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
		Bank			Aggregate					
	#	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)			
Low	2	0.8%	0.2%	1.6%	1.1%					
Moderate	44	16.8%	11.6%	11.4%	11.5%					
Middle	150	57.3%	64.5%	58.1%	60.9%					
Upper	66	25.2%	23.8%	26.3%	25.8%					
Unknown	0	0.0%	0.0%	0.0%	0.0%					
Tract Unknown	0	0.0%	0.0%	2.6%	0.7%					
Total	262	100.0%	100.0%	100.0%	100.0%					
By Revenue										
\$1 Million or Less	121	46.2%	27.1%	30.9%	36.5%					
By Loan Size										
\$100,000 or less	141	53.8%	12.6%	92.2%	33.1%					
\$100,001-\$250,000	63	24.0%	22.6%	4.5%	20.9%					
\$250,001-\$1 Million	58	22.1%	64.8%	3.3%	46.0%					
Total	262	100.0%	100.0%	100.0%	100.0%					

Originations and Purchases

NON-METROPOLITAN AREA

(FULL REVIEW)

PENNSYLVANIA NON-MSA GROUP A (BRADFORD, COLUMBIA, MONTOUR, NORTHUMBERLAND, SCHUYLKILL, SNYDER, SULLIVAN, AND UNION COUNTIES)

DESCRIPTION OF INSTITUTION'S OPERATIONS

This assessment area group is made up of eight contiguous counties located in central Pennsylvania. The area is a moderately competitive marketplace where a few super-regional banks compete with community banks, savings banks and non-financial institutions. M&T's primary competitors are Susquehanna Bank, Sovereign Bank, Wachovia Bank, and Citizens and Northern Bank.

As of December 31, 2009, M&T maintained 30 branches in the assessment area, or 16% of its retail branches in Pennsylvania. These branches held approximately \$838 million, or 12% of the bank's deposits in Pennsylvania, as of June 30, 2009. M&T ranked first in the assessment area, with 12% of the retail deposit market.

PERFORMANCE CONTEXT

Demographic Characteristics

This group of non-metropolitan counties is a rural area of Pennsylvania where the original core industry was anthracite coal mining. The area remains rural with large portions of the land in Union, Snyder and Sullivan counties designated as state forest land. The Susquehanna River flows through the center of the assessment area, and collectively Northumberland, Snyder and Union Counties are considered the Susquehanna Valley. The three valley counties contain 37% of the population.

The largest county in terms of population is Schuylkill County, where 32% of the assessment area's population resides. LMI census tracts are concentrated in Schuylkill, Northumberland and Columbia counties, while Montour, Bradford, Sullivan, Snyder, and Union Counties contain no LMI tracts. However, half of the census tracts in Montour County are considered distressed non-metropolitan middle-income census tracts. In addition, all of Sullivan County is considered to be an underserved non-metropolitan area.

Income Characteristics

During the examination period, incomes increased slightly in each of the eight counties in the assessment area. The median income of the entire assessment area, derived by calculating the median of the amounts shown in the table at right, is \$53,533 for 2009, which is lower than the median income in most other assessment areas in the state. Of the eight counties, Union has the highest income level due mainly to its proximity to Centre County and Pennsylvania State University.

The 2000 Census indicates that 37% of families in this non-metropolitan assessment area are designated as LMI.

HUD MEDIAN FAMILY INCOME		
Area	2008	2009
Bradford County (Sayre Micropolitan Area)	\$50,080	\$50,271
Columbia County (Bloomsburg-Berwick Micropolitan Area)	\$49,546	\$52,559
Montour County	\$55,733	\$58,680
Northumberland County (Sunbury Micropolitan Area)	\$49,010	\$51,271
Schuylkill County (Pottsville Micropolitan Area)	\$49,506	\$52,514
Snyder County (Selinsgrove Micropolitan Area)	\$51,477	\$54,340
Sullivan County	\$45,576	\$48,223
Union County (Lewisburg Micropolitan Area)	\$58,953	\$60,409

Housing Characteristics

AVERAGE HOME PRICES	
Area	December 2008
Bradford County	\$94,160
Columbia County	\$136,507
Montour County	\$157,507
Northumberland County	\$136,661
Schuylkill County	\$85,300
Snyder County	\$149,873
Sullivan County	\$136,466
Union County	\$167,234

Source: Pennsylvania State Data Center

The 2000 Census revealed that 66% of housing units in these non-MSA counties are owner-occupied. As noted in the table at left, average home prices in the region vary widely. 2008 is the most recent year for which pricing data is available by county in non-metropolitan areas. 2009 aggregate data indicate that house price growth in central Pennsylvania has ceased, but the area has seen only moderate losses in home equity. Central Pennsylvania, like much of the rest of the state, has skirted the worst of the housing crisis. Housing prices decreased about 2% in this area from 2008 to 2009. Generally, the home prices and median family income levels make this region affordable.

Labor, Employment and Economic Characteristics

Much of this area has historically relied on coal and river transport, but the economy has diversified over the years. Many specialized manufacturers are based in Schuylkill County, which has easy access to many northeastern population centers to attract distribution and warehousing businesses. The major employers throughout the assessment area include hospitals, schools and universities, distribution centers, and local governments.

AVERAGE ANNUAL UNEMPLOYMENT RATES		
Area	2008	2009
Bradford County	5.3%	8.4%
Columbia County	5.9%	8.6%
Montour County	4.8%	6.6%
Northumberland County	6.6%	9.8%
Schuylkill County	6.3%	10.0%
Snyder County	6.1%	9.1%
Sullivan County	5.7%	8.6%
Union County	6.3%	9.1%
State of Pennsylvania	5.3%	8.1%

Unemployment rates vary throughout the area as indicated in the table above. The Susquehanna Valley's Montour County had the lowest rate in the assessment area at 4.8% in 2008 while Northumberland County was the highest at 6.6%. In 2009, Montour County was again the lowest at 6.6% while Schuylkill County was the highest at 10.0%. All counties' unemployment rates increased significantly during the examination period.

Detailed demographic data for this assessment area is provided in the chart below:

Assessment Area Demographics								
Assessment Area: PA Non-MSA Group A								
Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	0	0.0	0	0.0	0	0.0	21,421	17.0
Moderate-income	11	9.8	10,753	8.5	1,427	13.3	24,827	19.7
Middle-income	89	79.5	101,072	80.3	7,304	7.2	31,029	24.7
Upper-income	12	10.7	13,980	11.1	420	3.0	48,528	38.6
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	112	100.0	125,805	100.0	9,151	7.3	125,805	100.0
	Housing Units by Tract	Housing Types by Tract						
		Owner-occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	0	0	0.0	0.0	0	0.0	0	0.0
Moderate-income	22,128	11,679	8.4	52.8	7,032	31.8	3,417	15.4
Middle-income	167,535	112,184	80.4	67.0	34,828	20.8	20,523	12.2
Upper-income	20,922	15,756	11.3	75.3	3,831	18.3	1,335	6.4
Unknown-income	0	0	0.0	0.0	0	0.0	0	0.0
Total Assessment Area	210,585	139,619	100.0	66.3	45,691	21.7	25,275	12.0
	Total Businesses by Tract	Businesses by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
	#	%	#	%	#	%	#	%
Low-income	0	0.0	0	0.0	0	0.0	0	0.0
Moderate-income	1,891	11.5	1,648	11.4	142	11.9	101	12.4
Middle-income	12,362	75.0	10,840	74.9	892	74.6	630	77.4
Upper-income	2,235	13.6	1,991	13.8	161	13.5	83	10.2
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	16,488	100.0	14,479	100.0	1,195	100.0	814	100.0
	Percentage of Total Businesses:			87.8	7.2	4.9		

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN PENNSYLVANIA NON-MSA GROUP A PENNSYLVANIA NON-MSA GROUP A

LENDING TEST

Overall performance with respect to the lending test in Pennsylvania Non-MSA Group A was good.

Lending Activity:

M&T's responsiveness to retail credit needs in Non-MSA Group A was good. M&T ranked first in deposit (market share 13%) compared to seventh in home purchase lending (4% market share), sixth in refinance lending (4% market share), third in home improvement lending (8% market

share), and 12th in small business lending (2% market share). Peer Comparisons based on the number of loans per billion dollars of deposits indicates that the bank’s lending volume is generally consistent with the performance of similarly-situated banks.

M&T’s volume declined 29% between examination periods. HMDA-related loan declined 16% from 2007 to 2008 while small business volume declined 21% for the same period in the Non-MSA Group A Non-MSA. However, the aggregate had a more significant decline in the number of loans made in the same period in the Non-MSA Group A, with a 24% decline in HMDA-related and a 28% decline in small business loans.

Geographic Distribution:

The geographic distribution for this assessment area was good overall although performance between 2008 and 2009 differed. Performance is based on penetration in moderate-income census tracts as there are no low-income census tracts.

Performance in 2008 was excellent as home purchase, home improvement, and small business exceeded the demographics of the assessment while refinance lending was adequate. Home purchase and small business lending performance exceeded the performance of the aggregate while refinance lending was below the aggregate’s performance and home improvement performance was similar.

Performance in 2009 was adequate. Home improvement performance remained excellent exceeding the demographics of the assessment area while home purchase and small business performance was adequate and refinance performance was poor.

M&T’s performance is comparable to the last examination, when it exhibited good performance.

The table on the next page summarizes the performance related to lending in moderate-income tracts for 2008.

NON MSA GROUP A				
Product	Low-income Tracts		Moderate-income Tracts	
	M & T Performance	2008 Aggregate Comparison	M & T Performance	2008 Aggregate Comparison
Home Purchase	N/A	N/A	Excellent	Slightly Above
Refinance	N/A	N/A	Adequate	Below
Home Improvement	N/A	N/A	Excellent	Similar
Small Business	N/A	N/A	Excellent	Significantly Above

M&T made 9% of its home purchase, 5% of its refinance, and 10% of its home improvement loans in moderate-income census tracts, exceeding the aggregate's 7%, and 9% of home purchase and home improvement loans, respectively. M&T's refinance loans were below the aggregate's 7% of loans made in moderate-income census tracts. The bank's home purchase and home improvement loan performance also exceeds the demographics of the assessment area, which indicate that 8% of the available owner-occupied housing units are located within moderate-income tracts.

M&T originated 13% of its small business loans in moderate-income geographies, significantly above the aggregate's 8%. The bank's performance is also above the demographics of the assessment area, in which 12% of all small businesses operate in moderate-income geographies.

Distribution by Borrower Income and Revenue Size of Business: Lending performance in the PA Non-MSA Group A assessment area was good based on good lending to moderate-income borrowers, adequate lending to low-income borrowers and adequate lending to small businesses, as indicated in the chart below. Performance in 2009 was comparable to performance in 2008. The table on the next page summarizes the performance related to lending in 2008.

NON-MSA GROUP A				
Product	Low-income Borrowers		Moderate-income Borrowers	
	M & T Performance	2008 Aggregate Comparison	M & T Performance	2008 Aggregate Comparison
Home Purchase	Adequate	Slightly Above	Excellent	Above
Refinance	Poor	Slightly Below	Good	Slightly Above
Home Improvement	Excellent	Significantly Above	Good	Slightly Below
	Lending to Businesses with GAR <= \$1 million		2008 Aggregate Comparison	
Small Business	Adequate		Significantly Above	

Low-income Borrowers

M&T's HMDA-lending to low-income borrowers was adequate. The bank's home purchase and refinance lending were below the proportion of low-income families in this MSA (17%), however, home improvement lending exceeded the proportion of low-income families. The bank made 9%, 5%, and 19% of its home purchase, refinance and home improvement loans respectively to low-income borrowers.

M&T's performance for home purchase and home improvement loans to low-income borrowers exceeded the aggregate group of lenders; whereas, its performance for refinance loans was slightly below the aggregate. The aggregate made 8%, 6%, and 10% of its home purchase, refinance and home improvement loans respectively to low-income borrowers.

Moderate-income Borrowers

M&T's HMDA-lending performance to moderate-income borrowers was good. The bank's home purchase loans exceeded the proportion of moderate-income families in the assessment area (20%), while refinance and home improvement lending to moderate-income borrowers was below. The bank made 29%, 19%, and 17% of its home purchase, refinance and home improvement loans respectively to moderate-income borrowers.

HMDA performance compared to the aggregate varied. Home purchase and refinance lending performance to moderate-income borrowers was above the aggregate while home improvement performance was below the aggregate. The aggregate made 21%, 18%, and 19% of its home purchase, refinance and home improvement loans respectively to moderate-income borrowers.

Small Business Lending

M&T's lending to small business borrowers with GAR of \$1 million or less in this MSA was adequate. The bank made 59% of its small business loans to businesses with GAR of \$1 million or less, compared to the 88% of business establishments in the MSA with GAR of \$ 1, million or less. Performance exceeds the aggregate which made 35% of its loans to these businesses.

61% of M &T's small business loans were in amounts of \$100,000 or less, which was below the aggregate which made 94% of its small business loans in amounts of \$100,000 or less.

Community Development Lending:

Community development lending in Non-MSA Group A was good and totaled \$12 million, or 6% of community development lending in Pennsylvania. Performance in Non-MSA Group A demonstrated good responsiveness to the community development credit needs of the assessment area. Community development lending targeted affordable housing (93%).

Community Development Lending		
Purpose	#	\$('000s)
Affordable Housing	2	11,008
Community Services	0	0
Economic Development	1	800
Revitalize and Stabilize	0	0
Totals	3	11,808

New loans included a \$800,000 line of credit to a non-profit corporation to provide temporary funding for economic development projects in the Schuylkill Valley.

INVESTMENT TEST

M&T’s investment performance in Non-MSA Group A was excellent totaling, totaling \$5.5 million. Investments exhibited excellent responsiveness to assessment area credit needs as detailed in the chart to the right. Qualified investments included \$4.9 million in a bond targeting affordable housing, \$424,000 in mortgage backed securities, \$46,000 in LIHTC and multiple grants and donations totaling \$182,000 to organizations that support affordable housing and provide community services to low- and moderate- income individuals.

Qualified Investments		
Purpose	#	\$(‘000s)
Affordable Housing	9	5,416
Community Services	26	107
Economic Development	9	26
Revitalize & Stabilize	1	3
Total	45	5,552

SERVICE TEST

Performance under the service test was outstanding based primarily on M&T’s excellent branch distribution and its relatively high level of community development services provided in the Non-Metropolitan Group A assessment area in central Pennsylvania.

Retail Services: The bank’s delivery systems were readily accessible to all portions of the assessment area, including LMI areas. Overall, M&T has 30 branches in the Non-MSA Group A assessment area, of which 5, or 17%, are located in LMI areas. This compares very favorably with the percentage of the assessment area population residing in LMI census tracts (9%). Changes in branch locations did not adversely affect the accessibility of the bank’s delivery systems. During the evaluation period, the bank closed one branch, which was located in a middle income tract. No new branches were opened.

Alternative delivery systems slightly enhanced the bank’s performance in this Non-MSA assessment area group. M&T had 20 off-site ATM locations in the assessment area, of which one, or 5%, was located in an LMI area.

The bank’s hours and services were tailored to the needs and convenience of the assessment area, including LMI areas. Of the 30 branches in the MSA, 24 have early morning, late evening hours, or Saturday hours. Six of the branches with extended hours are located in LMI areas.

Community Development Services:

The bank provided a relatively high level of community development services in the PA Non-MSA Group A. The table to the right shows services the bank provided during the evaluation period. In addition, management and staff served as directors, advisors or committee members to 24 non-profit and community based organizations throughout the bank’s assessment area.

Community Development Services	
Mortgage Education Seminars	21
Small Business Seminars	7
Total	28

2008 Aggregate Comparison Loan Distribution Table
Assessment Area: PA Non-MSA Group A

Income Categories	HMDA										
	By Tract Income					By Borrower Income					
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)	
	Home Purchase										
Low	0	0.0%	0.0%	0.0%	0.0%	14	9.0%	3.6%	8.0%	3.9%	
Moderate	14	9.0%	4.2%	7.3%	4.1%	45	29.0%	17.9%	20.9%	13.5%	
Middle	118	76.1%	73.3%	76.1%	73.4%	33	21.3%	20.1%	24.9%	22.2%	
Upper	23	14.8%	22.5%	16.4%	22.4%	56	36.1%	54.0%	38.7%	51.8%	
Unknown	0	0.0%	0.0%	0.2%	0.2%	7	4.5%	4.4%	7.6%	8.6%	
Total	155	100.0%	100.0%	100.0%	100.0%	155	100.0%	100.0%	100.0%	100.0%	
	Refinance										
Low	0	0.0%	0.0%	0.0%	0.0%	10	5.4%	4.4%	6.3%	3.1%	
Moderate	9	4.9%	2.2%	6.7%	4.4%	35	19.0%	12.5%	17.5%	12.0%	
Middle	149	81.0%	79.7%	77.5%	75.8%	58	31.5%	26.0%	25.8%	23.2%	
Upper	26	14.1%	18.0%	15.2%	19.4%	75	40.8%	53.9%	41.4%	51.5%	
Unknown	0	0.0%	0.0%	0.6%	0.4%	6	3.3%	3.2%	8.9%	10.1%	
Total	184	100.0%	100.0%	100.0%	100.0%	184	100.0%	100.0%	100.0%	100.0%	
	Home Improvement										
Low	0	0.0%	0.0%	0.0%	0.0%	30	18.8%	6.0%	9.9%	4.6%	
Moderate	16	10.0%	5.1%	9.2%	6.3%	27	16.9%	5.6%	18.9%	13.0%	
Middle	120	75.0%	68.2%	77.6%	77.2%	55	34.4%	22.3%	25.9%	22.5%	
Upper	24	15.0%	26.7%	12.0%	15.8%	47	29.4%	57.7%	43.5%	56.0%	
Unknown	0	0.0%	0.0%	1.2%	0.7%	1	0.6%	8.5%	1.8%	3.9%	
Total	160	100.0%	100.0%	100.0%	100.0%	160	100.0%	100.0%	100.0%	100.0%	
	Multi-Family										
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%	
Moderate	1	100.0%	100.0%	19.1%	3.9%	0	0.0%	0.0%	0.0%	0.0%	
Middle	0	0.0%	0.0%	72.3%	89.4%	0	0.0%	0.0%	0.0%	0.0%	
Upper	0	0.0%	0.0%	6.4%	5.8%	0	0.0%	0.0%	0.0%	0.0%	
Unknown	0	0.0%	0.0%	2.1%	0.9%	1	100.0%	100.0%	100.0%	100.0%	
Total	1	100.0%	100.0%	100.0%	100.0%	1	100.0%	100.0%	100.0%	100.0%	
	HMDA Totals										
Low	0	0.0%	0.0%	0.0%	0.0%	54	10.8%	4.2%	7.5%	3.5%	
Moderate	40	8.0%	3.7%	7.4%	4.4%	107	21.4%	14.2%	18.9%	12.4%	
Middle	387	77.4%	75.2%	77.0%	75.2%	146	29.2%	22.8%	25.4%	22.2%	
Upper	73	14.6%	21.1%	15.0%	20.1%	178	35.6%	54.3%	40.6%	50.7%	
Unknown	0	0.0%	0.0%	0.6%	0.3%	15	3.0%	4.5%	7.6%	11.2%	
Total	500	100.0%	100.0%	100.0%	100.0%	500	100.0%	100.0%	100.0%	100.0%	
	SMALL BUSINESS										
	By Tract Income										
		Bank			Aggregate						
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)	
Low	0	0.0%	0.0%	0.0%	0.0%		0.0%	0.0%	0.0%	0.0%	
Moderate	35	13.1%	13.6%	13.6%	13.6%		7.9%	8.2%	8.2%	8.2%	
Middle	176	65.7%	66.4%	66.4%	66.4%		70.3%	73.1%	73.1%	73.1%	
Upper	57	21.3%	20.0%	20.0%	20.0%		15.6%	17.2%	17.2%	17.2%	
Unknown	0	0.0%	0.0%	0.0%	0.0%		0.0%	0.0%	0.0%	0.0%	
Tract Unknown	0	0.0%	0.0%	0.0%	0.0%		6.3%	1.5%	1.5%	1.5%	
Total	268	100.0%	100.0%	100.0%	100.0%		100.0%	100.0%	100.0%	100.0%	
	By Revenue										
\$1 Million or Less	158	59.0%	31.7%	34.9%	37.7%						
	By Loan Size										
\$100,000 or less	164	61.2%	15.2%	93.9%	36.0%						
\$100,001-\$250,000	50	18.7%	19.9%	3.5%	19.7%						
\$250,001-\$1 Million	54	20.1%	64.9%	2.6%	44.3%						
Total	268	100.0%	100.0%	100.0%	100.0%		100.0%	100.0%	100.0%	100.0%	

Originations and Purchases

METROPOLITAN AREA

(FULL REVIEW)

MSA 42540 (SCRANTON-WILKES BARRE, PA)

DESCRIPTION OF INSTITUTION'S OPERATIONS

Located in northeastern Pennsylvania, MSA 42540 (Scranton-Wilkes Barre, PA) is made up of Lackawanna, Luzerne, and Wyoming Counties. The MSA is a highly competitive marketplace where large super-regional banks compete with numerous community banks, savings and loan associations, credit unions and non-financial institutions. M&T's primary competitors are PNC Bank, Wachovia Bank, First National Community Bank, Community Bank, N.A. and Citizens Bank of PA.

As of December 31, 2009, M&T maintained 18 branches in the MSA, or 10% of all its retail branches in Pennsylvania. Of the 18 branches, 15, or 83%, are located in Luzerne County in or near the cities of Wilkes-Barre, Pittston and Hazelton. Based on deposits reported to the Federal Deposit Insurance Corporation as of June 30, 2009, M&T ranks fourth in MSA 42540, with 8% of the retail deposit market share. M&T's branches hold approximately \$881 million or 12% of the bank's deposits in Pennsylvania.

PERFORMANCE CONTEXT

Demographic Characteristics

According to the 2000 Census, the MSA has a population of approximately 561 thousand and is estimated to have decreased two percent to 549 thousand as of July 1, 2009. Weak demographic trends have been the norm for the Scranton MSA and the aging of its population (19% of MSA residents are senior citizens) reduces demand for home purchase loans and refinancings. Migrations into the MSA are on the rise; however, this increase is not enough to negate the effects of years of declining population.

Fourteen of the area's 22 LMI census tracts are located in Luzerne County in the cities of Wilkes-Barre, Hazelton and Pittston and in areas near Wilkes-Barre. The remaining eight LMI census tracts are located in Lackawanna County, including seven in the city of Scranton, the largest urban area in the MSA, and one in the city of Carbondale.

Income Characteristics

HUD-adjusted median family income figures for MSA 42540 are listed in the table at right. The 2000 Census indicates that 38% of families in the MSA are designated as LMI. Families living below the poverty level represented 8% of the total families in the assessment area.

HUD MEDIAN FAMILY INCOME		
AREA	2008	2009
MSA 42540	\$54,700	\$56,600

Housing Characteristics

Of the 253 thousand housing units in MSA 42540, 63% are owner-occupied. In LMI tracts, the level of owner-occupancy is 42%. Approximately 10% of housing units in the MSA are vacant, which discourages lending for new housing construction.

AVERAGE HOME PRICE		
Area	2008	2009
MSA 42540	\$125,000	\$118,400

Source: Moody's Economy.com

The cost of housing in MSA 42540 remains relatively low. Home prices decreased about five percent during the evaluation period, matching the trend of home prices in Pennsylvania and the nation. Although the demographic profile shows that housing is more affordable in

the Scranton MSA when compared to other eastern metropolitan areas, 32% percent of renters are paying 30% or more of income in gross rent, making it difficult for renters to save the customary down payment and closing costs necessary to purchase a house.

Labor, Employment and Economic Characteristics

Scranton and nearby Wilkes-Barre are centers of government, higher education, health services, retailing and distribution in northeastern Pennsylvania. This has eased but not entirely offset the impact of the long-term decline in manufacturing employment. Manufacturing represents 12% of the MSA's employment, compared to almost 20% in 2001. Many of these manufacturing jobs have been replaced by jobs in low-paying industries and occupations.

AVERAGE ANNUAL UNEMPLOYMENT RATES		
Area	2008	2009
MSA 42540	6.1%	8.8%
City of Scranton	6.4%	9.0%
City of Wilkes-Barre	6.7%	9.6%
City of Hazelton	8.4%	13.4%
State of Pennsylvania	5.3%	8.1%

As shown in the table at left, unemployment in the MSA remained above the state average for both years in the examination period. Unemployment rates are higher in the assessment area cities, particularly Hazelton, in Luzerne County.

Detailed performance context data for this assessment area is provided in the Assessment Area Chart Report on the next page.

Assessment Area Demographics								
Assessment Area: MSA 42540 Scranton-Wilkes-Barre								
Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	1	0.6	255	0.2	82	32.2	28,136	18.9
Moderate-income	21	12.5	14,489	9.8	2,419	16.7	27,777	18.7
Middle-income	125	74.4	109,492	73.7	8,143	7.4	33,966	22.9
Upper-income	21	12.5	24,284	16.4	723	3.0	58,641	39.5
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	168	100.0	148,520	100.0	11,367	7.7	148,520	100.0
	Housing Units by Tract	Housing Types by Tract						
		Owner-occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	1,558	46	0.0	3.0	1,206	77.4	306	19.6
Moderate-income	28,526	12,517	7.9	43.9	12,692	44.5	3,317	11.6
Middle-income	187,722	118,813	74.9	63.3	49,394	26.3	19,515	10.4
Upper-income	34,955	27,287	17.2	78.1	5,712	16.3	1,956	5.6
Unknown-income	0	0	0.0	0.0	0	0.0	0	0.0
Total Assessment Area	252,761	158,663	100.0	62.8	69,004	27.3	25,094	9.9
	Total Businesses by Tract	Businesses by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
	#	%	#	%	#	%	#	%
Low-income	732	3.2	610	3.0	81	4.2	41	4.3
Moderate-income	2,240	9.7	1,975	9.8	176	9.0	89	9.2
Middle-income	16,332	70.6	14,240	70.4	1,407	72.1	685	71.1
Upper-income	3,836	16.6	3,400	16.8	287	14.7	149	15.5
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	23,140	100.0	20,225	100.0	1,951	100.0	964	100.0
	Percentage of Total Businesses:			87.4	8.4		4.2	

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN MSA 42540 (SCRANTON-WILKES BARRE, PA)

LENDING TEST

Overall lending test performance in this assessment area was good.

Lending Activity:

M&T's responsiveness to retail credit needs in MSA 42540 was good. M&T's lending activity in the Scranton MSA declined since the prior review. M&T's lending market share for home purchase and refinance loans improved since the prior review, however, lending market share for home improvement and small business loans declined. Peer comparisons based on the number of loans per billion dollars of deposits indicates that the bank's lending volume was generally consistent with the performance of similarly-situated banks.

M&T ranked fourth in deposits (market share 8%) compared to eighth in home purchase lending (market share 4%), seventh in refinance lending (market share 3%), seventh in home improvement lending (market share 4%), and 15th in small business lending (market share 1%).

M&T's HMDA-related and small business volume declined 21% between examination periods. HMDA-related volume decreased 20% from 2007 to 2008 while small business volume decreased 34% for the same period in the Scranton MSA. The declines noted were less significant than the aggregate for HMDA-related loans which declined 28% but slightly more than the aggregate for small business loans, which declined 29%. M&T's volume by number of loans made decreased for each HMDA-related loan product between 2007 and 2008 but the decrease lagged the decrease in the aggregate's volume declines.

Geographic Distribution:

The geographic distribution for this assessment area was good overall although performance between 2008 and 2009 differed. This conclusion is based on good lending penetration in moderate-income census tracts as the one low-income census tract has only 46 owner-occupied housing units and opportunities to lend are very limited. Performance in low-income tracts is considered adequate based on the performance context. M&T's performance was comparable to the last examination. Performance in 2009 was adequate. The following table summarizes 2008 performance related to lending in the applicable census tracts.

MSA 42540 (SCRANTON-WILKES BARRE, PA)				
Product	Low-income Tracts		Moderate-income Tracts	
	M & T Performance	2008 Aggregate Comparison	M & T Performance	2008 Aggregate Comparison
Home Purchase	Adequate	Similar	Good	Below
Refinance	Adequate	Similar	Good	Above
Home Improvement	Adequate	Similar	Excellent	Slightly Above
Small Business	Substantial Non-Compliance	Significantly Below	Good	Above

M&T made 6% of its home purchase, 9% of its refinance, and 8% of its home improvement loans in moderate-income geographies, slightly above the aggregate's 7% for home improvement, above the aggregate's 7% for refinance, and below the aggregate's 7% for home purchase loans. The bank's home improvement performance also exceeds the demographics of the assessment area, which indicate that 8% of available owner-occupied housing units are located within moderate-income geographies.

M&T originated 11% of its small business loans in moderate-income geographies exceeding the demographics of the assessment as 10% of all small businesses are located in moderate-income geographies. M&T's performance also was above the aggregate which made 8% of its small business loans in moderate-income geographies. M&T did not originate any loans in low-income geographies while 2% of the aggregate's 2% small business loans were originated in low-income geographies and 3% all small businesses are located in low-income geographies.

Distribution by Borrower Income and Revenue Size of Business:

Lending performance in the Scranton-Wilkes-Barre assessment area was good based on excellent lending to moderate-income borrowers, adequate lending to low-income borrowers and adequate lending to small businesses. Home ownership is generally affordable to both low- and moderate-income borrowers in the MSA as housing costs are generally 3 to 5 times the income levels of low-income borrowers. Performance in 2009 was comparable to performance in 2008. The following table summarizes M&T's 2008 performance.

MSA 42540 (SCRANTON-WILKES BARRE, PA)				
Product	Low-income Borrowers		Moderate-income Borrowers	
	M & T Performance	2008 Aggregate Comparison	M & T Performance	2008 Aggregate Comparison
Home Purchase	Adequate	Above	Excellent	Slightly Above
Refinance	Poor	Below	Good	Below
Home Improvement	Adequate	Slightly Below	Excellent	Above
	Lending to Businesses with GAR <= \$1 million		2008 Aggregate Comparison	
Small Business	Adequate		Above	

Low-income Borrowers

M&T's performance in HMDA-lending to low-income borrowers was adequate. The bank's HMDA-lending was below the proportion of low-income families (19%) in the MSA. The bank made 12%, 6%, and 9% of its home purchase, refinance, and home improvement loans respectively to low-income borrowers.

M&T's HMDA-lending performance in comparison to the aggregate varied. Home purchase lending to low-income borrowers was above, while refinance and home improvement lending performance was below. The aggregate made 9%, 8%, and 11% of its home purchase, refinance, and home improvement loans, respectively, to low-income borrowers.

Moderate-income Borrowers

M&T’s HMDA-lending performance to moderate-income borrowers was excellent. The bank’s home purchase and home improvement performance was above the proportion of moderate-income families (19%) in the MSA while refinance performance was below. The bank made 25%, 15%, and 28% of its home purchase, refinance, and home improvement loans respectively to moderate-income borrowers.

The bank’s home purchase and home improvement performance to moderate-income borrowers exceeded that of the aggregate while refinance performance was below. The aggregate made 22%, 18%, and 20% of its home purchase, refinance, and home improvement loans respectively to moderate-income borrowers.

Small Business Lending

M&T’s performance in lending to small business borrowers with GAR of \$1 million or less was adequate. The bank made 55% of its small business loans to businesses with GAR of \$1 million or less compared to 87% of business establishments in the MSA with GAR of \$1 million or less. Performance was above the aggregate which made 37% of its loans to these small businesses.

M&T made 60% of its small business loans in amounts of \$100,000 or less, which was below the aggregate which made 93% of its small business loans in amounts of \$100,000 or less.

Community Development Lending:

M&T’s community development lending in MSA 42540 (Scranton-Wilkes-Barre, PA) was excellent, totaling \$54 million, or 29% of the bank’s community development lending in Pennsylvania. Performance in the MSA demonstrated an excellent response to the community credit needs of the MSA.

Community Development Lending		
Purpose	#	\$('000s)
Affordable Housing	1	4,000
Community Services	3	5,794
Economic Development	4	13,800
Revitalize and Stabilize	5	30,508
Totals	13	54,102

Community development lending supporting revitalization and stabilization initiatives represented 56% while loans supporting economic development were 26% and loans supporting community services and affordable housing were 11% and 7% respectively of total community development lending activity.

Examples of community development initiatives include

- Four loans totaling \$6.3 million for construction of a building for a manufacturing company in a Keystone Opportunity Zone. Construction of the building will retain 88 jobs and create 22 new jobs in the assessment area. The company primarily employs low- and moderate-income individuals.

- A \$4 million loan to a housing authority to fund improvements to affordable rental housing.

INVESTMENT TEST

The level of qualified investments in this MSA was good, totaling \$1.3 million. Investments exhibited good responsiveness to assessment area credit needs. The qualified investments included four mortgage backed securities for \$1.1 million that supported affordable housing for low- and moderate-income borrowers.

Qualified Investments		
Purpose	#	\$(‘000s)
Affordable Housing	7	1,100
Community Services	49	160
Economic Development	1	2
Revitalize & Stabilize	2	5
Total	59	1,267

SERVICE TEST

M&T’s performance under the service test was outstanding, based primarily on the bank’s excellent branch distribution and its relatively high level of community development services provided in the Scranton-Wilkes Barre MSA.

Retail Services: The bank’s delivery systems were readily accessible to all portions of the assessment area, including LMI areas. Overall, M&T has 18 branches in MSA 42540, of which 2 or 11% were located in LMI areas. This compared similarly to the portion of the MSA population residing in LMI areas (11%).

Changes in branch locations did not adversely affect the accessibility of the bank’s delivery systems. No branches were opened or closed in this assessment area during the evaluation period.

Alternative delivery systems did not enhance the bank’s performance in the assessment area. M&T had eight off-site ATM locations in the assessment area; however, none were located in LMI areas.

The bank’s hours and services were tailored to the needs and convenience of the assessment area, including LMI areas. Of the 18 branches in the MSA, 16 have early morning, late evening or Saturday hours. Two of the branches with extended hours are in LMI areas.

Community Development Services: The bank made a relatively high level of community development services in the Scranton-Wilkes Barre MSA. The table to the right shows the number and type of services the bank performed during the evaluation period. Most of the seminars covered affordable mortgage topics. In addition, bank representatives participated as board or committee members of 10 non-profit or community based organizations.

Community Development Services	
Mortgage Education Seminars	40
Small Business Seminars	2
Total	42

2008 Aggregate Comparison Loan Distribution Table
Assessment Area: MSA 42540 Scranton-Wilkes-Barre

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	2008 Bank		2008 Aggregate			2008 Bank		2008 Aggregate		
#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)	
Home Purchase										
Low	0	0.0%	0.0%	0.0%	0.0%	22	11.6%	5.5%	8.7%	4.5%
Moderate	11	5.8%	3.0%	7.3%	4.7%	47	24.9%	16.9%	22.4%	15.7%
Middle	144	76.2%	72.6%	69.6%	63.1%	27	14.3%	13.6%	24.5%	21.3%
Upper	34	18.0%	24.5%	23.0%	32.1%	78	41.3%	56.5%	38.4%	52.5%
Unknown	0	0.0%	0.0%	0.1%	0.1%	15	7.9%	7.5%	6.1%	6.0%
Total	189	100.0%	100.0%	100.0%	100.0%	189	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	0	0.0%	0.0%	0.1%	0.0%	12	5.6%	2.7%	7.9%	4.3%
Moderate	20	9.3%	5.8%	7.0%	4.8%	33	15.4%	10.0%	17.8%	13.0%
Middle	150	70.1%	67.2%	70.2%	66.0%	66	30.8%	27.0%	24.9%	22.6%
Upper	44	20.6%	27.0%	22.7%	29.1%	95	44.4%	53.7%	40.9%	50.6%
Unknown	0	0.0%	0.0%	0.1%	0.0%	8	3.7%	6.7%	8.5%	9.5%
Total	214	100.0%	100.0%	100.0%	100.0%	214	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	0	0.0%	0.0%	0.0%	0.0%	8	9.0%	5.2%	11.2%	6.1%
Moderate	7	7.9%	6.2%	6.8%	6.6%	25	28.1%	14.3%	20.2%	14.1%
Middle	67	75.3%	68.6%	74.0%	66.8%	23	25.8%	27.7%	25.0%	23.5%
Upper	15	16.9%	25.2%	19.2%	26.6%	32	36.0%	52.4%	40.7%	51.6%
Unknown	0	0.0%	0.0%	0.0%	0.0%	1	1.1%	0.3%	2.8%	4.8%
Total	89	100.0%	100.0%	100.0%	100.0%	89	100.0%	100.0%	100.0%	100.0%
Multi-Family										
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	15.9%	2.8%	0	0.0%	0.0%	0.0%	0.0%
Middle	2	100.0%	100.0%	76.2%	52.0%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	7.9%	45.1%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	2	100.0%	100.0%	100.0%	100.0%
Total	2	100.0%	100.0%	100.0%	100.0%	2	100.0%	100.0%	100.0%	100.0%
HMDA Totals										
Low	0	0.0%	0.0%	0.1%	0.0%	42	8.5%	2.9%	8.7%	4.3%
Moderate	38	7.7%	3.1%	7.1%	4.8%	105	21.3%	9.3%	19.7%	13.6%
Middle	363	73.5%	79.1%	70.6%	64.4%	116	23.5%	14.3%	24.6%	21.3%
Upper	93	18.8%	17.8%	22.2%	30.7%	205	41.5%	37.9%	39.8%	49.5%
Unknown	0	0.0%	0.0%	0.1%	0.1%	26	5.3%	35.7%	7.1%	11.3%
Total	494	100.0%	100.0%	100.0%	100.0%	494	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
	Bank			Aggregate			Aggregate			
	#	%	% \$(000s)	%	% \$(000s)		%	% \$(000s)	%	% \$(000s)
Low	0	0.0%	0.0%	2.0%	3.6%		2.0%	3.6%		
Moderate	27	11.0%	10.9%	7.6%	7.3%		7.6%	7.3%		
Middle	175	71.4%	72.0%	65.5%	67.4%		65.5%	67.4%		
Upper	43	17.6%	17.1%	20.7%	20.8%		20.7%	20.8%		
Unknown	0	0.0%	0.0%	0.0%	0.0%		0.0%	0.0%		
Tract Unknown	0	0.0%	0.0%	4.1%	0.9%		4.1%	0.9%		
Total	245	100.0%	100.0%	100.0%	100.0%		100.0%	100.0%		100.0%
By Revenue										
\$1 Million or Less	135	55.1%	26.1%	37.3%	43.2%					
By Loan Size										
\$100,000 or less	146	59.6%	18.2%	93.0%	35.7%					
\$100,001-\$250,000	56	22.9%	27.0%	3.9%	19.1%					
\$250,001-\$1 Million	43	17.6%	54.8%	3.1%	45.2%					
Total	245	100.0%	100.0%	100.0%	100.0%		100.0%	100.0%		100.0%

Originations and Purchases

METROPOLITAN AREA

(FULL REVIEW)

MSA 11020 (ALTOONA, PA)

DESCRIPTION OF INSTITUTION'S OPERATIONS

As of December 31, 2010, M&T operated 9 branches in the Altoona MSA, representing 5% of its branches in Pennsylvania. Based on deposits reported to the Federal Deposit Insurance Corporation as of June 30, 2009, these branches contained approximately \$701 million in deposits, or 10% of the bank's total branch deposits in the state. M&T ranks first in MSA 11020, with 34% of the retail deposit market.

There are 13 banks operating branches in the Altoona MSA, primarily community banks. The top five banks control 84% of the deposits in the MSA. M&T's primary competitors in the assessment area are Citizens Bank of PA, First National Bank of Pennsylvania, and First Commonwealth Bank.

PERFORMANCE CONTEXT

Demographic Characteristics

The assessment area encompasses Blair County, located in the Allegheny Mountains in western central Pennsylvania. According to the 2000 Census, the Altoona MSA population is approximately 129 thousand and is estimated to have decreased two percent to 126 thousand as of July 1, 2009. Although the population of both the city and county has remained fairly stable, a relatively high proportion of residents are senior citizens (17%). The high proportion of seniors reduces demand for home purchase loans and refinancings, as their mortgage lending needs are limited.

Of the MSA's seven LMI census tracts, five are located in the city of Altoona, one in Tyrone in northern Blair County and one in rural Claysburg in the southern part of the county. The city of Altoona is Blair County's urban center and contains 38% of the county population. The city is a designated Enterprise Zone. Funds from these programs are earmarked to build and rehabilitate housing in depressed neighborhoods and encourage businesses to locate there with tax incentives and financing programs.

Income Characteristics

HUD median family income figures for the Altoona MSA are noted in the table at right. The median family incomes are the lowest of the MSA areas in Pennsylvania under full review. The 2000 Census indicates that 37% of families in the MSA are designated as LMI. Families living below the poverty level represented 9% of the total families in the assessment area.

HUD MEDIAN FAMILY INCOMES		
AREA	2009	2008
MSA 11020	\$53,000	\$50,700

Housing Characteristics

The cost of housing decreased 4% over the past year in the MSA, and remains low compared to other eastern metropolitan areas. Single family homes in Altoona remain some of the most affordable in the nation.

AVERAGE HOME PRICE		
Area	2009	2008
MSA 11020	\$94,800	\$98,700

Source: Moody's Economy.com, Inc.

Of the 55 thousand housing units in MSA 11020, 68% are owner-occupied. Just 14% of all owner-occupied units are located in the LMI census tracts, and 39% of units are located in the city of Altoona.

Labor, Employment and Economic Characteristics

Unemployment rates in the Altoona MSA increased but are still below the state average, as shown in the table to the right.

AVERAGE ANNUAL UNEMPLOYMENT RATES		
Area	2009	2008
MSA 11020	7.2%	5.2%
State of Pennsylvania	8.1%	5.3%

The Altoona MSA's transition to a service economy has been slow. Although 12 percent of residents are still employed in manufacturing, that sector continues to lose jobs. The decreasing and aging population and a lack of highly skilled labor has hampered the area's growth. The silver lining in this labor market is the education/healthcare sector which continues to expand. With a population comprising 17% senior citizens, this industry has become an important part of the economy. At present it provides 18% of total employment in the MSA.

Detailed demographic data for this assessment area is provided in chart on the next page.

Assessment Area Demographics								
Assessment Area: MSA 11020 Altoona								
Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	1	2.9	189	0.5	75	39.7	6,393	18.1
Moderate-income	6	17.6	5,501	15.6	1,080	19.6	6,719	19.1
Middle-income	25	73.5	26,249	74.4	1,824	6.9	8,629	24.5
Upper-income	2	5.9	3,328	9.4	222	6.7	13,526	38.4
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	34	100.0	35,267	100.0	3,201	9.1	35,267	100.0
	Housing Units by Tract	Housing Types by Tract						
		Owner-occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	1,293	62	0.2	4.8	1,024	79.2	207	16.0
Moderate-income	9,375	5,176	13.8	55.2	3,336	35.6	863	9.2
Middle-income	39,505	28,669	76.3	72.6	8,587	21.7	2,249	5.7
Upper-income	4,888	3,654	9.7	74.8	1,010	20.7	224	4.6
Unknown-income	0	0	0.0	0.0	0	0.0	0	0.0
Total Assessment Area	55,061	37,561	100.0	68.2	13,957	25.3	3,543	6.4
	Total Businesses by Tract	Businesses by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
	#	%	#	%	#	%	#	%
Low-income	209	4.6	173	4.4	28	6.7	8	5.9
Moderate-income	695	15.4	615	15.5	61	14.6	19	14.1
Middle-income	3,184	70.6	2,796	70.7	289	69.0	99	73.3
Upper-income	423	9.4	373	9.4	41	9.8	9	6.7
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	4,511	100.0	3,957	100.0	419	100.0	135	100.0
	Percentage of Total Businesses:			87.7		9.3		3.0

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN MSA 11020 (ALTOONA, PA)

LENDING TEST

Overall performance on the lending test in MSA 11020 (Altoona, PA) was good.

Lending Activity:

M&T's responsiveness to retail credit needs in this MSA was good. M&T's market share for home purchase, refinance, and home improvement lending declined since the prior review. Peer comparisons based on the number of loans per billion dollars of deposits indicates that the bank's lending volume was generally consistent with the performance of similarly-situated banks.

M&T's trend in loan volume by number by number of loans was overall significantly above the aggregate trend in loan volume for the period 2007 to 2008.

M&T ranked first in deposits (market share 29%) compared to third in home purchase lending (market share 7%), ninth in refinance lending (market share 4%), seventh in home improvement lending (market share 6%) and sixth in small business lending (market share 6%). At the prior examination, M&T ranked first in deposits (market share 24%) compared to first in home purchase lending (market share 12%), fifth in refinance lending (market share 5%), fifth in home improvement lending (market share 7%) and fifth in small business lending (market share 9%).

M&T’s HMDA-related and small business volume declined 19% between examination periods. HMDA-related loans decreased 5% from 2007 to 2008 while the volume in the number of small business loans made increased 19% for the same period in the Altoona MSA. The aggregate had a more significant decline in the number of loans made in the same period in the Altoona MSA, with a 15% decline in HMDA-related and a 28% decline in small business loans.

Geographic Distribution:

Geographic distribution for this assessment area was excellent. This conclusion is based on excellent HMDA-related penetration in moderate-income census tracts and excellent small business lending penetration in low-income tracts. Performance is based primarily on penetration in moderate-income census tracts as opportunities in low-income tracts are limited. Less than 1% of all owner-occupied housing units are in low-income census tracts. Performance in low-income census tracts is considered adequate based on the performance context. Performance in 2009 differed and was good overall. The following table summarizes 2008 performance related to lending in the LMI tracts.

MSA 11020 (ALTOONA, PA)				
Product	Low-income Tracts		Moderate-income Tracts	
	M & T Performance	2008 Aggregate Comparison	M & T Performance	2008 Aggregate Comparison
Home Purchase	Adequate	Similar	Excellent	Slightly Above
Refinance	Adequate	Similar	Excellent	Above
Home Improvement	Adequate	Similar	Excellent	Similar
Small Business	Excellent	Significantly Above	Good	Slightly Above

M&T made 15% of its home purchase, 15% of its refinance, and 15% of its home improvement loans in moderate-income geographies, slightly above the aggregate’s 13% for home purchase, above the aggregate’s 12% for refinance, and similar to the aggregate’s 15% for home improvement loans. The bank’s performance compares favorably to the demographics of the assessment area, where 14% of the available owner-occupied housing units are located within moderate-income geographies.

M&T originated 8% and 18% of its small business loans in low- and moderate-income geographies, respectively, exceeding the aggregate's 4% and 12%. The bank's performance also exceeds the demographics of the low-income geographies, where 5% of all small businesses operate, and is below the demographics for moderate-income geographies, where 15% of small businesses operate.

Distribution by Borrower Income and Revenue Size of the Business:

Lending performance in the Altoona assessment area was good based on good HMDA lending to low- and moderate-income borrowers, and adequate lending to small businesses as indicated in the chart below.

MSA 11020 (ALTOONA, PA)				
Product	Low-income Borrowers		Moderate-income Borrowers	
	M & T Performance	2008 Aggregate Comparison	M & T Performance	2008 Aggregate Comparison
Home Purchase	Good	Significantly Above	Excellent	Above
Refinance	Good	Significantly Above	Adequate	Below
Home Improvement	Good	Slightly Above	Excellent	Above
	Lending to Businesses with GAR <= \$1 million		2008 Aggregate Comparison	
Small Business	Adequate		Slightly Above	

Low-income Borrowers

M&T's HMDA-lending performance with respect to low-income borrowers was good although the bank's HMDA-lending was below the proportion of low-income families (18%) in the MSA. The bank made 14%, 17%, and 15% of its home purchase, refinance, and home improvement loans respectively to low-income borrowers.

The bank's lending performance for home purchase and refinance lending to low-income borrowers was significantly above the aggregate, while its performance for home improvement loans was slightly above to the aggregate. The aggregate made 9%, 9%, and 14% of its home purchase, refinance, and home improvement loans respectively to low-income borrowers.

Moderate-income Borrowers

M&T's HMDA-lending performance to moderate-income borrowers in this MSA was good. The bank's home purchase and home improvement lending performance exceeded the proportion of moderate-income families (19%) in the MSA. The bank made 34%, 12%, and 22% of its home purchase, refinance, and home improvement loans, respectively, to moderate-income borrowers.

M&T's home purchase and home improvement lending performance exceeded the aggregate while refinance performance was below. The aggregate made 24%, 17%, and 18% of its home purchase, refinance, and home improvement loans respectively to moderate-income borrowers.

Small Business Lending

Lending to small business borrowers with GAR of \$1 million or less was adequate. The bank made 40% of its small business loans to businesses with GAR of \$1 million or less while 88% of business establishments in the MSA had GAR of \$1 million or less. Performance was slightly above the aggregate which made 33% of its loans to these small businesses.

M&T made 49% of its small business loans in amounts of \$100,000 or less, which was below the aggregate, which made 89% of its small business loans in amounts less than \$100,000.

Community Development Lending:

The bank's community development lending performance in MSA 11020 (Altoona, PA) was good. Community development lending in MSA 11020 totaled \$31 million or 17% of community development lending in Pennsylvania.

Community Development Lending		
Purpose	#	\$('000s)
Affordable Housing	0	0
Community Services	1	6,783
Economic Development	3	24,714
Revitalize and Stabilize	0	0
Totals	4	31,497

Community development lending activity included a \$7 million loan for construction of a nursing home serving low- and moderate-income residents and a \$10 million loan to finance construction of a business park in a Keystone Opportunity Zone that will bring jobs for low- and moderate-income residents of a moderate-income area in Blair County.

INVESTMENT TEST

The volume of qualified investments in this MSA was good, totaling \$516 thousand. Investments were made in organizations that support affordable housing and community services. Investments exhibited adequate responsiveness to assessment area credit needs, as detailed in the table to the right.

Qualified Investments		
Purpose	#	Amount
Affordable Housing	7	300
Community Services	44	186
Economic Development	2	30
Revitalize & Stabilize	0	0
Total	53	516

SERVICE TEST

M&T's performance under the service test was outstanding, based on the bank's excellent branch distribution and its leadership in providing community development services.

Retail Services: The bank's delivery systems were readily accessible to all portions of the assessment area, including LMI areas. Overall, M&T has 9 branches in MSA 11020 (Altoona, PA), of which 2, or 22%, are located in LMI areas. This compares very favorably to the portion of the MSA population residing in LMI areas (18%).

Changes in branch locations did not adversely affect the accessibility of the bank's delivery systems. During the evaluation period, M&T did not open or close any new branches in the assessment area.

Alternative delivery systems somewhat enhanced the bank's performance in the assessment area. M&T had 18 off-site ATM locations in the assessment area, of which five, or 28%, were located in LMI areas.

The bank's hours and services were tailored to the needs and convenience of the assessment area, including LMI areas. Of the 9 branches in the MSA, all have either early morning, late evening hours, or Saturday hours. Two of the branches with extended hours are in LMI areas.

Community Development Services:

The bank is a leader in providing community development services in the Altoona MSA. The table to the right shows the number and type of services the bank provided during the evaluation period. The mortgage education seminars targeted LMI borrowers and first time homebuyers. In addition, management and staff served as directors, advisors or committee members to 10 non-profit and community based organizations throughout the bank's assessment area.

Community Development Services	
Mortgage Education Seminars	167
Small Business Seminars	1
Total	168

2008 Aggregate Comparison Loan Distribution Table
Assessment Area: MSA 11020 Altoona

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	2008 Bank		2008 Aggregate			2008 Bank		2008 Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	0	0.0%	0.0%	0.2%	0.1%	13	14.3%	8.9%	9.4%	4.6%
Moderate	14	15.4%	7.4%	13.0%	9.0%	31	34.1%	27.8%	23.6%	16.6%
Middle	76	83.5%	91.4%	75.5%	75.2%	18	19.8%	18.3%	22.9%	21.3%
Upper	1	1.1%	1.1%	11.3%	15.7%	24	26.4%	39.4%	35.2%	49.4%
Unknown	0	0.0%	0.0%	0.0%	0.0%	5	5.5%	5.6%	8.8%	8.1%
Total	91	100.0%	100.0%	100.0%	100.0%	91	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	1	1.7%	0.4%	0.2%	0.1%	10	16.7%	8.9%	8.9%	4.6%
Moderate	9	15.0%	7.6%	11.6%	7.6%	7	11.7%	8.5%	16.5%	11.6%
Middle	47	78.3%	83.2%	75.3%	76.6%	15	25.0%	18.5%	24.2%	21.5%
Upper	3	5.0%	8.8%	13.0%	15.7%	19	31.7%	50.6%	41.6%	53.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	9	15.0%	13.5%	8.8%	9.3%
Total	60	100.0%	100.0%	100.0%	100.0%	60	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	0	0.0%	0.0%	0.1%	0.1%	6	14.6%	4.7%	13.7%	6.1%
Moderate	6	14.6%	9.5%	14.6%	10.4%	9	22.0%	12.3%	17.6%	10.7%
Middle	29	70.7%	76.1%	72.9%	76.5%	11	26.8%	27.3%	23.4%	18.2%
Upper	6	14.6%	14.3%	12.3%	13.0%	14	34.1%	55.4%	43.8%	62.6%
Unknown	0	0.0%	0.0%	0.0%	0.0%	1	2.4%	0.3%	1.6%	2.4%
Total	41	100.0%	100.0%	100.0%	100.0%	41	100.0%	100.0%	100.0%	100.0%
Multi-Family										
Low	0	0.0%	0.0%	5.6%	11.5%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	22.2%	14.8%	0	0.0%	0.0%	0.0%	0.0%
Middle	1	100.0%	100.0%	61.1%	23.9%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	11.1%	49.8%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	1	100.0%	100.0%	100.0%	100.0%
Total	1	100.0%	100.0%	100.0%	100.0%	1	100.0%	100.0%	100.0%	100.0%
HMDA Totals										
Low	1	0.5%	0.2%	0.2%	0.5%	29	15.0%	8.4%	10.0%	4.5%
Moderate	29	15.0%	7.4%	12.7%	8.6%	47	24.4%	18.6%	19.2%	13.1%
Middle	153	79.3%	87.5%	74.9%	74.1%	44	22.8%	18.4%	23.5%	20.4%
Upper	10	5.2%	4.9%	12.2%	16.8%	57	29.5%	43.6%	39.5%	50.3%
Unknown	0	0.0%	0.0%	0.0%	0.0%	16	8.3%	10.9%	7.9%	11.7%
Total	193	100.0%	100.0%	100.0%	100.0%	193	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
	#	Bank			Aggregate					
		%	% \$(000s)	%	% \$(000s)	%	% \$(000s)			
Low	16	8.1%	6.4%	3.8%	5.8%					
Moderate	36	18.3%	18.5%	11.7%	13.6%					
Middle	106	53.8%	50.2%	63.3%	55.2%					
Upper	39	19.8%	24.9%	13.9%	20.4%					
Unknown	0	0.0%	0.0%	0.0%	0.0%					
Tract Unknown	0	0.0%	0.0%	7.3%	4.9%					
Total	197	100.0%	100.0%	100.0%	100.0%					
By Revenue										
\$1 Million or Less	79	40.1%	20.0%	33.4%	35.4%					
By Loan Size										
\$100,000 or less	96	48.7%	10.1%	89.1%	23.0%					
\$100,001-\$250,000	40	20.3%	15.7%	5.0%	16.7%					
\$250,001-\$1 Million	61	31.0%	74.2%	5.9%	60.2%					
Total	197	100.0%	100.0%	100.0%	100.0%					

Originations and Purchases

METROPOLITAN AND NONMETROPOLITAN AREAS

(LIMITED REVIEW)

PA Non-MSA Group C (Adams, Bedford, Franklin, and Huntingdon Counties

MSA 39740 (Reading, PA)

MSA 29540 (Lancaster, PA)

MSA 48700 (Williamsport, PA)

MSA 44300 (State College, PA)

MSA 10900 (Allentown-Bethlehem-Easton, PA-NJ)

MSA 30140 (Lebanon, PA)

PA Non-MSA Group D (Clearfield and Clinton Counties)

PA Non-MSA Group B (Monroe County)

Data reviewed, including performance and demographic information, can be found in the Pennsylvania tables in Appendices D, E, F, and G. Conclusions regarding performance were compared with the overall state rating, which was based on the full-scope assessment area performance. Conclusions follow:

Assessment Area	Lending Test	Investment Test	Service Test
Non-MSA Group C	Consistent	Consistent	Consistent
MSA 39740	Consistent	Below	Below
MSA 29540	Consistent	Consistent	Below
MSA 44300	Consistent	Consistent	Consistent
MSA 48700	Consistent	Below	Consistent
MSA 10900	Consistent	Consistent	Below
MSA 30140	Consistent	Below	Below
Non-MSA Group D	Below	Below	Below
Non-MSA Group B	Below	Below	Below

STATE OF MARYLAND

CRA RATING FOR MARYLAND³: OUTSTANDING

The lending test is rated: High Satisfactory

The investment test is rated: Outstanding

The service test is rated: Outstanding

The major factors supporting the rating include:

- An excellent level of community development lending;
- An excellent level of qualified investments;
- A good geographic distribution of loans in the bank's assessment areas;
- Adequate responsiveness to assessment area credit needs;
- Adequate distribution of loans among individuals of different income levels and businesses of different sizes; and,
- Readily accessible delivery systems to geographies and individuals of different income levels.

SCOPE OF EXAMINATION

Examiners conducted a full-scope review for MSA 12580 (Baltimore-Towson, MD). Activity within the State of Maryland is heavily concentrated in this MSA, with 93% of deposits and 81% of HMDA and small business loans originated in the Maryland assessment areas during the review period.

Since MSA 12580 is the only full scope assessment area for the State of Maryland, ratings are primarily based on performance within that MSA.

Limited -scope reviews were conducted of the following areas:

1. MSA 25180 (Hagerstown-Martinsburg, MD-WV)
2. MSA 41540 (Salisbury, MD)
3. MD Non-MSA Group D (Garrett County)
4. MD Non-MSA Group A (Caroline County, Dorchester County, Talbot County)
5. MD Non-MSA Group C (Worcester County)
6. MD Non-MSA Group B (St. Mary's County)

³ For institutions with branches in two or more states in a multistate metropolitan area, this statewide evaluation is adjusted and does not reflect performance in the parts of those states contained within the multistate metropolitan area. Refer to the multistate metropolitan area rating and discussion for the rating and evaluation of the institutions performance in that area.

DESCRIPTION OF INSTITUTION'S OPERATIONS

The bank's activities in the state of Maryland make up a relatively significant proportion of M&T's operations and were weighted accordingly when deriving overall ratings. As shown in Exhibit 1, the bank has 160 branches in the Maryland assessment areas, representing 21% of all branches. Maryland branches also generated 25% of deposits as of June 30, 2009 and 11% of HMDA and small business loans. Exhibit 6 summarizes activity in the Maryland assessment areas.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN MARYLAND

LENDING TEST

M&T's performance on the lending test was good.

Lending Activity:

M & T's lending activity showed adequate responsiveness to retail credit needs in the bank's assessment areas when measured in terms of the number and dollar amount of HMDA-related and small business loans originated and purchased in each assessment area.

Geographic and Borrower Distribution:

The overall geographic distribution of loans reflected good penetration in LMI geographies.

The overall borrower distribution of HMDA-related and small business loans in this assessment area was adequate.

Community Development Loans:

M&T's overall community development lending performance was excellent.

During the examination period, community development lending in Maryland totaled \$339 million. Community development lending initiatives targeted revitalization and stabilization and affordable housing (45% and 42% of total statewide initiatives respectively). Community contacts in the state identified economic development related to job creation as an important credit need. The remainder of community development lending targeted economic development initiatives and community service initiatives, each of which represented 6% of total activity.

INVESTMENT TEST

M&T's performance under the investment test was excellent. Overall, the bank made 185 qualified investments, totaling approximately \$110 million, within the Maryland assessment area. This includes \$61 million in LIHTCs and \$6 million in mortgage backed securities. An additional \$16 million in mortgage backed securities were included that were acquired with the acquisition of Provident Bank of Maryland and Bradford Bank. These securities were reviewed by examiners from other agencies at their last CRA examinations. These securities are considered less responsive and accordingly, have been assigned a lesser weight. LIHTC's are considered complex because of intricate accounting requirements. Total investments included \$2 million in charitable grants and contributions to organizations supporting affordable housing, economic development and community development services to low- and moderate-income individuals.

SERVICE TEST

M&T's performance under the service test in the Maryland assessment areas was excellent. The bank's delivery systems were readily accessible to all portions of the assessment area and the bank was a leader in providing community development services throughout the assessment area.

Exhibit 6: Summary of Key Assessment Area Data: Maryland

	MSA 12580	MSA 25180	MSA 41540	Non-MSA Group D	Non-MSA Group A	Non-MSA Group C	Non-MSA Group B	Total for Maryland
Total Population⁴	2,552,994	131,923	84,644	29,846	94,258	46,543	86,211	3,026,419
Population % of AA population	84%	4%	3%	1%	3%	2%	3%	100%
Families	658,188	34,235	21,893	8,408	26,368	13,404	22,590	785,086
Families % of AA families	84%	4%	3%	1%	3%	2%	3%	100%
Total Census Tracts⁴	625	32	17	7	25	11	15	732
Tracts % AA tracts	85%	4%	2%	1%	3%	2%	2%	100%
LMI tracts	216	7	4	5	8	2	1	243
LMI tracts % all AA LMI tracts	89%	3%	2%	2%	3%	1%	0%	100%
Total Owner-Occupied Units⁴	651,691	32,630	21,413	8,945	27,363	14,775	22,001	778,818
Units % of AA units	84%	4%	3%	1%	4%	2%	3%	100%
Business Establishments⁵	110,503	5,316	4,043	1,518	5,415	3,539	3,006	133,340
Bus. est. % AA bus. est.	83%	4%	3%	1%	4%	3%	2%	100%
Number of Branches¹	137	10	4	3	3	2	1	160
Branches % all branches	86%	6%	3%	2%	2%	1%	1%	100%
Branches in LMI tracts	30	2	0	2	2	0	0	36
LMI branches % AA LMI branches	83%	6%	0%	6%	6%	0%	0%	100%
Branch Deposits (\$'000s)²	10,380	379	151	102	79	66	34	11,191
Deposits % AA deposits	93%	3%	1%	1%	1%	1%	0%	100%
Deposit Market Share (%) / Rank in Mkt	19/2	13/3	9/5	14/2	4/9	5/7	4/8	
Home Purchase Originations³	742	48	12	20	18	20	9	869
HP originations % AA orig.	85%	6%	1%	2%	2%	2%	1%	100%
Refinance Originations³	1,521	193	65	50	29	37	34	1,929
Refi orig. % AA orig.	79%	10%	3%	3%	2%	2%	2%	100%
Home Improvement Originations³	296	38	15	16	10	2	8	385
Home Improvement orig. % AA orig.	77%	10%	4%	4%	3%	1%	2%	100%
Small Business Originations³	1,889	157	79	75	45	20	13	2,278
SB orig. % AA orig.	83%	7%	3%	3%	2%	1%	1%	100%
Combined Loan Totals	4,448	436	171	161	102	79	64	5,461
% of AA Orig.	81%	8%	3%	3%	2%	1%	1%	100%

(1) Branch numbers are as of 12/31/2009. (2) Branch deposits and deposit market share are from the FDIC as of 6/30/09. (3) Originations are loans reported under HMDA or CRA small business reporting for 2008 and 2009. (4) Demographic information was obtained from the 2000 Census. (5) Business establishments information was reported

METROPOLITAN AREA

(FULL REVIEW)

MSA 12580

(BALTIMORE-TOWSON, MD)

DESCRIPTION OF INSTITUTION'S OPERATIONS

As of December 31, 2009, M&T operated 137 branches in the MSA, representing 86% of its branches in Maryland. Based on deposits reported to the Federal Deposit Insurance Corporation as of June 30, 2009, these branches contained approximately \$10.4 billion in deposits, or 93% of the bank's total branch deposits in Maryland. As of June 30, 2009, M&T ranked 2nd in MSA 12580 with 19% of the retail deposit market. Bank of America, NA is the leader in deposit market share; other top depository institutions include PNC National Association, Wachovia Bank National Association and Branch Banking and Trust Co.

PERFORMANCE CONTEXT

Demographic Characteristics

MSA 12580 assessment area consists of the city of Baltimore and the following counties: Anne Arundel, Baltimore, Carroll, Harford, Howard, and Queen Anne. The MSA ranked nineteenth in population using Census 2000 population statistics.

Income Characteristics

The 2008 and 2009 HUD-adjusted median family incomes for MSA 12580 are listed in the accompanying table.

The Baltimore-Towson MSA contains

79 low-income and 137 moderate-income census tracts. These geographies are almost entirely located in the city Baltimore.

HUD MEDIAN FAMILY INCOME		
AREA	2008	2009
MSA 12580	\$78,200	\$82,100

The 2000 Census shows that within this market, 20% of the families are considered low-income, 18% are moderate-income, with 7% of families subsisting below the poverty level. Within the city of Baltimore, 19% of families are considered to be living below the poverty level.

Housing Characteristics

According to the 2000 Census, 62% of MSA housing is owner-occupied and 31% is rental units. In low-income census tracts the level of owner-occupancy is just 28%, while rental units account for 51% of all housing. In moderate-income

MEDIAN HOME SALES PRICES		
Area	2008	2009*
MSA 12580	\$274,100	\$251,200

Source: National Association of Realtors *Preliminary

census tracts owner-occupancy is 46% and rental units account for 44% of housing. In light of income levels in the area, homeownership is difficult for moderate-income families and barely possible for low-income families. The year 2000 median family income for the assessment area is \$59,301 of which 50% would be the maximum income figure for low-income families. Mortgage industry standards consider housing that is three times annual income to be affordable.

Labor, Employment and Economic Characteristics

The area economy is dependent on federal, state, and local governments, along with health and educational services. These industries account for nearly half of the area’s employed labor force.

AVERAGE ANNUAL UNEMPLOYMENT RATES		
Area	2008	2009
MSA 12580	4.6%	7.4%
City of Baltimore	6.7%	10.2%
State of Maryland	4.4%	7.0%

The largest employers include Fort George G. Meade (military and civilian), John Hopkins University, MedStar Health, John Hopkins Health System, and the National Security Agency.

As shown in the table to the left, unemployment levels increased significantly during the examination period. According to

Moody’s.economy.com, the jobless rate has slowed and residents are returning to the labor force but employment growth is still far from steady or robust. Historically, jobless rates for the City of Baltimore have historically been higher than those for the MSA and state of Maryland.

Detailed performance context data for the assessment area is provided in the Assessment Area Demographics Report on the next page.

Assessment Area Demographics								
Assessment Area: MSA 12580 Baltimore - Towson								
Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	79	12.6	51,819	7.9	17,114	33.0	134,303	20.4
Moderate-income	137	21.9	125,145	19.0	15,047	12.0	116,495	17.7
Middle-income	247	39.5	265,458	40.3	10,820	4.1	147,771	22.5
Upper-income	157	25.1	215,766	32.8	4,062	1.9	259,619	39.4
Unknown-income	5	0.8	0	0.0	0	0.0	0	0.0
Total Assessment Area	625	100.0	658,188	100.0	47,043	7.1	658,188	100.0
	Housing Units by Tract	Housing Types by Tract						
		Owner-occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	105,275	29,684	4.6	28.2	54,073	51.4	21,518	20.4
Moderate-income	225,383	104,856	16.1	46.5	99,529	44.2	20,998	9.3
Middle-income	419,865	279,132	42.8	66.5	119,490	28.5	21,243	5.1
Upper-income	297,512	238,019	36.5	80.0	49,277	16.6	10,216	3.4
Unknown-income	11	0	0.0	0.0	11	100.0	0	0.0
Total Assessment Area	1,048,046	651,691	100.0	62.2	322,380	30.8	73,975	7.1
	Total Businesses by Tract	Businesses by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
	#	%	#	%	#	%	#	%
Low-income	5,720	5.2	5,027	5.1	452	4.8	241	8.6
Moderate-income	16,889	15.3	14,768	15.0	1,567	16.7	554	19.8
Middle-income	47,481	43.0	42,024	42.7	4,258	45.3	1,199	42.9
Upper-income	40,366	36.5	36,461	37.1	3,111	33.1	794	28.4
Unknown-income	47	0.0	29	0.0	14	0.1	4	0.1
Total Assessment Area	110,503	100.0	98,309	100.0	9,402	100.0	2,792	100.0
	Percentage of Total Businesses:			89.0			8.5	2.5

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN MSA 12580 (BALTIMORE-TOWSON, MD)

LENDING TEST

Overall performance on the lending test in MSA 12580 (Baltimore-Towson, MD) was good.

Lending Activity:

M&T's overall lending activity demonstrated adequate responsiveness to the retail credit needs of MSA 12580. M&T ranked second in deposits (market share 19%) compared to 21st in home purchase lending (market share 1%), 23rd in refinance lending (market share 1%), 18th in home improvement lending (market share 2%) and 13th in small business lending (market share 1%). Peer Comparisons based on the number of loans per billion dollars of deposits indicates that the bank's lending volume is generally below the performance of similarly-situated banks.

M&T's HMDA-related and small business volume declined 15% between examination periods. HMDA-related loans declined 16% from 2007 to 2008 while the small business volume decreased 15% for the same period. However, the aggregate had a more significant decline in the number of loans made in the same period in the Baltimore-Towson MSA, with a 35% decline in HMDA-related and a 36% decline in small business loans.

Geographic Distribution:

Geographic distribution for this assessment area was good based on excellent HMDA-related and good small business lending penetration in low- and moderate-income census tracts. Small business lending receives the most weight in this assessment area. Fifty-one percent of all lending in 2008 is small business loans.

Performance in 2009 was also good; however, refinance lending was poor in low-income geographies and adequate in moderate-income geographies. Home purchase, home improvement and small business performance was consistent with 2008 results.

The following table summarizes the performance related to lending in LMI census tracts in 2008.

MSA 12580 (BALTIMORE-TOWSON, MD)				
Product	Low-income Tracts		Moderate-income Tracts	
	M & T Performance	2008 Aggregate Comparison	M & T Performance	2008 Aggregate Comparison
Home Purchase	Excellent	Significantly Above	Excellent	Significantly Above
Refinance	Good	Similar	Excellent	Slightly Above
Home Improvement	Excellent	Above	Excellent	Slightly Above
Small Business	Adequate	Slightly Above	Good	Slightly Above

M&T made 8% of its home purchase, 4% of its refinance, and 8% of its home improvement loans in low-income geographies, exceeding the aggregate's 5% and 6% for home purchase and home improvement loans, respectively, and similar to the aggregate's 4% for refinance loans. The bank's home purchase and home improvement lending performance also compares favorably to the demographics of the assessment area, which indicate that 5% of the available owner-occupied housing units are located within low-income geographies.

M&T made 27% of its home purchase, 20% of its refinance, and 19% of its home improvement loans in moderate-income geographies, exceeding the aggregate's 18%, 17%, and 18%, respectively. The bank's performance also compares favorably to the demographics of the assessment area, which indicate that 16% of the available owner-occupied housing units are located within moderate-income geographies.

M&T originated 4% and 15% of its small business loans in low- and moderate-income geographies, respectively, exceeding the aggregate's 3% and 11%. The bank's performance in low and moderate-income geographies is slightly below the demographics of the assessment area in low-income geographies and similar to moderate-income geographies, where 5% and 15% of all small businesses operate in low- and moderate-income geographies respectively.

Distribution by Borrower Income and Revenue Size of Business: Overall performance in this assessment area was adequate based on good HMDA-lending to moderate-income borrowers, poor HMDA-lending to low-income borrowers, and adequate lending to small businesses, as indicated in the chart below. The conclusion also considers the high cost of housing for low- and moderate-income persons as the median housing price for 2008 was 4 times the income of a moderate-income family and 7 times the income of a low-income family.

Performance in 2009 was good based on adequate HMDA-lending to low-income borrowers, excellent HMDA-lending to moderate-income borrowers, and adequate lending to small businesses.

MSA 12580 (BALTIMORE-TOWSON, MD)				
Product	Low-income Borrowers		Moderate-income Borrowers	
	M & T Performance	2008 Aggregate Comparison	M & T Performance	2008 Aggregate Comparison
Home Purchase	Poor	Slightly Below	Good	Slightly Below
Refinance	Poor	Below	Good	Below
Home Improvement	Excellent	Significantly Above	Excellent	Above
	Lending to Businesses with GAR <= \$1 million		2008 Aggregate Comparison	
Small Business	Adequate		Above	

Low-income Borrowers

M&T's performance in HMDA-lending to low-income borrowers was poor when compared to the 20% of families in the MSA which are of low-income. During the examination period the bank made 5%, 6%, and 26% of its home purchase, refinance, and home improvement loans, respectively, to low-income borrowers. Home purchase and refinance lending to low-income borrowers were below the proportion of families that were low-income families while home improvement lending was above the proportion of families that were low-income.

M&T's performance for home purchase and refinance loans was below the aggregate group of lender's while its performance for home improvement loans was significantly above the aggregate. The aggregate made 6%, 8%, and 11% of its home purchase, refinance, and home improvement loans to low-income borrowers, respectively.

Moderate-income Borrowers

HMDA-lending performance to moderate-income borrowers was good. The bank made 18%, 17%, and 28% of its home purchase, refinance, and home improvement loans, respectively, to moderate-income borrowers. Home improvement lending performance exceeded the proportion of moderate-income families (18%) in this MSA. However, refinance lending performance was slightly below the proportion of moderate-income families in this MSA and home purchase lending was similar.

The bank’s performance for home improvement lending to moderate-income borrowers was above that of the aggregate, home purchase lending was slightly below, and refinance home improvement lending was below the aggregate. The aggregate made 19%, 20%, and 22% of its home purchase, refinance, and home improvement loans to moderate-income borrowers respectively.

Small Business Lending

M&T provided an adequate level of lending to small business borrowers with gross annual revenue (GAR) of \$1 million or less. The bank made 41% of its small business loans to these businesses while 89% of business establishments in this MSA have GAR of \$1 million or less. Performance was, however, above the aggregate, which made 29% of its small business loans to businesses with GAR of \$1 million or less. During the examination period 55% of the bank’s small business loans were in amounts of \$100,000 or less, which was below the aggregate which made 95% of its small business loans in amounts less than \$100,000.

Community Development Loans:

M&T’s community development lending activity in MSA 12580 (Baltimore-Towson, MD) was excellent with 22 loan originations totaling \$329 million, or virtually all of the bank’s Maryland community development activity.

Community Development Lending		
Purpose	#	\$(’000s)
Affordable Housing	6	132,600
Community Services	6	20,775
Economic Development	3	21,061
Revitalize and Stabilize	7	154,300
Totals	22	328,736

Performance within the MSA was directed at revitalization and stabilization efforts representing 47% of community development lending (in dollars) and affordable housing representing 41%. Economic development initiatives represented 6% and community services initiatives represented 6% of community development lending activity, respectively.

Community development lending performance exceeded that of similarly-situated large retail banks.

Examples of community development initiatives included:

- A \$6 million loan to finance the acquisition and renovation of buildings to house a charter school. The majority of the students are of low- and moderate-income.
- A \$10 million line of credit to support short-term operating financing for a non-profit organization that provides social services to children, families, seniors, and persons with developmental disabilities. The majority of the organization’s clients are of low- or moderate-income.
- A \$40 million revolving credit facility to provide bridge financing for LIHTC projects. The borrower is a developer and syndicator of affordable housing projects throughout Maryland and nationwide.

INVESTMENT TEST

M&T’s investment test performance in MSA 12580 was excellent. This conclusion was supported by a comparison to similarly situated large retail banks in this assessment area. Qualified investments totaled \$70 million or 64% of statewide activity.

Qualified Investments		
Purpose	#	\$('000s)
Affordable Housing	46	65,048
Community Services	90	1,375
Economic Development	3	15
Revitalize & Stabilize	1	3,300
Total	140	69,738

Examples of qualified investments included:

- Multiple LIHTCs, totaling \$43 million, to support affordable housing throughout the MSA.
- Multiple mortgage backed securities totaling \$10.3 million supported by loans to LMI individuals and in LMI geographies. Mortgage backed securities include \$5 million in mortgage back securities obtained through the acquisition of Bradford Bank. These securities are considered less responsive and have been assigned a lesser weight.

SERVICE TEST

Performance under the service test in MSA 12580 was excellent based primarily on M&T’s leadership in providing community development services and accessible delivery systems to essentially all of the assessment areas.

Retail Services: The bank’s delivery systems were accessible to essentially all of the bank’s geographies and individuals of different income levels in its assessment area. Overall, M&T has 137 branches in MSA 12580, of which 30, or 22%, are located in LMI areas. In comparison, the percentage of the assessment area population located in LMI census tracts was 29%.

The bank's record of opening and closing branches has not adversely affected the accessibility of its delivery systems. During the evaluation period, M&T opened 86 new branches, of which 19 were in LMI areas. The bank closed 25 branches, of which three were in LMI census tracts.

Alternative delivery systems somewhat enhanced the bank's performance in the Baltimore-Towson assessment area. M&T had 154 off-site ATM locations in the assessment area, of which 44, or 29%, were located in LMI areas.

The bank's hours and services do not vary in a way that inconveniences its assessment area, particularly LMI geographies and/or LMI individuals. Of the bank's 137 branches in the MSA, 125 branches have either-early morning, late evening hours, or Saturday hours. Of the branches with extended hours, 26 are located in LMI tracts. Four branches in moderate-income tracts operate Sunday hours, while 24 branches in upper- and middle-income tracts operate on Sunday.

Community Development Services:

The bank was a leader in providing community development services in the MSA. The table to the right shows the number and type of services the bank provided during the evaluation period. Most of the seminars covered mortgage education topics for LMI borrowers. In addition, management and staff served as directors, advisors or committee members to 78 non-profit and community based organizations throughout the bank's assessment area.

Community Development Services	
Mortgage Education Seminars	121
Financial Literacy Seminars	3
Small Business Seminars	19
Technical Assistance	2
Total	145

2008 Aggregate Comparison Loan Distribution Table

Assessment Area: MSA 12580 Baltimore – Towson

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	2008 Bank		2008 Aggregate			2008 Bank		2008 Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	29	8.1%	4.6%	4.5%	2.3%	18	5.0%	2.4%	5.6%	2.7%
Moderate	98	27.4%	19.1%	17.5%	11.9%	63	17.6%	11.9%	19.4%	13.5%
Middle	144	40.2%	40.5%	42.7%	40.6%	54	15.1%	14.5%	24.9%	23.2%
Upper	87	24.3%	35.9%	35.3%	45.2%	63	17.6%	28.5%	36.8%	48.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	160	44.7%	42.8%	13.2%	12.4%
Total	358	100.0%	100.0%	100.0%	100.0%	358	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	20	3.8%	2.0%	4.1%	2.2%	32	6.0%	2.9%	8.1%	4.4%
Moderate	108	20.4%	14.7%	17.2%	11.6%	92	17.4%	12.8%	19.7%	15.0%
Middle	260	49.1%	46.4%	46.1%	44.7%	73	13.8%	12.5%	23.0%	22.2%
Upper	141	26.7%	36.9%	32.6%	41.5%	120	22.7%	29.6%	30.5%	38.9%
Unknown	0	0.0%	0.0%	0.0%	0.0%	212	40.1%	42.2%	18.7%	19.7%
Total	529	100.0%	100.0%	100.0%	100.0%	529	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	9	7.5%	6.8%	5.9%	4.2%	31	25.8%	7.5%	11.4%	6.1%
Moderate	23	19.2%	38.5%	18.1%	12.9%	33	27.5%	15.0%	21.6%	18.2%
Middle	62	51.7%	26.4%	45.7%	41.4%	20	16.7%	15.6%	23.7%	21.3%
Upper	26	21.7%	28.3%	30.3%	41.4%	30	25.0%	41.5%	34.6%	45.3%
Unknown	0	0.0%	0.0%	0.0%	0.0%	6	5.0%	20.4%	8.8%	9.2%
Total	120	100.0%	100.0%	100.0%	100.0%	120	100.0%	100.0%	100.0%	100.0%
Multi-Family										
Low	0	0.0%	0.0%	13.0%	6.7%	0	0.0%	0.0%	0.0%	0.0%
Moderate	3	27.3%	15.9%	34.3%	28.3%	0	0.0%	0.0%	0.0%	0.0%
Middle	7	63.6%	78.4%	42.1%	40.4%	0	0.0%	0.0%	0.0%	0.0%
Upper	1	9.1%	5.6%	10.6%	24.6%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	11	100.0%	100.0%	100.0%	100.0%
Total	11	100.0%	100.0%	100.0%	100.0%	11	100.0%	100.0%	100.0%	100.0%
HMDA Totals										
Low	58	5.7%	2.3%	4.4%	2.4%	81	8.0%	2.0%	7.4%	3.7%
Moderate	232	22.8%	16.9%	17.4%	12.1%	188	18.5%	9.1%	19.7%	14.2%
Middle	473	46.5%	52.8%	44.9%	43.0%	147	14.4%	9.8%	23.6%	22.0%
Upper	255	25.0%	28.0%	33.3%	42.5%	213	20.9%	21.6%	32.9%	41.8%
Unknown	0	0.0%	0.0%	0.0%	0.0%	389	38.2%	57.4%	16.3%	18.4%
Total	1,018	100.0%	100.0%	100.0%	100.0%	1,018	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
		Bank			Aggregate					
	#	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	% \$(000s)
Low	37	3.5%	4.0%	2.9%	3.3%					
Moderate	153	14.5%	17.3%	10.9%	12.7%					
Middle	489	46.2%	48.5%	41.4%	43.1%					
Upper	376	35.5%	29.8%	42.4%	40.1%					
Unknown	3	0.3%	0.3%	0.0%	0.1%					
Tract Unknown	0	0.0%	0.0%	2.4%	0.7%					
Total	1,058	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%
By Revenue										
\$1 Million or Less	431	40.7%	20.3%	29.2%	32.9%					
By Loan Size										
\$100,000 or less	584	55.2%	14.2%	94.9%	34.1%					
\$100,001-\$250,000	216	20.4%	19.5%	2.4%	15.0%					
\$250,001-\$1 Million	258	24.4%	66.3%	2.7%	50.9%					
Total	1,058	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%

Originations and Purchases

METROPOLITAN AND NONMETROPOLITAN AREAS

(LIMITED REVIEW)

MSA 41540 (Salisbury, MD)
MSA 25180 (Hagerstown-Martinsburg, MD-WV)
MD Non-MSA Group D (Garrett County)
MD Non-MSA Group A (Caroline-Dorchester-Talbot Counties)
MD Non-MSA Group C (Worcester County)
MD Non-MSA Group B (St. Mary's County)

The data reviewed, including performance and demographic information, can be found in the Maryland State tables in Appendices D, E, F, and G. Conclusions regarding performance were compared with the overall state rating, which was based on the full-scope assessment area performance. Conclusions follow:

Assessment Area	Lending Test	Investment Test	Service Test
MSA 41540	Consistent	Below	Below
MSA 25180	Below	Below	Below
Non-MSA Group D	Consistent	Below	Below
Non-MSA Group A	Below	Below	Consistent
Non-MSA Group C	Below	Below	Below
Non-MSA Group B	Below	Below	Below

MULTISTATE METROPOLITAN AREA

MSA 35620

(NEW YORK-NORTHERN NEW JERSEY-LONG ISLAND, NY-NJ-PA)⁴

CRA RATING FOR MSA 35620: SATISFACTORY

The lending test is rated: High Satisfactory

The investment test is rated: Outstanding

The service test is rated: Low Satisfactory

The major factors supporting the rating include:

- An excellent level of community development lending;
- An excellent level of qualified investments;
- Good geographic distribution of loans in the bank's assessment areas;
- Good responsiveness to assessment area credit needs;
- Adequate distribution of loans among individuals of different income levels and businesses of different sizes; and,
- Reasonably accessible delivery systems to geographies and individuals of different income levels; and, a high level of community development services.

SCOPE OF EXAMINATION

A full-scope review was conducted of M&T's performance in MSA 35620.

DESCRIPTION OF INSTITUTION'S OPERATIONS

As of December 31, 2009, M&T operated 38 branches, or 5% of the bank's branches in MSA 35620. The area is a highly competitive market, and some of the largest financial institutions in the United States have their headquarters here. With a deposit market share of less than 1%, M&T ranks 20th in deposit market share in this MSA assessment area. In addition, 6% of the bank's HMDA-related and small business loans are originated in this assessment area. For additional details, see Exhibit 1.

⁴ This rating reflects performance within the multistate metropolitan area. The statewide evaluations are adjusted and do not reflect performance in the parts of the state contained within the multistate metropolitan area.

PERFORMANCE CONTEXT

Demographic Characteristics

M&T’s assessment area in MSA 35620 (New York-Northern New Jersey-Long Island, NY-NJ-PA) includes the New York State portions of MD 35644 (New York, White Plains, Wayne NY-NJ), and MD 35004 (Nassau-Suffolk, NY) and Bergen County in New Jersey. According to the 2000 Census, the population of the assessment area slightly exceeds 12 million, with over 78% located in MD 35644 (New York, White Plains, Wayne NY-NJ) and 8 million residing in New York City. New York City is the most populous city in the United States with an estimated population of 8.3 million in 2009. This amounts to about 40% of New York State’s population. New York’s key demographic features are its population density and cultural diversity. New York City is exceptionally diverse. Throughout its history, the city has been a major point of entry for immigrants.

Approximately 35% of the MSA assessment area population resides in LMI geographies, and the LMI geographies are concentrated in upper Manhattan, northern Brooklyn and Bronx County. Sixty six percent of households in the bank’s assessment area are families, compared to 64.5% for New York State, according to current estimates. Therefore community development activities that target LMI families are particularly important in New York City.

Income Characteristics

According to HUD, the MSA’s 2009 median family income was \$64,800, and 13% of MSA families subsist below the poverty level. There is a wide disparity in income levels across the MSA. For example, in Putnam County the Median Family Income (MFI) is \$103,656 with only 2% of families living below the poverty level. In contrast, the MFI in Bronx County is just \$38,923 and 25% of families live below the poverty level.

HUD Median Family Incomes		
Area	2008	2009
MSA 35644	\$63,000	\$64,800
New York City	\$59,700	\$61,600
Putnam County	\$103,656	\$93,580
Rockland County	\$87,500	\$102,000
Westchester County	\$96,500	\$105,300
Nassau-Suffolk – Counties	\$97,100	\$101,800
Bergen-Passaic Counties	\$87,500	\$84,000

Low income and high poverty in New York City, particularly outside of Manhattan, make it difficult for families to afford homes, indicating the need for economic development and affordable housing.

Housing Characteristics

The assessment area contains 4.8 million housing units, of which 43 percent or 2.1 million are owner-occupied, according to the 2000 Census. Of the available owner-occupied housing units, 2% and 12% are located in low- and moderate-income census tracts, respectively. During the examination period, housing prices declined in value. According to the National Association of Realtors the median sales price for existing single-family homes in the New York-Northern New

Jersey-Long Island MSA in 2008 was \$437,900 and dropping to \$381,400 in 2009. Higher values are found in the suburban areas of the assessment area and in Manhattan (New York County). Most families throughout the assessment area, particularly LMI families, cannot afford to own a home because of the sharp disparity between incomes and housing costs, indicating the need to provide affordable mortgage programs and develop affordable rental properties for LMI residents. Information received from community contacts also identified the need for affordable housing in this MSA.

Labor, Employment and Economic Characteristics

Within the assessment area, New York City is a global hub of international business and commerce. The city is a major center for finance, insurance, real estate and the arts in the United States. Many major corporations are headquartered in New York City, including 43 Fortune 500 companies. New York is also unique among American cities for its large number of foreign corporations. One of ten private sector jobs in the city is with a foreign company.

As summarized in the chart at right, overall unemployment rates increased during the examination period. Unemployment levels varied across the bank's assessment area, with higher unemployment rates in the New York City area and lower rates in the suburbs. Additional performance context data for this assessment area is provided in the Assessment Area Demographic report on the following page:

ANNUAL UNEMPLOYMENT RATES		
Area	2008	2009
MSA 35620*	5.2%	8.8%
Nassau-Suffolk**	4.8%	7.1%
New York City (5 Counties)**	5.4%	9.5%
Putnam-Rockland-Westchester**	4.7%	7.0%

Source: *U.S. Department of Labor **NYS Department of Labor

Assessment Area Demographics								
Assessment Area: MSA 35620								
Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	333	10.5	318,975	10.5	130,524	40.9	746,307	24.6
Moderate-income	709	22.4	699,129	23.0	148,701	21.3	488,815	16.1
Middle-income	1,089	34.4	1,053,329	34.7	80,314	7.6	554,611	18.3
Upper-income	958	30.3	966,650	31.8	32,154	3.3	1,248,350	41.1
Unknown-income	76	2.4	0	0.0	0	0.0	0	0.0
Total Assessment Area	3,165	100.0	3,038,083	100.0	391,693	12.9	3,038,083	100.0
	Housing Units by Tract	Housing Types by Tract						
		Owner-occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	483,053	32,308	1.6	6.7	419,808	86.9	30,937	6.4
Moderate-income	1,100,435	249,297	12.1	22.7	780,634	70.9	70,504	6.4
Middle-income	1,599,174	832,806	40.3	52.1	684,133	42.8	82,235	5.1
Upper-income	1,653,849	949,960	46.0	57.4	626,291	37.9	77,598	4.7
Unknown-income	150	5	0.0	3.3	28	18.7	117	78.0
Total Assessment Area	4,836,661	2,064,376	100.0	42.7	2,510,894	51.9	261,391	5.4
	Total Businesses by Tract	Businesses by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
	#	%	#	%	#	%	#	%
Low-income	33,114	5.5	29,260	5.5	2,128	3.8	1,726	10.0
Moderate-income	96,841	16.0	86,099	16.2	7,013	12.5	3,729	21.5
Middle-income	185,946	30.8	165,614	31.2	15,087	26.8	5,245	30.2
Upper-income	282,264	46.7	244,867	46.1	30,903	54.9	6,494	37.4
Unknown-income	6,243	1.0	4,985	0.9	1,108	2.0	150	0.9
Total Assessment Area	604,408	100.0	530,825	100.0	56,239	100.0	17,344	100.0
	Percentage of Total Businesses:			87.8		9.3		2.9

CONCLUSIONS WITH RESPECT TO PERFORMANCE IN MSA 35620 (NEW YORK-NORTHERN NEW JERSEY-LONG ISLAND, NY-NJ-PA)

LENDING TEST

M&T's performance with respect to the lending test in this MSA was good.

Lending Activity:

M&T's overall lending activity showed good responsiveness to the retail credit needs of MSA 35620. M&T ranked 22nd in deposit market share compared to a market share ranking of 20th in home purchase lending, 47th in refinance lending, 49th in home improvement lending, and 28th in small business lending. The bank's market share was less than 1% in all categories. M&T's 2008 performance is generally consistent with the performance of similarly situated banks based on the number of loans per billion dollars of deposits.

M&T's HMDA-related and small business loan volume declined 6% between examination periods as small business volume declined 39%. Between 2007 and 2008, M&T's total HMDA-related loan volume increased by 33% while the aggregate's volume declined 40%. In terms of small business lending, M&T's loan volume declined 26%, while the aggregate declined by 42%.

Geographic Distribution:

The geographic distribution of lending for this assessment area was good based on overall good distribution in low- and moderate-income census tracts. Specifically, the distribution of home purchase, refinance, and home improvement loans was excellent while the distribution of small business loans was adequate.

Performance in 2009 was also good; however, refinance lending was good in both low- and moderate-income geographies as total volume more than doubled and home improvement performance was good in moderate-income tracts compared to excellent performance in 2008. Home purchase and small business performance was consistent with 2008 results.

The following table summarizes 2008 performance related to lending in these census tracts.

MSA 35620 (NEW YORK-NORTHERN NEW JERSEY-LONG ISLAND NY-NJ-PA)				
Product	Low-income Tracts		Moderate-income Tracts	
	M & T Performance	2008 Aggregate Comparison	M & T Performance	2008 Aggregate Comparison
Home Purchase	Excellent	Similar	Excellent	Slightly Below
Refinance	Excellent	Significantly Above	Excellent	Slightly Above
Home Improvement	Adequate	Below	Excellent	Significantly Above
Small Business	Adequate	Below	Adequate	Below

M&T made 3% of its home purchase and 7% of its refinance loans in low-income census tracts. M&T however made only one home improvement loan in a low-income census tract while the aggregate made 2% of its home improvement loans. Performance exceeded the aggregate's 2% in refinance lending and was similar to the aggregate's 3% in home purchase lending. The bank's performance compares favorably to the demographics of the assessment area, which indicate that 2% of the available owner-occupied housing units are located within low-income tracts.

M&T made 15% of its home purchase, 16% of its refinance, and 25% of its home improvement loans in moderate-income census tracts. Performance was slightly below the aggregate's 16% in home purchase loans, slightly above the aggregate's 15% for refinance loans, and significantly above the aggregate's 14% for home improvement loans. The bank's performance compares favorably to the demographics of the assessment area, which indicate that 12% of the available owner-occupied housing units are located within moderate-income tracts.

M&T originated 3% and 9% of its small business loans in low- and moderate-income geographies, respectively, which was below the aggregate's 4% and 14% in low-and moderate-income geographies, respectively. M&T's performance is below the demographics of the assessment area, where 5% and 16% of all small businesses operate in low- and moderate-income geographies, respectively.

Distribution by Borrower Income and Revenue Size of Business: Overall lending performance in the New York-Long Island-Northern New Jersey assessment area was adequate based on adequate HMDA-lending to low-income and good HMDA-lending to moderate-income borrowers, as well as adequate lending to small businesses, as indicated in the chart on the next page. The conclusion also considers the high cost of housing for low- and moderate-income persons as the median housing price for 2008 was 10 times the income of a moderate-income family and 16 times the income of a low-income family. Housing therefore is barely affordable for low- and moderate-income families in the MSA.

Performance in 2009 was also adequate based on poor HMDA-lending to low-income borrowers and adequate HMDA-lending to moderate-income borrowers, and adequate lending to small businesses. Changes were noted in home-purchase lending, which was adequate, while home improvement lending was excellent.

MSA 35620 (NEW YORK-LONG ISLAND-NORTHERN NEW JERSEY)				
Product	Low-income Borrowers		Moderate-income Borrowers	
	M & T Performance	2008 Aggregate Comparison	M & T Performance	2008 Aggregate Comparison
Home Purchase	Adequate	Significantly Above	Good	Significantly Above
Refinance	Adequate	Significantly Above	Good	Above
Home Improvement	Adequate	Significantly Above	Poor	Significantly Below
	Lending to Businesses with GAR <= \$1 million		2008 Aggregate Comparison	
Small Business	Adequate		Significantly Above	

Low-income Borrowers

M&T provided an adequate level of HMDA-lending to low-income borrowers in this MSA. The bank's HMDA-lending rates to low-income borrowers were below the proportion of low-income families (25%) in this MSA. The bank made 3%, 7%, and 13% of its home purchase, refinance, and home improvement loans, respectively, to low-income borrowers.

M&T's HMDA-lending performance exceeded the aggregate which made 1%, 3%, and 5% of its home purchase, refinance, and home improvement loans respectively to low-income borrowers.

Moderate-income Borrowers

M&T's HMDA-lending performance to moderate-income borrowers was good. Home purchase, refinance, and home improvement lending performance were all slightly below the proportion of moderate-income families (16%) in this MSA. The bank made 14%, 14%, and 5% of its home purchase, refinance, and home improvement loans, respectively, to moderate-income borrowers.

Home purchase and refinance lending performance exceeded the aggregate while home improvement lending performance was significantly below. The aggregate made 8%, 9%, and 12% of its home purchase, refinance, and home improvement loans to moderate-income borrowers, respectively.

Small Business Lending

M&T provided an adequate level of lending to small business borrowers with gross annual revenue (GAR) of \$1 million or less. The bank made 40% of its small business loans to these businesses, compared to 88% of business establishments in this MSA having GAR of \$1 million or less. Performance however, exceeded the aggregate, which made 22% of its loans to such businesses. Additionally, 41% of the bank's small business loans were in amounts of \$100,000 or less, which was below the level of the aggregate which made 97% of its small business loans in amounts \$100,000 or less.

Community Development Lending:

M&T's community development lending performance in MSA 35620 was excellent totaling \$713 million or 31% of the bank's community development lending. Most lending was in MD 35644 (New York-White Plains-Wayne, NY-NJ) where community development loans totaled \$563 million or 79% of total MSA activity.

Community Development Lending		
Purpose	#	\$('000s)
Affordable Housing	76	416,583
Community Services	41	206,318
Economic Development	3	29,611
Revitalize and Stabilize	5	59,991
Totals	125	712,503

M&T was a leader within the MSA in community development lending. The bank compared favorably with six similarly-situated banks on an annualized basis comparing community development lending and deposits within MSA 35620.

Performance within the MSA was largely directed to affordable housing initiatives which community contacts identified as a critical need in the assessment area. Affordable housing represented 58% of community development lending activity within the MSA and provided for over 7,000 units of affordable housing.

Examples of community development initiatives included:

- A \$12 million commercial mortgage to provide acquisition and rehabilitation financing to for a commercial property located in the Harlem Empowerment Zone. Completion of the project will help revitalize a moderate-income area and bring needed jobs into the community.
- A \$18 million commercial mortgage to finance the purchase and renovation of a 102-bed, skilled nursing facility that services primarily low- and moderate-income individuals.
- An \$8 million revolving credit facility for predevelopment funding to an organization that specializes in the construction and management of affordable housing.

INVESTMENT TEST

M&T's investment performance in MSA 35620 was excellent, totaling \$30.3 million or 8% of M&T's overall activity. The bank's qualified investment activity exhibited excellent responsiveness to assessment area credit needs, as detailed in table to the right.

Qualified Investments		
Purpose	#	\$('000s)
Affordable Housing	69	29,257
Community Services	65	1,047
Economic Development	4	10
Revitalize & Stabilize	11	61
Total	149	30,375

Examples of qualified investment activity included:

- Various mortgage- backed securities, totaling \$7.4 million, to promote homeownership to low- and moderate-income individuals;
- Multiple LIHTCs totaling \$18.8 million to support affordable housing;
- Multiple deposits, totaling \$800,000 to credit unions that provide low-cost financial services to LMI individuals;

SERVICE TEST

Performance under the service test was adequate, based primarily on M&T's adequate branch distribution in MSA 35620 and a relatively high level of community development services.

Retail Services: Delivery systems are reasonably accessible to significant portions of the bank's geographies and individuals of different income levels in its assessment area. M&T has a network of 38 branches in the MSA of which 5, or 13%, are located in LMI areas. In comparison, 35% of the MSA population resides in LMI tracts.

Changes in branch locations did not adversely affect the accessibility of the bank's delivery systems. During the evaluation period, M&T opened one new branch in this assessment area.

The bank's hours and services do not vary in a way that inconveniences the assessment area, including LMI areas. Of the 38 branches in the MSA, 20 have early morning, late evening hours, or Saturday hours. Three of these branches are in an LMI tract. Alternative delivery systems did not affect the bank's performance in the assessment area. M&T had three off-site ATM locations in the assessment area, none of which were located in LMI areas.

Community Development Services:

The bank provided a relatively high level of community development services in the MSA during the evaluation period. Please see the chart to the right for details regarding the level and type of services offered. The majority of the seminars covered

Community Development Services	
Mortgage Education Seminars	53
Small Business Seminars	1
Total	54

mortgage education topics for LMI borrowers and first time homebuyers. In addition, management and staff served as directors, advisors or committee members to 21 non-profit and community based organizations throughout the bank's assessment area.

2008 Aggregate Comparison Loan Distribution Table

Assessment Area: MSA 35620 New York-Northern New Jersey-Long Island, NY-NJ-PA

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	2008 Bank		2008 Aggregate			2008 Bank		2008 Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	16	3.0%	3.5%	3.2%	3.0%	15	2.8%	1.0%	1.1%	0.4%
Moderate	83	15.4%	14.4%	15.7%	12.9%	76	14.1%	7.9%	7.5%	3.6%
Middle	245	45.5%	41.6%	35.9%	29.9%	125	23.2%	16.6%	17.6%	11.4%
Upper	195	36.2%	40.5%	45.1%	54.0%	221	41.0%	48.8%	57.2%	66.1%
Unknown	0	0.0%	0.0%	0.1%	0.3%	102	18.9%	25.7%	16.7%	18.5%
<i>Total</i>	<i>539</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>539</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
Refinance										
Low	16	6.8%	14.6%	2.2%	2.2%	16	6.8%	1.8%	2.5%	1.1%
Moderate	37	15.7%	11.4%	14.9%	13.1%	33	14.0%	5.8%	9.4%	5.5%
Middle	97	41.3%	34.1%	39.3%	34.8%	33	14.0%	8.8%	18.6%	13.7%
Upper	85	36.2%	40.0%	43.5%	49.9%	89	37.9%	51.5%	47.8%	54.2%
Unknown	0	0.0%	0.0%	0.0%	0.1%	64	27.2%	32.1%	21.6%	25.5%
<i>Total</i>	<i>235</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>235</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
Home Improvement										
Low	1	2.5%	0.2%	1.8%	1.8%	5	12.5%	0.9%	4.8%	1.5%
Moderate	10	25.0%	23.5%	14.2%	12.4%	2	5.0%	2.5%	12.3%	6.3%
Middle	13	32.5%	40.1%	44.8%	35.6%	10	25.0%	5.1%	20.7%	14.2%
Upper	16	40.0%	36.2%	39.2%	50.2%	20	50.0%	75.9%	49.8%	61.3%
Unknown	0	0.0%	0.0%	0.0%	0.0%	3	7.5%	15.6%	12.4%	16.7%
<i>Total</i>	<i>40</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>40</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
Multi-Family										
Low	4	19.0%	6.4%	17.8%	17.5%	0	0.0%	0.0%	0.0%	0.0%
Moderate	3	14.3%	36.2%	38.8%	33.2%	0	0.0%	0.0%	0.0%	0.0%
Middle	5	23.8%	21.4%	22.3%	20.7%	0	0.0%	0.0%	0.0%	0.0%
Upper	9	42.9%	36.0%	21.0%	28.4%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.1%	0.2%	21	100.0%	100.0%	100.0%	100.0%
<i>Total</i>	<i>21</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>21</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
HMDA Totals										
Low	37	4.4%	6.6%	3.1%	4.5%	36	4.3%	0.9%	1.9%	0.6%
Moderate	133	15.9%	19.9%	16.0%	15.4%	111	13.3%	5.2%	8.4%	3.9%
Middle	360	43.1%	34.4%	37.5%	30.7%	168	20.1%	10.1%	17.7%	10.9%
Upper	305	36.5%	39.1%	43.3%	49.3%	330	39.5%	36.6%	51.1%	53.6%
Unknown	0	0.0%	0.0%	0.1%	0.2%	190	22.8%	47.2%	20.8%	30.9%
<i>Total</i>	<i>835</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>835</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
SMALL BUSINESS										
By Tract Income										
		Bank			Aggregate					
	#	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	% \$(000s)
Low	14		2.6%		2.5%		3.7%		3.6%	
Moderate	50		9.1%		11.0%		13.9%		13.8%	
Middle	182		33.3%		42.6%		31.8%		31.4%	
Upper	299		54.7%		43.6%		47.8%		49.2%	
Unknown	2		0.4%		0.3%		0.5%		1.0%	
Tract Unknown	0		0.0%		0.0%		2.3%		1.0%	
<i>Total</i>	<i>547</i>		<i>100.0%</i>		<i>100.0%</i>		<i>100.0%</i>		<i>100.0%</i>	
By Revenue										
\$1 Million or Less	219		40.0%		31.3%		22.4%		31.3%	
By Loan Size										
\$100,000 or less	226		41.3%		7.8%		97.2%		52.3%	
\$100,001-\$250,000	101		18.5%		12.0%		1.4%		11.3%	
\$250,001-\$1 Million	220		40.2%		80.3%		1.4%		36.5%	
<i>Total</i>	<i>547</i>		<i>100.0%</i>		<i>100.0%</i>		<i>100.0%</i>		<i>100.0%</i>	

Originations and Purchases

MULTISTATE METROPOLITAN AREA

MSA 47900

(WASHINGTON-ARLINGTON-ALEXANDRIA, DC-VA-MD-WV)⁵

CRA RATING FOR MSA 47900: OUTSTANDING

The lending test is rated: High Satisfactory

The investment test is rated: Outstanding

The service test is rated: Outstanding

The major factors supporting the rating include:

- An excellent level of community development lending;
- An excellent level of qualified investments;
- A good geographic distribution of loans in the bank's assessment areas;
- Adequate responsiveness to assessment area credit needs;
- Adequate distribution of loans among individuals of different income levels and businesses of different sizes; and,
- Readily accessible delivery systems to geographies and individuals of different income levels.

SCOPE OF EXAMINATION

A full-scope review was conducted of M&T's performance in MSA 47900.

DESCRIPTION OF INSTITUTION'S OPERATIONS

As of December 31, 2009 M&T has 114 branches in MSA 47900 (Washington-Arlington-Alexandria, DC-VA-MD-WV), representing 15% of the bank's branches. The bank generated 8% of deposits and extended 5% of HMDA-related and small business loans in the MSA during the examination period.

M&T is the 10th largest bank in the assessment area in terms of deposits, with a 2% market share as of June 30, 2009. The FDIC reported that the five largest institutions in terms of deposit market share were E*Trade Bank, Wachovia Bank National Association, Sun Trust Bank, Bank of America and Capital One FSB.

⁵ This rating reflects performance within the multistate metropolitan area. The statewide evaluations are adjusted and do not reflect performance in the parts of the state contained within the multistate metropolitan area.

Demographic Characteristics

The MSA 47900 assessment area consists of MD 13644 (Bethesda-Gaithersburg-Frederick, MD) and the following areas in MD 47894 (Washington-Arlington-Alexandria, DC-VA-MD-WV):

- Alexandria City, VA
- Arlington County, VA
- Calvert County, MD
- Charles County, MD
- District of Columbia, DC
- Fairfax County, VA
- Fairfax City, VA
- Falls Church City, VA
- Loudoun County, VA
- Manassas City, VA
- Prince George’s County, MD
- Prince William County, VA

According to the 2000 Census, this MSA was ranked seventh in population of all MSAs. Between April 1, 2000 and July 1, 2005, Loudoun County was the second fastest growing county in the country. The area economy depends on local and federal government as well as the service, retail trade, systems integration, telecommunications and biotechnology industries.

Income Characteristics

The 2008 and 2009 HUD-adjusted median family incomes for MSA 47900 are listed in the accompanying table.

HUD MEDIAN FAMILY INCOME		
MSA	2008	2009
47900	\$99,000	\$102,700

The MSA 47900 assessment area contains 76 low-income tracts, which are centralized in Washington, DC and 238 moderate-income census tracts that are spread throughout the area.

The 2000 Census shows that within this market 26% of all families are of low- or moderate-income. Five percent of families subsist below the poverty level. Within Washington, DC, 17% of families are considered to be living below the poverty level.

Labor, Employment and Economic Characteristics

The local economy of MSA 47900 is largely driven by Federal procurement spending which supports the private sector. Employment opportunities are concentrated in federal government, health and education, telecommunications, manufacturing, distribution and tourism.

As shown in the table to the right, unemployment levels increased substantially during the examination period. Jobless rates for the District of Columbia were higher than for the States of Maryland and Virginia.

ANNUAL UNEMPLOYMENT RATES		
Area	2008	2009
MSA 47900	3.7%	6.0%
District of Columbia	6.6%	10.2%

Housing Characteristics

MEDIAN HOME SALES PRICES		
Area	2008	2009*
MSA 47900	\$343,400	\$308,600

Source: National Association of Realtors. *Preliminary

According to the 2000 Census, 60% of the assessment area's housing is owner-occupied. In light of income levels in the area, homeownership is difficult for moderate-income families and barely possible for low-income families. The

year 2000 median family income for the assessment area is \$ 74,958 of which 50% would be the maximum income figure for low-income families. Mortgage industry standards consider housing that is three times annual income to be affordable. Only 11% of the area's housing is valued under \$100,000 and thus considered affordable for low-income residents.

Detailed performance context data for this assessment area is provided in the Assessment Area Demographic Chart on the next page.

Assessment Area Demographics								
Assessment Area: MSA 47900 DC/VA/WV								
Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	75	8.0	50,770	4.7	14,474	28.5	212,072	19.5
Moderate-income	231	24.5	234,439	21.6	21,294	9.1	191,582	17.6
Middle-income	350	37.2	450,987	41.5	15,095	3.3	240,011	22.1
Upper-income	278	29.5	350,548	32.3	5,632	1.6	443,079	40.8
Unknown-income	8	0.8	0	0.0	0	0.0	0	0.0
Total Assessment Area	942	100.0	1,086,744	100.0	56,495	5.2	1,086,744	100.0
	Housing Units by Tract	Housing Types by Tract						
		Owner-occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	100,962	19,753	1.9	19.6	68,219	67.6	12,990	12.9
Moderate-income	421,477	165,281	15.9	39.2	229,726	54.5	26,470	6.3
Middle-income	690,232	465,320	44.7	67.4	198,224	28.7	26,688	3.9
Upper-income	523,930	390,824	37.5	74.6	117,257	22.4	15,849	3.0
Unknown-income	30	20	0.0	66.7	10	33.3	0	0.0
Total Assessment Area	1,736,631	1,041,198	100.0	60.0	613,436	35.3	81,997	4.7
	Total Businesses by Tract	Businesses by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
	#	%	#	%	#	%	#	%
Low-income	10,252	4.3	8,825	4.2	1,038	5.1	389	7.1
Moderate-income	41,955	17.7	37,510	17.8	3,275	16.1	1,170	21.3
Middle-income	92,987	39.3	83,119	39.4	7,861	38.6	2,007	36.5
Upper-income	87,586	37.0	78,209	37.1	7,680	37.7	1,697	30.9
Unknown-income	3,930	1.7	3,178	1.5	515	2.5	237	4.3
Total Assessment Area	236,710	100.0	210,841	100.0	20,369	100.0	5,500	100.0
	Percentage of Total Businesses:			89.1		8.6		2.3

CONCLUSIONS WITH RESPECT TO PERFORMANCE IN MSA 47900 (WASHINGTON-ARLINGTON-ALEXANDRIA DC-VA-MD-WV)

LENDING TEST

Overall lending test performance in this assessment area was good.

Lending Activity:

M&T's overall lending activity showed adequate responsiveness to the retail credit needs of MSA 47900. The bank ranked 10th in deposits (market share 2%) compared to 52nd in home purchase lending (market share <1%), 49th in refinance lending (market share <1%), 28th in home improvement lending (market share <1%), and 22nd in small business lending (market share < 1%). M&T's 2008 performance is generally consistent with the performance of similarly situated banks based on the number of loans per billion dollars of deposits.

M&T's loan volume decreased 25% between examination periods. The number of HMDA-related loans made decreased 14% from 2007 to 2008 while the volume in the number of small business loans made decreased 20% for the same period. However, the aggregate had a more significant decline in the number of loans made in the same period, with a 30% decline in HMDA-related and a 33% decline in small business loans.

Geographic Distribution:

The geographic distribution of loans in this assessment area was good based on excellent HMDA performance in 2008 in moderate-income geographies and poor HMDA performance in low-income geographies. Specifically, home purchase and refinance in low-income geographies was weak in comparison to the performance of the aggregate. Small business performance was excellent in moderate-income geographies and good in low-income geographies..

M&T's performance was below its performance at the last examination, when it was rated excellent. Performance in 2009 was good as refinance penetration in low- and moderate-income geographies did not keep pace with increased volume. The following table summarizes the bank's performance.

MSA 47900 (WASHINGTON-ARLINGTON-ALEXANDRIA, DC-VA-MD-WV)				
Product	Low-income Tracts		Moderate-income Tracts	
	M & T Performance	2008 Aggregate Comparison	M & T Performance	2008 Aggregate Comparison
Home Purchase	Needs to Improve	Significantly Below	Good	Slightly Below
Refinance	Needs to Improve	Significantly Below	Excellent	Above
Home Improvement	Adequate	Below	Excellent	Slightly Above
Small Business	Good	Similar	Excellent	Above

M&T made 1% of its home purchase, 1% of its refinance, and 2% of its home improvement loans in low-income geographies, significantly below the aggregate's 3% for home purchase, refinance loans, and home improvement loans, respectively. Home Purchase and refinance performance was below the demographics of the assessment area, which indicates that 2% of the available owner-occupied housing units are located within low-income geographies.

M&T made 14% of its home purchase, 24% of its refinance, and 20% of its home improvement loans in moderate-income geographies, above the aggregate's 18% for refinance loans, slightly above the 17% for home improvement loans and slightly below the aggregate's 16% for home purchase loans. The bank's refinance and home improvement performance compares favorably

to the demographics of the assessment area, which indicate that 16% of the available owner-occupied housing units are located within moderate-income geographies.

M&T originated 3% and 20% of its small business loans in low- and moderate-income geographies, respectively while the aggregate also originated 3% of its small business loans in low-income geographies and 14% in moderate-income geographies. The bank's performance exceeded the demographics of the assessment area in moderate-income geographies where 18% of all small businesses are located and was slightly below the 4% of all small businesses located in low-income geographies.

Distribution by Borrower Income and Revenue Size of Business:

Overall lending performance in the Washington-Arlington-Alexandria assessment area was adequate based on good HMDA-lending to moderate-income borrowers, adequate HMDA-lending to low-income borrowers, and adequate lending to small businesses with GAR of \$1 million or less, as indicated in the chart below. The conclusion also considers the high cost of housing for low- and moderate-income persons as the median housing price for 2008 was 4 times the income of a moderate-income family and 7 times the income of a low-income family.

Performance in 2009 was good. Changes were noted in home purchase lending which was good to low-income borrowers and excellent to moderate-income borrowers. Home improvement lending performance declined from excellent in 2008 to good in 2009 as the number of loans to moderate borrowers declined from 2008 to 2009.

MSA 47900 (WASHINGTON-ARLINGTON-ALEXANDRIA, DC-VA-MD-WV)				
Product	Low-income Borrowers		Moderate-income Borrowers	
	M & T Performance	2008 Aggregate Comparison	M & T Performance	2008 Aggregate Comparison
Home Purchase	Poor	Slightly Below	Good	Below
Refinance	Adequate	Slightly Above	Good	Slightly Below
Home Improvement	Excellent	Significantly Above	Excellent	Slightly Above
	Lending to Businesses with GAR <= \$1 million		2008 Aggregate Comparison	
Small Business	Adequate		Below	

Low-income Borrowers

M&T’s HMDA-related lending performance to low-income borrowers was adequate. The bank’s lending rates for home purchase and refinance loans to low-income borrowers were below the proportion of low-income families in the MSA (20%), while the rate for home improvement loans was greater. The bank made 7%, 10%, and 25% of its home purchase, refinance, and home improvement loans respectively to low-income borrowers.

M&T’s performance for home purchase lending was slightly below the aggregate’s performance. Refinance lending performance was slightly above the aggregate’s performance and home improvement lending performance was significantly above the aggregate’s performance. The aggregate made 8%, 8%, and 10% of its home purchase, refinance, and home improvement loans respectively, to low-income borrowers.

Moderate-income Borrowers

M&T’s HMDA-lending level to moderate-income borrowers was good. The bank made 17%, 17%, and 23% of its home purchase, refinance, and home improvement loans respectively to moderate-income borrowers. Home purchase and refinance lending was below the proportion of moderate-income families in the MSA (18%) while home improvement lending exceeded it. Home purchase and refinance lending performance to moderate-income borrowers was below the aggregate while home improvement performance exceeded the aggregate. The aggregate made 23%, 20%, and 19% of its home purchase, refinance, and home improvement loans respectively to moderate-income borrowers.

Small Business Lending

M&T’s performance in lending to businesses with gross annual revenue (GAR) of \$1 million or less was adequate. The bank made 42% of its small business loans to these businesses, compared to 89% of business establishments in the MSA having GAR of \$1 million or less. Performance exceeded the aggregate which made 26% of small business loans to these businesses. Fifty-three percent of the bank’s small business loans were in amounts of \$100,000 or less compared to the aggregate, which made 96% of its small business loans in amounts \$100,000 or less.

Community Development Loans:

During the examination period, community development lending in MSA 47900 (Washington-Arlington-Alexandria DC-VA-MD-WV) was excellent, totaling \$194 million.

Approximately 60% of community development lending in the MSA targeted community services. The remaining community development lending went to economic development, affordable housing, and revitalization and

Community Development Lending		
Purpose	#	\$(’000s)
Affordable Housing	5	20,967
Community Services	21	117,873
Economic Development	6	17,037
Revitalize and Stabilize	3	38,000
Totals	35	193,877

stabilization initiatives, representing 9% and 11% and 20% of total activity, respectively. Community contacts have identified affordable housing as one of the critical needs of the assessment area

Examples of community development initiatives included:

- A \$23 million loan to finance construction of commercial rental property located in a moderate-income census tract. The area is considered an SBA Hub zone and has been targeted for redevelopment by the City of Washington. Construction of the building will help revitalize the area and bring needed jobs for low- and moderate-income individuals.
- A \$14 million commercial mortgage to finance the purchase and renovation of a 120-bed, skilled nursing facility that services primarily low- and moderate-income individuals.
- A \$4 million line of credit to an SBA certified small disadvantaged business.

INVESTMENT TEST

M&T's investment performance in MSA 47900 was excellent, totaling \$67 million or 17% of M&T's overall investment activity. Performance in the MSA displayed excellent responsiveness to community credit needs as detailed in the table to the right.

Qualified Investments		
Purpose	#	\$(‘000s)
Affordable Housing	56	54,076
Community Services	24	226
Economic Development	0	0
Revitalize & Stabilize	1	12,485
Total	81	66,787

Examples of M&T's qualified investments activity included:

- Multiple LIHTCs totaling \$48 million to support affordable housing throughout the MSA.
- A \$12.4 million municipal revenue bond to finance the construction of sewer and waterlines in LMI neighborhoods.

SERVICE TEST

Performance under the service test was outstanding based primarily on M&T's leadership in providing community development services and its good branch distribution.

Retail Services: Delivery systems were accessible to essentially all of the bank's assessment area, including LMI areas. Of M&T's 114 branches in MSA 47900, 27 branches, or 24%, were located in LMI areas. In comparison, 29% of the assessment area population resides in LMI census tracts.

The bank's record of opening and closing branches improved the accessibility of its delivery systems. During the evaluation period, M&T opened 64 branches, of which 16 or 25% were in LMI areas. The bank closed 14 branches, of which four or 29% were located in LMI tracts. Most of the branch opening and closings were related to the acquisition of Provident Bank of Maryland in 2009.

Alternative delivery systems somewhat enhanced the bank's performance in MSA 47900. Of M&T's 79 off-site ATM locations in the assessment area, 33 ATMs, or 42%, were in LMI areas.

The bank's hours and services were tailored to the needs of the assessment area, including LMI areas. Of the 114 branches in the MSA, 105 have early morning, late evening, or Saturday hours. Of these branches with extended hours, 25 or 24% of these branches are located in LMI areas. Four branches in moderate income tracts have Sunday hours.

Community Development Services: The bank was leader in providing community development services in the MSA throughout the evaluation period.

The table to the right shows the number and type of services, with the majority being mortgage education seminars. In addition, management and staff served as directors, advisors or committee members to 49 non-profit and community based organizations throughout the bank's assessment area.

Community Development Services	
Mortgage Education Seminars	235
Financial Literacy Seminars	7
Small Business Seminars	10
Technical Assistance (eg. Advisory Boards)	3
Total	255

Performance under the service test was outstanding based primarily on M&T's leadership in providing community development services and its good branch distribution.

2008 Aggregate Comparison Loan Distribution Table
Assessment Area: MSA 47900 DC/VA/MD/WV

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	2008 Bank		2008 Aggregate			2008 Bank		2008 Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	3	0.9%	0.7%	2.8%	2.5%	21	6.6%	3.4%	7.5%	3.7%
Moderate	45	14.1%	9.9%	15.6%	12.6%	54	16.9%	12.2%	22.6%	16.4%
Middle	202	63.1%	58.1%	46.5%	40.8%	57	17.8%	16.2%	25.7%	24.5%
Upper	70	21.9%	31.3%	35.1%	44.1%	109	34.1%	48.1%	33.7%	44.5%
Unknown	0	0.0%	0.0%	0.0%	0.0%	79	24.7%	20.1%	10.5%	10.8%
Total	320	100.0%	100.0%	100.0%	100.0%	320	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	3	1.1%	1.1%	2.7%	2.2%	27	10.2%	5.6%	8.3%	4.7%
Moderate	64	24.1%	20.9%	17.9%	14.3%	44	16.5%	12.2%	20.4%	15.7%
Middle	149	56.0%	54.6%	45.1%	40.4%	51	19.2%	19.3%	23.7%	22.0%
Upper	50	18.8%	23.5%	34.3%	43.1%	48	18.0%	24.9%	30.9%	39.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	96	36.1%	38.1%	16.8%	18.6%
Total	266	100.0%	100.0%	100.0%	100.0%	266	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	1	1.7%	14.8%	2.5%	2.3%	15	25.0%	4.3%	10.3%	5.8%
Moderate	12	20.0%	17.8%	17.4%	14.5%	14	23.3%	20.0%	19.2%	15.7%
Middle	38	63.3%	61.9%	49.2%	41.2%	15	25.0%	17.1%	24.9%	22.0%
Upper	9	15.0%	5.5%	30.9%	41.9%	13	21.7%	20.6%	36.2%	41.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	3	5.0%	37.9%	9.5%	15.6%
Total	60	100.0%	100.0%	100.0%	100.0%	60	100.0%	100.0%	100.0%	100.0%
Multi-Family										
Low	0	0.0%	0.0%	19.4%	9.2%	0	0.0%	0.0%	0.0%	0.0%
Moderate	4	28.6%	8.5%	31.8%	35.1%	0	0.0%	0.0%	0.0%	0.0%
Middle	6	42.9%	49.1%	28.4%	39.9%	0	0.0%	0.0%	0.0%	0.0%
Upper	4	28.6%	42.3%	20.4%	15.9%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	14	100.0%	100.0%	100.0%	100.0%
Total	14	100.0%	100.0%	100.0%	100.0%	14	100.0%	100.0%	100.0%	100.0%
HMDA Totals										
Low	7	1.1%	0.6%	2.8%	2.5%	63	9.5%	2.0%	8.0%	4.1%
Moderate	125	18.9%	11.3%	16.8%	14.0%	112	17.0%	5.8%	21.3%	15.7%
Middle	395	59.8%	52.8%	45.9%	40.6%	123	18.6%	8.2%	24.7%	22.7%
Upper	133	20.2%	35.4%	34.5%	42.9%	170	25.8%	18.2%	32.4%	40.8%
Unknown	0	0.0%	0.0%	0.0%	0.0%	192	29.1%	65.7%	13.6%	16.8%
Total	660	100.0%	100.0%	100.0%	100.0%	660	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
	Bank			Aggregate						
	#	%	% \$(000s)	%	% \$(000s)	%		% \$(000s)		
Low	20	3.3%	4.5%	2.7%	3.7%					
Moderate	125	20.4%	20.4%	13.9%	13.3%					
Middle	325	53.1%	50.8%	39.8%	40.8%					
Upper	140	22.9%	24.0%	41.5%	40.5%					
Unknown	2	0.3%	0.3%	0.7%	1.2%					
Tract Unknown	0	0.0%	0.0%	1.5%	0.5%					
Total	612	100.0%	100.0%	100.0%	100.0%					
By Revenue										
\$1 Million or Less	258	42.2%	20.7%	26.0%	32.9%					
By Loan Size										
\$100,000 or less	324	52.9%	12.4%	95.6%	37.9%					
\$100,001-\$250,000	133	21.7%	18.7%	2.0%	13.8%					
\$250,001-\$1 Million	155	25.3%	68.9%	2.4%	48.3%					
Total	612	100.0%	100.0%	100.0%	100.0%					

Originations and Purchases

MULTISTATE METROPOLITAN AREA

MSA 37980

(PHILADELPHIA-CAMDEN-WILMINGTON- PA-NJ-DE-MD)⁶

CRA RATING FOR MSA 37980: SATISFACTORY

The lending test is rated: High Satisfactory

The investment test is rated: High Satisfactory

The service test is rated: Low Satisfactory

The major factors supporting the rating include:

- A good geographic distribution of loans in the bank's assessment areas;
- A good level of community development lending;
- A good level of qualified investments;
- Adequate responsiveness to assessment area credit needs;
- A good distribution of loans among individuals of different income levels and businesses of different sizes; and,
- Reasonably accessible delivery systems to geographies and individuals of different income levels.

SCOPE OF EXAMINATION

A full-scope review was conducted of M&T's performance in MSA 37980.

DESCRIPTION OF INSTITUTION'S OPERATIONS

MSA 37980 encompasses the city of Philadelphia and parts of southeastern Pennsylvania, southern New Jersey, northern Delaware, and northeastern Maryland. M&T's assessment area in the MSA consists of the five Pennsylvania counties (Bucks, Chester, Delaware, Montgomery and Philadelphia) which comprise the Philadelphia Metropolitan Division (MD 37964), and Cecil County, Maryland, which is part of the Wilmington Metropolitan Division (MD 48864).

M&T operates 28 branches in MSA 37980, as of December 31, 2009, representing 4% of all branches. Assessment area deposits and branches are heavily concentrated in the Philadelphia MD. Of the bank's 28 branches in the MSA, 26 are located in the Philadelphia MD counties and

⁶ This rating reflects performance within the multistate metropolitan area. The statewide evaluations are adjusted and do not reflect performance in the parts of the state contained within the multistate metropolitan area.

two are in Cecil County, Maryland. Based on deposits reported to the Federal Deposit Insurance Corporation as of June 30, 2009, M&T ranks 22nd in MSA 37980, with \$673 million in deposits, or less than 1% of the retail deposit market.

PERFORMANCE CONTEXT

Demographic Characteristics

According to the 2000 Census, the assessment area has a population of approximately 3.9 million. This population is concentrated in the city of Philadelphia, which contains 39% of assessment area residents. Of the area's 315 LMI census tracts, 249, or 79% are located in the city of Philadelphia. The suburban Philadelphia counties continue to be important in terms of growth, not only as bedroom communities for commuters into the city, but also as business, industry and retail centers.

Income Characteristics

The 2008 and 2009 HUD-adjusted median family income estimates for the MSA are shown in the accompanying table. The

HUD MEDIAN FAMILY INCOMES		
AREA	2008	2009
MSA 37980	\$72,400	\$75,500

2000 Census indicates that 39% of families in the MSA are designated as LMI and 9% of families live below poverty level. Lower incomes and higher poverty levels are concentrated in the city of Philadelphia. In the city, 60% of families are designated as LMI and 18% of families live below poverty level.

Housing Characteristics

The table at right shows that the average price of a house in MSA 37980 decreased 5% over the last year.

AVERAGE HOME PRICE		
Area	2008	2009
MSA 37980	\$229,100	\$218,700

Source: Moody's Economy.com

According to the 2000 Census, the overall homeownership rate in this assessment area is 64%. There is a wide difference in homeownership rates between the city and the suburban counties, with a 53% rate in the City, 72% in the four Philadelphia suburban counties and 68% in Cecil County, MD. The disparity between incomes and housing costs, either owned or rented, suggests a need for affordable mortgage programs and development of rental properties for the LMI population.

With a median age of 45 years, housing stock in the assessment area tends to be older. Forty percent of housing in the MSA and 58% of housing in the City of Philadelphia was built before 1950. The aging housing stock indicates a need for home improvement financing.

Labor, Employment and Economic Characteristics

MSA 37980's largest industries are education and health services and professional and business services with the education and healthcare industries being the strongest. The healthcare sector of the economy benefits from the large teaching hospitals in the city, including Thomas Jefferson University Hospital, The University of Pennsylvania Hospital, and Temple University Hospital. The Jefferson Health System and The University of Pennsylvania are the two largest private sector employers in the Philadelphia MSA. The tourism and hospitality industry also plays an important role in the area economy.

Recent business surveys and community contacts suggest a need for small business credit in the assessment area as these businesses struggle to obtain the credit necessary to hire and invest.

According to the U.S. Department of Labor, unemployment has increased across the MSA. As shown in the chart to the right, the City of Philadelphia and Cecil County, MD, have the highest unemployment rates in the assessment area.

Detailed performance context data for this assessment area is provided in the Assessment Area Chart Report on the next page.

AVERAGE ANNUAL UNEMPLOYMENT RATES		
Area	2008	2009
MSA 37980	5.3%	8.3%
Bucks County, PA	4.6%	7.2%
Chester County, PA	4.0%	6.2%
Delaware County, PA	5.0%	7.5%
Montgomery County, PA	4.3%	6.7%
Philadelphia County, PA	7.1%	10.0%
Cecil County, MD	5.2%	9.0%
State of Pennsylvania	5.3%	8.1%
State of Maryland	4.4%	7.0%

Assessment Area Demographics								
Assessment Area: MSA 37980 PA/NJ/MD								
Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	121	12.1	106,763	10.7	36,963	34.6	217,814	21.9
Moderate-income	194	19.3	194,371	19.6	30,072	15.5	170,608	17.2
Middle-income	340	33.9	334,981	33.7	15,230	4.5	204,549	20.6
Upper-income	330	32.9	357,640	36.0	6,414	1.8	400,784	40.3
Unknown-income	18	1.8	0	0.0	0	0.0	0	0.0
Total Assessment Area	1,003	100.0	993,755	100.0	88,679	8.9	993,755	100.0
	Housing Units by Tract	Housing Types by Tract						
		Owner-occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	198,378	86,598	8.5	43.7	76,495	38.6	35,285	17.8
Moderate-income	347,705	185,708	18.2	53.4	128,937	37.1	33,060	9.5
Middle-income	537,871	352,687	34.5	65.6	160,297	29.8	24,887	4.6
Upper-income	515,795	396,247	38.8	76.8	103,358	20.0	16,190	3.1
Unknown-income	353	13	0.0	3.7	2	0.6	338	95.8
Total Assessment Area	1,600,102	1,021,253	100.0	63.8	469,089	29.3	109,760	6.9
	Total Businesses by Tract	Businesses by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
	#	%	#	%	#	%	#	%
Low-income	12,504	7.5	10,984	7.5	947	6.1	573	11.7
Moderate-income	25,173	15.1	22,086	15.1	2,115	13.7	972	19.9
Middle-income	51,516	30.9	45,368	31.0	4,645	30.1	1,503	30.8
Upper-income	76,172	45.7	66,966	45.8	7,423	48.0	1,783	36.5
Unknown-income	1,238	0.7	866	0.6	320	2.1	52	1.1
Total Assessment Area	166,603	100.0	146,270	100.0	15,450	100.0	4,883	100.0
	Percentage of Total Businesses:			87.8		9.3		2.9

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN MSA 37980 (PHILADELPHIA-CAMDEN-WILMINGTON- PA-NJ-DE-MD)

LENDING TEST

Overall lending test performance in this assessment area was good.

Lending Activity:

M&T's responsiveness to retail credit needs in MSA 37890 was adequate. The bank ranked 22nd in deposits compared to 50th in home purchase lending, 61st in refinance lending, 59th in home improvement lending and 27th in small business lending with less than 1% market share in all categories.

M&T's HMDA-related and small business loan volume declined 8% between examination periods. HMDA-related loans increased 4% from 2007 to 2008 while the volume in the number

of small business loans made decreased 12% for the same period in the MSA. However, the aggregate had a more significant decline in the number of loans made in the same period in the MSA, with a 29% decline in HMDA-related and a 34% decline in small business loans.

Geographic Distribution:

The overall geographic distribution of loans across low- and moderate-income census tracts was good. This is based on excellent home purchase, good refinance and small business, and adequate home improvement performance. M&T's performance's was below that of the last examination, where the bank's performance in low- and moderate-income tracts was excellent. Performance in 2009 was comparable to 2008's performance. The following table summarizes the performance.

MSA 37980 (PHILADELPHIA-CAMDEN-WILMINGTON, PA-NJ-DE-MD)				
Product	Low-income Tracts		Moderate-income Tracts	
	M & T Performance	2008 Aggregate Comparison	M & T Performance	2008 Aggregate Comparison
Home Purchase	Good	Above	Excellent	Slightly Above
Refinance	Adequate	Similar	Good	Slightly Below
Home Improvement	Poor	Significantly Below	Good	Below
Small Business	Adequate	Above	Good	Slightly Above

M&T made 7% of its home purchase, 5% of its refinance, and 3% of its home improvement loans in low-income census tracts, above the aggregate's 6% for home purchase loans, similar to the aggregate's 5% for refinance loans and significantly below the aggregate's 8% for home improvement loans. The bank's HMDA lending is below the demographics of the assessment area, which indicate that 9% of the available owner-occupied housing units are located within low-income census tracts.

M&T made 22% of its home purchase, 16% of its refinance, and 15% of its home improvement loans in moderate-income census tracts, exceeding the aggregate's 18% for home purchase loans, slightly below the aggregate's 17% for refinance loans and below the aggregate's 17% for home improvement loans. The bank's home purchase performance compares favorably to the demographics of the assessment area which indicate that 18% of the available owner-occupied housing units are located within moderate-income tracts.

M&T originated 5% and 13% of its small business loans in low- and moderate-income geographies, respectively, above the aggregate's 4% and 12% in low-and moderate-income census tracts respectively. The bank's performance is below the demographics of the assessment area, where 8% and 15% of all small businesses operate in low- and moderate-income census tracts respectively.

Distribution by Borrower Income and Revenue Size of Business: Overall lending performance in the Philadelphia-Camden-Wilmington assessment area was good based on excellent HMDA-lending to moderate-income borrowers, poor HMDA-lending to low-income borrowers, and adequate lending to small businesses, as indicated in the chart below. M&T's performance in HMDA and small business lending was similar in 2009 to the results of its performance in 2008.

The final rating also considers the high cost of housing for low- and moderate-income persons as the median housing price for 2008 was 4 times the income of a moderate-income family and 6 times the income of a low-income family. Housing therefore is barely affordable for a moderate-income family and not affordable for a low-income family in the MSA.

MSA 37980 (PHILADELPHIA, CAMDEN, AND WILMINGTON, PA, NJ, DE)				
Product	Low-income Borrowers		Moderate-income Borrowers	
	M & T Performance	2008 Aggregate Comparison	M & T Performance	2008 Aggregate Comparison
Home Purchase	Poor	Significantly Below	Excellent	Above
Refinance	Poor	Below	Good	Slightly Below
Home Improvement	Adequate	Slightly Above	Excellent	Slightly Below
	Lending to Businesses with GAR <= \$1 million		2008 Aggregate Comparison	
Small Business	Adequate		Above	

Low-income Borrowers

M&T's HMDA lending performance to low-income borrowers was poor. The bank's lending rates for home purchase, refinance, and home improvement loans to low-income borrowers were below the proportion of low-income families in the MSA (22%). The bank made 2%, 6%, and 15% of its home purchase, refinance, and home improvement loans, respectively, to low-income borrowers.

M&T's performance for home purchase and refinance lending to low-income borrowers was below the aggregate while home improvement lending performance to low-income borrowers was slightly above that of the aggregate, which made 8%, 8%, and 14% its home purchase, refinance, and home improvement loans, respectively, to low-income borrowers.

Moderate-income Borrowers

M&T's HMDA lending performance to moderate-income borrowers was excellent. The bank's lending rate for home purchase and home improvement loans to moderate-income borrowers was slightly above or similar to the proportion of moderate-income families in the MSA (17%) while refinance was below. The bank made 23%, 15%, and 18% of its home purchase, refinance, and home improvement loans, respectively, to moderate-income borrowers.

Home purchase lending performance was above the aggregate, while refinance and home improvement lending were below. The aggregate made 19%, 17%, and 19% of its home purchase, refinance, and home improvement loans, respectively, to moderate-income borrowers.

Small Business Lending

M&T provided an adequate level of lending to small businesses with gross annual revenue (GAR) of \$1 million or less. The bank made 50% of its small business loans to these businesses, compared to 88% of business establishments in this MSA having GAR of \$1 million or less. Performance exceeded the aggregate which made 28% of its loans to businesses with GAR of \$1 million or less. Fifty-two percent of the bank's loans were in amounts of \$100,000 or less, which was below the aggregate, which made 95% of its small business loans in amounts of \$100,000 or less.

Community Development Lending:

Community development lending in MSA 37980 was good, totaling approximately \$32 million or 1% of all community development activity. Lending was concentrated in MD 37954 (Philadelphia, PA) where virtually all community development lending was originated. As indicated in the chart to the right, community development lending was responsive to identified needs within the MSA.

Community Development Lending		
Purpose	#	\$('000s)
Affordable Housing	7	11,012
Community Services	6	7,982
Economic Development	2	11,049
Revitalize and Stabilize	2	2,003
Totals	17	32,046

Examples of community development lending include:

- A \$7 million commercial mortgage to acquire a 148 bed skilled nursing facility. The facility is located in a moderate-income census tract and primarily serves an LMI clientele. 78% of all revenues are from Medicaid.
- A \$500,000 participation in a \$30 million line of credit to finance construction of affordable housing in the Philadelphia area.

INVESTMENT TEST

M&T's level of qualified investments in MSA 37980 was good, totaling approximately \$15 million, or 4% of qualified investment activity. Performance in the MSA displayed excellent responsiveness to community development needs as detailed in the table to the right.

Qualified Investments		
Purpose	#	\$('000s)
Affordable Housing	22	14,885
Community Services	15	45
Economic Development	3	3
Revitalize & Stabilize	1	2
Total	41	14,935

Examples of qualified investment activity included:

- Multiple LIHTCs, totaling \$9.8 million, to support affordable housing throughout the MSA.
- Multiple mortgage backed securities, targeting LMI borrowers throughout the MSA, totaling \$14.6 million.

SERVICE TEST

Performance under the service test in MSA 37980 was adequate based on M&T's adequate branch distribution and its adequate level of community development services.

Retail Services: The bank's delivery systems were reasonably accessible to the assessment area, including LMI areas. Overall, M&T had 28 branches in MSA 37980, of which 6, or 21%, are located in LMI areas. In contrast, 33% of the assessment area population is located in LMI areas.

The bank's record of opening and closing branches did not adversely impact the accessibility of its delivery systems. M&T opened one branch and closed one branch during the evaluation period; none of the actions affected LMI areas.

Alternative delivery systems did not enhance the bank's performance in MSA 37980. M&T had five off-site ATM locations in the assessment area, of which none was located in an LMI area.

The bank's hours and services were tailored to the needs and convenience of the assessment area, including LMI tracts. Out of the existing 28 branches in the MSA, 27 branches have either early morning, late evening hours, or Saturday hours. A total of 6 branches or 21% of these are located in LMI tracts.

Community Development Services: The bank provided an adequate level of community development services in the MSA throughout the evaluation period. The table to the right shows the number and type of services performed, the majority of which targeted mortgage education seminars. In addition, management and staff served as directors, advisors to seven non-profit organizations throughout the MSA.

Community Development Services	
Mortgage Education Seminars	11
Small Business Seminars	2
Total	13

2008 Aggregate Comparison Loan Distribution Table
Assessment Area: MSA 37980 PA/NJ/DE/MD

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	2008 Bank		2008 Aggregate			2008 Bank		2008 Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	13	6.6%	4.3%	5.8%	3.0%	4	2.0%	1.2%	7.9%	3.5%
Moderate	44	22.4%	16.1%	18.1%	12.1%	45	23.0%	17.2%	19.0%	12.7%
Middle	85	43.4%	40.4%	34.8%	30.9%	32	16.3%	17.7%	23.8%	21.4%
Upper	54	27.6%	39.1%	41.2%	54.0%	60	30.6%	41.1%	39.8%	53.3%
Unknown	0	0.0%	0.0%	0.0%	0.0%	55	28.1%	22.7%	9.5%	9.1%
Total	196	100.0%	100.0%	100.0%	100.0%	196	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	9	4.7%	2.2%	4.8%	2.5%	11	5.7%	2.8%	7.8%	3.7%
Moderate	31	16.1%	10.5%	16.8%	10.7%	29	15.0%	10.8%	17.2%	11.8%
Middle	96	49.7%	46.0%	38.2%	33.8%	36	18.7%	16.4%	23.5%	21.0%
Upper	57	29.5%	41.2%	40.2%	52.9%	75	38.9%	47.9%	39.3%	50.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	42	21.8%	22.2%	12.2%	13.4%
Total	193	100.0%	100.0%	100.0%	100.0%	193	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	1	2.6%	0.3%	7.5%	4.5%	6	15.4%	2.2%	13.7%	6.4%
Moderate	6	15.4%	10.5%	16.9%	11.8%	7	17.9%	6.2%	19.1%	13.6%
Middle	21	53.8%	43.1%	37.3%	33.2%	8	20.5%	17.6%	23.7%	20.7%
Upper	11	28.2%	46.0%	38.3%	50.5%	14	35.9%	47.8%	40.6%	53.5%
Unknown	0	0.0%	0.0%	0.0%	0.0%	4	10.3%	26.1%	3.0%	5.9%
Total	39	100.0%	100.0%	100.0%	100.0%	39	100.0%	100.0%	100.0%	100.0%
Multi-Family										
Low	0	0.0%	0.0%	14.9%	15.6%	0	0.0%	0.0%	0.0%	0.0%
Moderate	1	14.3%	3.6%	30.9%	14.0%	0	0.0%	0.0%	0.0%	0.0%
Middle	6	85.7%	96.4%	30.4%	39.7%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	23.9%	30.8%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	7	100.0%	100.0%	100.0%	100.0%
Total	7	100.0%	100.0%	100.0%	100.0%	7	100.0%	100.0%	100.0%	100.0%
HMDA Totals										
Low	23	5.3%	1.5%	5.5%	3.3%	21	4.8%	1.0%	8.4%	3.5%
Moderate	82	18.9%	8.3%	17.4%	11.5%	81	18.6%	6.6%	18.0%	11.8%
Middle	208	47.8%	70.7%	36.7%	32.6%	76	17.5%	8.3%	23.6%	20.4%
Upper	122	28.0%	19.5%	40.4%	52.6%	149	34.3%	21.5%	39.5%	49.9%
Unknown	0	0.0%	0.0%	0.0%	0.0%	108	24.8%	62.7%	10.6%	14.4%
Total	435	100.0%	100.0%	100.0%	100.0%	435	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
		Bank			Aggregate					
	#	%	% \$(000s)	%	% \$(000s)					
Low	15	5.4%	4.6%	4.0%	4.9%					
Moderate	36	13.0%	15.8%	11.5%	11.5%					
Middle	123	44.6%	37.9%	29.8%	30.3%					
Upper	100	36.2%	39.3%	51.2%	51.2%					
Unknown	2	0.7%	2.4%	0.5%	1.2%					
Tract Unknown	0	0.0%	0.0%	3.0%	0.9%					
Total	276	100.0%	100.0%	100.0%	100.0%					
By Revenue										
\$1 Million or Less	138	50.0%	35.0%	28.3%	33.8%					
By Loan Size										
\$100,000 or less	144	52.2%	11.5%	95.0%	36.6%					
\$100,001-\$250,000	49	17.8%	14.4%	2.4%	14.7%					
\$250,001-\$1 Million	83	30.1%	74.0%	2.6%	48.7%					
Total	276	100.0%	100.0%	100.0%	100.0%					

Originations and Purchases

MULTISTATE METROPOLITAN AREA

(FULL REVIEW)

MSA 19060 (CUMBERLAND, MD-WV)⁷

CRA RATING FOR MSA 19060: SATISFACTORY

The lending test is rated: Low Satisfactory

The investment test is rated: Outstanding

The service test is rated: High Satisfactory

The major factors supporting the rating include:

- An excellent level of qualified investments;
- Delivery systems are readily accessible to the bank's geographies and individuals of different income levels in its assessment areas;
- Good responsiveness to assessment area credit needs;
- An adequate geographic distribution of loans in the bank's assessment area;
- A good distribution of loans among individuals of different income levels and businesses of different sizes; and,
- An adequate level of community development services
- A poor level of community development lending.

SCOPE OF EXAMINATION

Examiners conducted a full-scope examination for this multistate MSA assessment area.

DESCRIPTION OF INSTITUTION'S OPERATIONS

M&T had eight branches in the Cumberland MSA as of December 31, 2009, representing less than 1% of the bank's overall branches. The MSA also contained 1% of the bank's HMDA and small business loans and deposits. Despite a low proportion of the bank's overall deposits, M&T is the number two bank in the area in terms of deposit market share, with 25% of deposits as reported by the FDIC as of June 30, 2009. For details, see Exhibit 1.

⁷ This rating reflects performance within the multistate metropolitan area. The statewide evaluations are adjusted and do not reflect performance in the parts of those states contained within the multistate metropolitan area.

PERFORMANCE CONTEXT

Demographic Characteristics

Located in the western corner of Maryland and crossing the border into West Virginia, the Cumberland MSA assessment area consists of Allegany County, Maryland and Mineral County, West Virginia. The core of the Cumberland MSA assessment area is Allegany County, which contains approximately 73% of the MSA population. According to Moody's economy.com the population of the assessment area is shrinking as migrants to the area have not offset the natural decrease in residents.

Income Characteristics

The 2008 and 2009 HUD-adjusted median family incomes for the Cumberland MSA are listed in the accompanying table. The Cumberland

HUD MEDIAN FAMILY INCOME		
AREA	2008	2009
MSA 19060	\$50,100	\$51,700

MSA assessment area contains only three moderate-income tracts. One tract is located in Mineral County and the other two in Allegany County.

Housing Characteristics

According to the 2000 Census, 64% of MSA housing is owner-occupied. In light of income levels in the area, homeownership is difficult for moderate-income families and barely possible for low-income families. The year 2000 median family income for the assessment area is \$39,167 of which 50% would be the maximum income figure for low-income families. Mortgage industry standards consider housing that is three times annual income to be affordable. Only 39% of the area's housing is valued under \$60,000 and thus considered affordable for low-income residents.

MEDIAN SALES PRICE*		
Area	2008	2009
MSA 19060 (Cumberland, MD, WV)	\$118,300	\$99,500

*National Association of Realtors

Mobile homes are usually considered affordable to low- and moderate-income residents. The 2000 census data reveals 7% of all dwellings located within the assessment area are mobile homes.

A significant portion of the housing units within the Cumberland MSA are older. The 2000 Census reports that 45% of housing units were built in 1950 or earlier. This level of older housing stock indicates a possible need for home improvement financing.

Labor, Employment and Economic Characteristics

The Cumberland MSA is primarily rural in nature. Over the past several years the economy has remained somewhat stagnant with the majority of residents commuting to the nearby cities of Winchester, Virginia and Hagerstown, Maryland for employment opportunities. The region's manufacturing and trade sectors are considered weaker and the economy is expected to grow more slowly than the national average. Within the City of Cumberland, major employers include Western Maryland Health System, ATK Tactical Systems Company, Allegany County Board of Education, and CSX railroad. To stimulate the local economy, Cumberland offers a number of incentive programs such as tax credits, Enterprise Zones, and a revolving loan pool.

AVERAGE ANNUAL UNEMPLOYMENT RATE		
Area	2008	2009
MSA 19060	5.5%	8.3%
State of Maryland	4.4%	7.0%
State of West Virginia	4.3%	7.9%

As shown in the table at left, unemployment levels overall, increased significantly during the examination period. However, the jobless rate for the MSA was higher than those for the states of Maryland and West Virginia.

Detailed performance context data for this assessment area is provided in the Assessment Area Chart on the next page.

Assessment Area Demographics								
Assessment Area: MSA 19060 Cumberland								
Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	0	0.0	0	0.0	0	0.0	4,958	18.5
Moderate-income	3	10.0	2,206	8.2	482	21.8	5,098	19.0
Middle-income	23	76.7	20,329	76.0	2,091	10.3	6,358	23.8
Upper-income	4	13.3	4,227	15.8	169	4.0	10,348	38.7
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	30	100.0	26,762	100.0	2,742	10.2	26,762	100.0
	Housing Units by Tract	Housing Types by Tract						
		Owner-occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	0	0	0.0	0.0	0	0.0	0	0.0
Moderate-income	4,160	2,097	7.2	50.4	1,446	34.8	617	14.8
Middle-income	34,428	22,053	76.1	64.1	8,500	24.7	3,875	11.3
Upper-income	6,490	4,814	16.6	74.2	1,196	18.4	480	7.4
Unknown-income	0	0	0.0	0.0	0	0.0	0	0.0
Total Assessment Area	45,078	28,964	100.0	64.3	11,142	24.7	4,972	11.0
	Total Businesses by Tract	Businesses by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
	#	%	#	%	#	%	#	%
Low-income	0	0.0	0	0.0	0	0.0	0	0.0
Moderate-income	228	7.1	197	6.9	14	7.1	17	11.1
Middle-income	2,330	72.4	2,095	73.0	130	65.7	105	68.6
Upper-income	661	20.5	576	20.1	54	27.3	31	20.3
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	3,219	100.0	2,868	100.0	198	100.0	153	100.0
	Percentage of Total Businesses:			89.1		6.2		4.8

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN MSA 19060 (CUMBERLAND, MD- WV)

LENDING TEST

M&T's overall performance under the lending test in MSA 19060 (Cumberland, MD-WV) was adequate.

Lending Activity:

M&T's responsiveness to retail credit needs in this MSA was good. The bank ranked second in deposits (market share 26%) compared to tenth in home purchase lending (market share 5%), seventh in refinance lending (market share 4%), fifth in home improvement lending (market share 8%), and 11th in small business lending (market share 3%).

M&T’s HMDA-related and small business loan volume declined 31% between examination periods. M&T’s volume in the number of HMDA-related, small business, and total HMDA-related and small business loans declined more than the aggregate from 2007 to 2008 in the Cumberland MSA. M&T’s volume of HMDA-related, small business and Total HMDA-related and small business loans declined 25%, 48% and 33%, respectively, from 2007 to 2008. The aggregate’s volume for similar products within this period declined 21%, 31% and 23%, respectively.

Geographic Distribution:

Geographic distribution across census tracts of different income levels was adequate based on good distribution of HMDA-related loans and poor distribution of small business loans. M&T’s performance was similar to the last examination, when its performance was also adequate. M&T’s performance in 2009 was similar. This area has no low-income tracts according to the 2000 Census; therefore, lending in low-income geographies was not analyzed. The following table summarizes the performance related to lending in the moderate-income tracts.

MSA 19060 (CUMBERLAND, MD-WV)				
Product	Low-income Tracts		Moderate-income Tracts	
	M & T Performance	2008 Aggregate Comparison	M & T Performance	2008 Aggregate Comparison
Home Purchase	N/A	N/A	Good	Similar
Refinance	N/A	N/A	Good	Slightly Above
Home Improvement	N/A	N/A	Good	Significantly Above
Small Business	N/A	N/A	Poor	Significantly Below

M&T made 6% of its home purchase, 7% of its refinance, and 13% of its home improvement loans in moderate-income census tracts, similar to the aggregate’s 6% for home purchase loans, slightly above the aggregate’s 6% for refinance loans and significantly above the aggregate’s 8% for home improvement loans. The bank’s refinance and home improvement lending performance compares favorably to the demographics of the assessment area, which indicate that 7% of the available owner-occupied housing units are located within moderate-income tracts.

M&T did not originate any small business loans in moderate-income geographies compared to 8% of the aggregate’s loans. The bank’s performance in moderate-income areas is also below the demographics of the assessment area, which indicates that 7% of all small businesses operate in moderate-income areas.

Distribution by Borrower Income and Revenue Size of Business: Overall lending performance in the Cumberland assessment area was good based on, excellent performance in lending to moderate-income borrowers, adequate performance in lending to low-income borrowers, and good lending to small businesses, as indicated in the chart on the next page.

The final rating also considers the high cost of housing for low- and moderate-income persons as the median housing price for 2008 was 3 times the income of a moderate-income family and 4 times the income of a low-income family.

Performance in 2009 was weaker. M&T's performance in refinance lending to moderate-income borrowers was adequate, as overall volume doubled and lending to low- and moderate-income borrowers declined slightly. M&T's performance in small business lending to businesses with revenues less than \$1 million also reflected a slight decline.

MSA 19060 (CUMBERLAND, MD)				
Product	Low-income Borrowers		Moderate-income Borrowers	
	M & T Performance	2008 Aggregate Comparison	M & T Performance	2008 Aggregate Comparison
Home Purchase	Adequate	Significantly Above	Excellent	Slightly Above
Refinance	Poor	Below	Excellent	Significantly Above
Home Improvement	Adequate	Slightly Above	Excellent	Slightly Above
	Lending to Businesses with GAR <= \$1 million		2008 Aggregate Comparison	
Small Business	Good		Significantly Above	

Low-income Borrowers

M&T's performance in HMDA-lending to low-income borrowers was adequate. The bank's lending rates for home purchase, refinance, and home improvement loans to low-income borrowers were below the proportion of low-income families in the MSA (19%). The bank made 13%, 5%, and 13% of its home purchase, refinance, and home improvement loans to low-income borrowers respectively.

M&T's performance for home purchase and home improvement lending to low-income borrowers exceeded the performance of the aggregate group of lenders while performance in refinance lending to low-income borrowers was below the aggregate. The aggregate made 7%, 7%, and 11% of its home purchase, refinance, and home improvement loans to low-income borrowers respectively.

Moderate-income Borrowers

M&T's HMDA-lending performance to moderate-income borrowers was excellent. The bank's HMDA-lending exceeded the proportion of moderate-income families (19%) in the MSA. The bank made 21%, 27%, and 23% of its home purchase, refinance, and home improvement loans to moderate-income borrowers respectively.

The bank's performance for home purchase, refinance and home improvement lending to moderate-income borrowers exceeded the aggregate. The aggregate made 19%, 17%, and 19% of its home purchase, refinance, and home improvement loans to moderate-income borrowers respectively.

Small Business Lending

M&T's performance in lending to small businesses with GAR of \$ 1 million or less was good. The bank made 73% of its small business loans to these businesses, compared to 89% of business establishments in the MSA having GAR of \$1 million or less. The bank's performance was significantly above that of the aggregate, which made 32% of its loans to such businesses. Additionally, 73% of the bank's small business loans were in amounts \$100,000 or less, which was below the aggregate which made 96% of its small business loans in amounts of \$100,000 or less.

Community Development Lending:

M&T's performance in MSA 19060 was rated as substantial non-compliance the bank did not make any community development loans in the MSA for the past two examination periods.

INVESTMENT TEST

The level of qualified investments in MSA 19060 was excellent, totaling \$8.3 million, or 2% of total bank activity. Qualified Investments consisted of two LIHTC totaling \$8.3 million to support affordable housing in the MSA, as well as four grants and donations.

SERVICE TEST

M&T's performance under the service test was good primarily based on the bank's excellent branch distribution in the assessment area.

Retail Services: The bank's delivery systems were readily accessible to all portions of the bank's assessment area, including LMI areas. Overall, M&T operates 8 branches in MSA 19060, with 1 branch (13%), located in an LMI area. This compares favorably with the portion of the population residing in LMI areas (8%).

The bank's record of opening and closing branches has not adversely affected the accessibility of its delivery systems. During the evaluation period no branches in the MSA were opened or closed.

Alternative delivery systems slightly enhanced the bank's performance in the Cumberland MSA. The bank had 9 off-site ATM locations in the assessment area, of which 1, or 11%, was located in an LMI area.

Hours and services are tailored to the convenience and needs of its assessment area, particularly LMI geographies and/or LMI individuals. Of the 8 branches located in the MSA, 7 have early morning, late evening hours, or Saturday hours, with one of such branches operating in an LMI area.

Community Development Services: The bank provided an adequate level of community development services throughout the evaluation period providing 8 mortgage education seminars. In addition, management and staff served as directors, advisors or committee members to 8 non-profit and community based organizations throughout the bank's assessment area.

2008 Aggregate Comparison Loan Distribution Table
Assessment Area: MSA 19060 Cumberland

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
	Home Purchase									
Low	0	0.0%	0.0%	0.0%	0.0%	6	12.8%	5.2%	6.9%	3.1%
Moderate	3	6.4%	3.8%	5.5%	3.8%	10	21.3%	15.6%	18.8%	12.6%
Middle	36	76.6%	73.1%	75.4%	76.1%	10	21.3%	17.5%	28.2%	25.8%
Upper	8	17.0%	23.1%	19.1%	20.1%	19	40.4%	59.0%	36.7%	49.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	2	4.3%	2.6%	9.3%	9.5%
Total	47	100.0%	100.0%	100.0%	100.0%	47	100.0%	100.0%	100.0%	100.0%
	Refinance									
Low	0	0.0%	0.0%	0.0%	0.0%	3	5.1%	2.6%	7.4%	3.9%
Moderate	4	6.8%	7.9%	6.4%	4.8%	16	27.1%	18.6%	16.9%	12.1%
Middle	51	86.4%	84.4%	75.5%	74.2%	15	25.4%	23.1%	25.2%	22.2%
Upper	4	6.8%	7.7%	17.0%	19.7%	19	32.2%	47.3%	40.2%	49.5%
Unknown	0	0.0%	0.0%	1.1%	1.2%	6	10.2%	8.4%	10.3%	12.3%
Total	59	100.0%	100.0%	100.0%	100.0%	59	100.0%	100.0%	100.0%	100.0%
	Home Improvement									
Low	0	0.0%	0.0%	0.0%	0.0%	4	13.3%	5.6%	11.4%	5.9%
Moderate	4	13.3%	5.2%	8.4%	6.5%	7	23.3%	7.8%	18.8%	14.7%
Middle	22	73.3%	89.5%	73.1%	80.6%	8	26.7%	7.7%	27.2%	23.5%
Upper	4	13.3%	5.3%	17.8%	12.8%	9	30.0%	54.0%	39.1%	49.7%
Unknown	0	0.0%	0.0%	0.8%	0.1%	2	6.7%	24.9%	3.6%	6.2%
Total	30	100.0%	100.0%	100.0%	100.0%	30	100.0%	100.0%	100.0%	100.0%
	Multi-Family									
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Middle	1	100.0%	100.0%	93.3%	98.4%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	6.7%	1.6%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	1	100.0%	100.0%	100.0%	100.0%
Total	1	100.0%	100.0%	100.0%	100.0%	1	100.0%	100.0%	100.0%	100.0%
	HMDA Totals									
Low	0	0.0%	0.0%	0.0%	0.0%	13	9.5%	3.9%	7.7%	3.6%
Moderate	11	8.0%	5.9%	6.3%	4.4%	33	24.1%	16.4%	17.7%	12.0%
Middle	110	80.3%	80.2%	75.3%	76.0%	33	24.1%	19.4%	26.3%	22.7%
Upper	16	11.7%	14.0%	17.7%	18.9%	47	34.3%	51.9%	38.7%	47.6%
Unknown	0	0.0%	0.0%	0.7%	0.7%	11	8.0%	8.5%	9.6%	14.1%
Total	137	100.0%	100.0%	100.0%	100.0%	137	100.0%	100.0%	100.0%	100.0%
	SMALL BUSINESS									
	By Tract Income					Aggregate				
	#	Bank		Aggregate		#	Bank		Aggregate	
		%	% \$(000s)	%	% \$(000s)		%	% \$(000s)	%	% \$(000s)
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Middle	43	78.2%	58.4%	66.3%	69.8%	43	78.2%	58.4%	66.3%	69.8%
Upper	12	21.8%	41.6%	20.0%	23.4%	12	21.8%	41.6%	20.0%	23.4%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Tract Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Total	55	100.0%	100.0%	100.0%	100.0%	55	100.0%	100.0%	100.0%	100.0%
	By Revenue					By Loan Size				
\$1 Million or Less	40	72.7%	48.9%	32.1%	40.5%	40	72.7%	27.8%	96.2%	45.2%
\$100,000 or less	6	10.9%	13.8%	2.0%	14.1%	6	10.9%	13.8%	2.0%	14.1%
\$100,001-\$250,000	9	16.4%	58.4%	1.8%	40.7%	9	16.4%	58.4%	1.8%	40.7%
Total	55	100.0%	100.0%	100.0%	100.0%	55	100.0%	100.0%	100.0%	100.0%

Originations and Purchases

STATE OF VIRGINIA

(FULL REVIEW)

MSA 40060 (RICHMOND, VA)

CRA RATING FOR MSA 40060⁸: SATISFACTORY

The lending test is rated: Low Satisfactory

The investment test is rated: Low Satisfactory

The service test is rated: Low Satisfactory

The major factors supporting the rating include:

- An adequate level of qualified investments;
- Reasonably accessible delivery systems to essentially all portions of the bank's assessment areas;
- Adequate responsiveness to assessment area credit needs;
- Adequate geographic distribution of loans in the bank's assessment area;
- Adequate distribution of loans among individuals of different income levels and businesses of different sizes; and,
- An adequate level of community development lending.

SCOPE OF EXAMINATION

Examiners conducted a full-scope review for MSA 40060 (Richmond, VA). Activity within the State of Virginia is entirely within this MSA. M & T acquired Provident Bank and Trust Co. Inc. of Baltimore, Maryland in May of 2009 and the seven branches Provident had within the Richmond MSA.

DESCRIPTION OF INSTITUTION'S OPERATIONS

M&T had seven branches in the Richmond MSA as of December 31, 2009, representing less than 1% of the bank's overall branches. The MSA also contained less than 1% of the bank's HMDA and small business loans and deposits. M&T's presence within the MSA is limited as the bank's ranks 22nd in terms of deposit market share as reported by the FDIC as of June 30, 2009. For details, see Exhibit 1 on page BB7.

⁸ For institutions with branches in two or more states in a multistate metropolitan area, this statewide evaluation is adjusted and does not reflect performance in the parts of those states contained within the multistate metropolitan area. Refer to the multistate metropolitan area rating and discussion for the rating and evaluation of the institutions performance in that area.

PERFORMANCE CONTEXT

Demographic Characteristics

M&T’s assessment area includes Chesterfield, Hanover, and Henrico Counties, and the City of Richmond. Chesterfield and Henrico Counties each have 32% of the assessment area’s population while Richmond City has 25% and Hanover County has 11%.

Income Characteristics

The 2008 and 2009 HUD-adjusted median family incomes for the Richmond MSA are listed in the accompanying table. Of the 59 LMI census tracts in the MSA, 40 are located in the city of Richmond, seven in Chesterfield, 10 in Henrico, and two are in Hanover counties. As shown in the table to the right, poverty levels are significantly higher in the City of Richmond than the assessment area and the State of Virginia.

HUD MEDIAN FAMILY INCOME		
AREA	2008	2009
MSA 40060	\$69,300	\$73,200

2000 CENSUS INCOME		
Area	Median Family Income	% of Families Below Poverty Level
MSA 40060	\$58,224	6.5%
City of Richmond (Yr: 2000)	\$44,225	17.1%
State of Virginia	\$54,169	7.0%

Housing Characteristics

According to the 2000 Census, 63% of MSA housing is owner-occupied, however, in the City of Richmond, only 42% is owner occupied. In light of income levels in the area, homeownership is difficult for moderate-income families and barely possible for low-income families.

A significant portion of the housing units within the Richmond MSA are older. The 2000 Census reports that 17% of housing units in the assessment area and 41% in the City of Richmond were built in 1950 or earlier. This level of older housing stock indicates a possible need for home improvement financing.

MEDIAN SALES PRICE*		
Area	2008	2009*
MSA 40060 (Richmond, VA)	\$223,500	\$206,900

*National Association of Realtors
*2nd Qtr 2009

Labor, Employment and Economic Characteristics

According to Moody’s economy.com the Richmond-Petersburg metro area remains in recession though there are signs that the downturn is ending. Federal, State, and local governments remain the largest employer. Other major employers include Virginia Commonwealth University and Health System, Capital One Financial Corporation, HCAm, Inc. and Walmart Inc.

AVERAGE ANNUAL UNEMPLOYMENT RATE		
Area	2008	2009
Chesterfield County	3.6%	6.6%
Hanover County	3.4%	6.5%
Henrico County	3.6%	6.8%
Richmond City	5.7%	9.5%
MSA 40060	4.2%	7.5%
State of Virginia	3.9%	6.7%

As shown in the table at left, unemployment levels increased significantly during the examination period. However, however, unemployment rates are higher for the city of Richmond than for the MSA and the state of Virginia.

Detailed performance context data for this assessment area is provided in the Assessment Area Demographic Report below.

Assessment Area Demographics								
Assessment Area: MSA 40060 Richmond								
Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	19	9.4	11,627	5.5	4,302	37.0	37,702	17.8
Moderate-income	40	19.8	34,058	16.1	4,451	13.1	35,816	17.0
Middle-income	83	41.1	87,245	41.3	3,701	4.2	47,341	22.4
Upper-income	60	29.7	78,363	37.1	1,273	1.6	90,434	42.8
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	202	100.0	211,293	100.0	13,727	6.5	211,293	100.0
	Housing Units by Tract	Housing Types by Tract						
		Owner-occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	21,890	6,035	2.8	27.6	13,329	60.9	2,526	11.5
Moderate-income	62,739	26,196	12.3	41.8	31,563	50.3	4,980	7.9
Middle-income	140,261	92,487	43.6	65.9	41,952	29.9	5,822	4.2
Upper-income	109,865	87,514	41.2	79.7	18,487	16.8	3,864	3.5
Unknown-income	0	0	0.0	0.0	0	0.0	0	0.0
Total Assessment Area	334,755	212,232	100.0	63.4	105,331	31.5	17,192	5.1
	Total Businesses by Tract	Businesses by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
	#	%	#	%	#	%	#	%
Low-income	3,691	9.7	3,094	9.1	411	12.5	186	17.9
Moderate-income	5,595	14.6	4,750	14.0	645	19.6	200	19.2
Middle-income	15,676	41.0	14,019	41.4	1,274	38.6	383	36.8
Upper-income	13,257	34.7	12,017	35.5	967	29.3	273	26.2
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	38,219	100.0	33,880	100.0	3,297	100.0	1,042	100.0
	Percentage of Total Businesses:			88.6	8.6	2.7		

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN MSA 40060 (RICHMOND, VA)

LENDING TEST

M&T's overall performance under the lending test in MSA 40060 (Richmond, VA) was adequate.

Lending Activity:

M&T's responsiveness to retail credit needs was adequate. M&T expanded into Virginia in May 2009 when it acquired Provident Bank. There is minimal market share data at this time. The bank made a total of 97 HMDA-related loans and 25 small business loans during 2009.

Geographic Distribution:

Geographic distribution for this assessment area was adequate in 2009. Of the 39 home purchase loans originated by the bank in 2009 ten were in moderate-income census tracts. Additionally the bank made 19 refinance loans of which three were in moderate-income tracts, and one was in a low-income tract. Small business loan dispersion was also adequate with three of 25 loans in moderate-income census tracts and two loans in low-income census tracts.

Distribution by Borrower Income and Revenue Size of Business: Overall performance in MSA 40060 was adequate based on excellent HMDA-lending to low and moderate-income borrowers, and adequate lending to small businesses. Home improvement lending was not considered as one loan was made in 2009.

Low-income Borrowers

M&T's performance in HMDA-lending to low-income borrowers was outstanding as 9 of 39 home purchase loans (23%) and 3 of 19 refinance loans (16%) went to low-income borrowers while 18% of all families in the MSA are low-income.

Moderate-income Borrowers

HMDA-lending performance to moderate-income borrowers was outstanding as 10 of 39 home purchase loans and 3 of 19 refinance loans went to moderate-income borrowers while 17% of all families in the MSA are moderate-income.

Small Business Lending

M&T provided an adequate level of lending to small business borrowers with gross annual revenue (GAR) of \$1 million or less. The bank made 32% of its small business loans (8 of 25) to these businesses while 89% of business establishments in this MSA have GAR of \$1 million or less. During the examination period 76% of the bank's small business loans were in amounts of \$100,000 or less.

Community Development Lending:

M&T's performance in MSA 40060 was adequate. The bank made two loans totaling \$20.3 million that targeted health care facilities providing services and affordable housing to low- and moderate-income individuals.

INVESTMENT TEST

The level of qualified investments in MSA 40060 was adequate, totaling \$5.7 million or 1% of total bank activity. Qualified Investments consisted of one LIHTC for \$1 million and 11 mortgage-backed securities targeting affordable housing on a statewide basis. The mortgage-backed securities were acquired with the acquisition of Provident Bank of Maryland. These securities were reviewed by examiners from other agencies at their last CRA examinations. These securities are considered less responsive and accordingly have been assigned a lesser weight.

SERVICE TEST

M&T's performance under the service test was adequate.

Retail Services: The bank's delivery systems were reasonably accessible to the bank's assessment area. M&T operates 7 branches in MSA 40060, of which one branch (14%) is located in an LMI area. In comparison, 24% of the population resides in LMI areas.

The bank's record of opening and closing branches has not adversely affected the accessibility of its delivery systems. During the evaluation period, M&T opened eight new branches and closed one branch in a middle income tract in this assessment area.

Alternative delivery systems did not enhance the bank's performance in MSA 40060. The bank had 7 off-site ATM locations in the assessment area, of which none was located in an LMI area.

Hours and services are tailored to the convenience and needs of its assessment area, particularly LMI geographies and/or LMI individuals. Of the 7 branches located in the MSA, all have either early morning, late evening hours, or Saturday hours, with one operating in an LMI area.

The bank provided an adequate level of community development services throughout the evaluation period. The bank held 8 mortgage education seminars during 2009. In addition, management and staff served as advisors or committee members to 3 non-profit and community based organizations in the bank's assessment area.

STATE OF DELAWARE

CRA RATING FOR DELAWARE⁹: SATISFACTORY

The lending test is rated: Low Satisfactory

The investment test is rated: High Satisfactory

The service test is rated: Low Satisfactory

The major factors supporting the rating include:

- A good level of qualified investments;
- Adequate responsiveness to assessment area credit needs;
- Adequate geographic distribution of loans in the bank's assessment area;
- Adequate distribution of loans among individuals of different income levels and businesses of different sizes;
- Reasonably accessible delivery systems to geographies and borrowers of different income levels; and,
- Poor level of community development lending.

SCOPE OF EXAMINATION

Examiners conducted a full-scope review of this assessment area, which consists of Sussex County, Delaware. As shown in Exhibit 1, this assessment area has a very small proportion of M&T's loans and deposits. In addition, the Sussex County assessment area contains no LMI geographies.

DESCRIPTION OF INSTITUTION'S OPERATIONS

M&T's operations consist of one branch located in Sussex County, a non-MSA area. Although the branch offers a full range of products, it serves bank employees and had only limited retail activity during the examination period.

PERFORMANCE CONTEXT

The bank's assessment area in Delaware consists of Sussex County. Sussex County, the southernmost of Delaware's three counties, is bordered by Maryland to the south and east. This very competitive market has 15 banks operating 72 retail branches. As of June 30, 2009, M&T ranked 13th in deposits, with a less than 1% market share. Its major competitors include Wilmington Trust, County Bank, PNC Bank, and Delaware National.

⁹ For institutions with branches in two or more states in a multistate metropolitan area, this statewide evaluation is adjusted and does not reflect performance in the parts of those states contained within the multistate metropolitan area. Refer to the multistate metropolitan area rating and discussion for the rating and evaluation of the institutions performance in that area.

Demographic Characteristics

During the summer months, the population expands by more than 40 thousand visitors drawn to the Rehoboth and Bethany oceanfront communities. The county’s year-round population is expected to continue growing at a rapid rate because of the large number of retirees moving into the area.

The pattern of development has been westward from the oceanfront communities and to a lesser extent along U.S. Route 13, the main north-south highway. With land prices near the coast becoming very high, residential development is expected to spread to the western part of the county.

Income Characteristics

The HUD-adjusted median family income for Sussex County was \$54,700 in 2008 and \$58,600 in 2009.

Housing Characteristics

Just over 54% of housing units are owner-occupied. The area has a high level of vacant units, at 33%, although many of these are vacation homes for summer residents. Mobile homes represent a significant portion of housing units, at 26%. The median house value in 2000 for Sussex County was \$122,400 and generally affordable.

Labor, Employment and Economic Characteristics

The food processing, tourism and poultry industries provide numerous but mostly low-paying jobs. As a result, the unemployment rate for Sussex County is relatively low.

AVERAGE ANNUAL UNEMPLOYMENT RATES		
Area	2008	2009
Sussex County	5.1%	8.1%
State of Delaware	4.9%	8.0%

Source: U.S Bureau of Labor

Detailed performance context data for this assessment area is provided in the Assessment Area Demographic Chart on the next page:

Assessment Area Demographics								
Assessment Area: DE Non-MSA								
Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	0	0.0	0	0.0	0	0.0	7,999	18.1
Moderate-income	0	0.0	0	0.0	0	0.0	8,608	19.5
Middle-income	33	91.7	40,576	92.0	3,320	8.2	10,572	24.0
Upper-income	3	8.3	3,514	8.0	83	2.4	16,911	38.4
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	36	100.0	44,090	100.0	3,403	7.7	44,090	100.0
	Housing Units by Tract	Housing Types by Tract						
		Owner-occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	0	0	0.0	0.0	0	0.0	0	0.0
Moderate-income	0	0	0.0	0.0	0	0.0	0	0.0
Middle-income	72,742	45,544	90.2	62.6	10,970	15.1	16,228	22.3
Upper-income	20,328	4,961	9.8	24.4	1,102	5.4	14,265	70.2
Unknown-income	0	0	0.0	0.0	0	0.0	0	0.0
Total Assessment Area	93,070	50,505	100.0	54.3	12,072	13.0	30,493	32.8
	Total Businesses by Tract	Businesses by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
	#	%	#	%	#	%	#	%
Low-income	0	0.0	0	0.0	0	0.0	0	0.0
Moderate-income	0	0.0	0	0.0	0	0.0	0	0.0
Middle-income	6,759	81.2	6,111	81.2	436	84.5	212	74.9
Upper-income	1,567	18.8	1,416	18.8	80	15.5	71	25.1
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	8,326	100.0	7,527	100.0	516	100.0	283	100.0
	Percentage of Total Businesses:			90.4		6.2		3.4

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN DELAWARE

LENDING TEST

The bank's performance under the lending test in the state of Delaware was adequate.

Lending Activity:

M&T's responsiveness to retail credit needs was adequate based on the number and dollar volume of home purchase, refinance and small business loans in Sussex County. The bank ranked 13th in deposits compared to 39th in home purchase lending, 53rd in refinance lending, 23rd in home improvement lending, and 19th in small business lending with less than 1% market share in all categories. M&T's volume declined 15% between examination periods. HMDA-related loans decreased 10% from 2007 to 2008 while the volume in the number of small business loans made decreased 13% for the same period. However, the aggregate had a more significant decline in the number of loans made in the same period with a 35% decline in HMDA-related lending and a 28% decline in small business lending.

Geographic Distribution:

The Delaware assessment area has no low- or moderate-income census tracts. A review of loan distribution on maps showed that loans were adequately distributed in middle- and upper-income census-tracts.

Distribution by Borrower Income and Revenue Size of Business: Lending performance in this assessment area was adequate, based on adequate levels of lending to low- and moderate-income borrowers and businesses with GAR of \$1 million or less. During 2008 there were too few loans to allow for a meaningful overall analysis or comparisons to the aggregate of HMDA-related and small business loans. However, out of 14 home purchase loans there were no loans to low- or moderate-income borrowers; 4 out of 34 refinance loans (12%); and 2 of 6 home improvement loans (33%) were provided to low- or moderate-income borrowers, and 12 out of 13 small business loans (92%) were provided to businesses with GAR of \$1 million or less. 2009 performance was comparable.

Community Development Lending:

As described in the performance context, M & T's assessment areas in the State of Delaware consist of the non-MSA county of Sussex. No community development loans were issued within the State of Delaware, and performance is considered poor.

INVESTMENT TEST

The bank's level of qualified investments was good, totaling \$2.7 million. Qualified investments included mortgage-backed securities targeting low- and moderate-income borrowers that support affordable housing throughout the MSA.

SERVICE TEST

M&T's performance under the service test was adequate.

Retail Services: The bank's delivery systems were reasonably accessible to the bank's assessment area. M&T operates one branch in a middle-income geography in Sussex County. There are no LMI census tracts in the county.

The bank's record of opening and closing branches has not adversely affected the accessibility of its delivery systems. M&T did not open or close any branches in this assessment area during the evaluation period. Alternative delivery systems did not enhance the bank's performance in the assessment area. The bank had one off-site ATM location in a middle income tract in the assessment area.

The bank provided a limited level of community development services in the assessment area. Approximately 25 bank employees participated in an annual event that provided technical assistance to community development organizations in Sussex County, Delaware.

2008 Aggregate Comparison Loan Distribution Table
Assessment Area: State of Delaware

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	2.3%	1.0%
Moderate	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	9.2%	5.2%
Middle	8	57.1%	39.7%	84.7%	74.9%	1	7.1%	3.5%	16.3%	11.1%
Upper	6	42.9%	60.3%	15.3%	25.1%	12	85.7%	90.9%	62.8%	72.3%
Unknown	0	0.0%	0.0%	0.0%	0.0%	1	7.1%	5.5%	9.4%	10.4%
<i>Total</i>	<i>14</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>14</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
Refinance										
Low	0	0.0%	0.0%	0.0%	0.0%	1	2.9%	1.5%	2.7%	1.2%
Moderate	0	0.0%	0.0%	0.0%	0.0%	3	8.8%	4.6%	11.0%	6.4%
Middle	24	70.6%	58.6%	83.9%	73.4%	9	26.5%	20.5%	19.1%	14.2%
Upper	10	29.4%	41.4%	16.1%	26.6%	16	47.1%	61.2%	53.1%	61.3%
Unknown	0	0.0%	0.0%	0.0%	0.0%	5	14.7%	12.1%	14.1%	16.9%
<i>Total</i>	<i>34</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>34</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
Home Improvement										
Low	0	0.0%	0.0%	0.0%	0.0%	1	16.7%	2.7%	8.8%	2.2%
Moderate	0	0.0%	0.0%	0.0%	0.0%	1	16.7%	53.3%	20.3%	12.5%
Middle	6	100.0%	100.0%	92.0%	77.4%	2	33.3%	13.3%	24.4%	18.2%
Upper	0	0.0%	0.0%	8.0%	22.6%	1	16.7%	13.3%	44.8%	58.8%
Unknown	0	0.0%	0.0%	0.0%	0.0%	1	16.7%	17.3%	1.8%	8.3%
<i>Total</i>	<i>6</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>6</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
Multi-Family										
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	66.7%	98.2%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	33.3%	1.8%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	100.0%	100.0%
<i>Total</i>	<i>0</i>	<i>0.0%</i>	<i>0.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>0</i>	<i>0.0%</i>	<i>0.0%</i>	<i>100.0%</i>	<i>100.0%</i>
HMDA Totals										
Low	0	0.0%	0.0%	0.0%	0.0%	2	3.7%	1.0%	3.0%	1.1%
Moderate	0	0.0%	0.0%	0.0%	0.0%	4	7.4%	3.3%	10.9%	6.0%
Middle	38	70.4%	52.0%	84.8%	74.4%	12	22.2%	14.3%	18.3%	12.8%
Upper	16	29.6%	48.0%	15.2%	25.6%	29	53.7%	71.7%	56.6%	65.6%
Unknown	0	0.0%	0.0%	0.0%	0.0%	7	13.0%	9.8%	11.3%	14.6%
<i>Total</i>	<i>54</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>54</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
SMALL BUSINESS										
By Tract Income										
		Bank			Aggregate					
	#	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)			
Low	0	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%			
Moderate	0	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%			
Middle	8	61.5%	16.6%	77.6%	76.9%					
Upper	5	38.5%	83.4%	16.0%	20.9%					
Unknown	0	0.0%	0.0%	0.0%	0.0%					
Tract Unknown	0	0.0%	0.0%	6.4%	2.2%					
<i>Total</i>	<i>13</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>					
		By Revenue								
\$1 Million or Less	12	92.3%	93.4%	35.3%	50.4%					
		By Loan Size								
\$100,000 or less	6	46.2%	6.6%	95.0%	39.9%					
\$100,001-\$250,000	2	15.4%	10.0%	2.6%	15.6%					
\$250,001-\$1 Million	5	38.5%	83.4%	2.4%	44.5%					
<i>Total</i>	<i>13</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>					

Originations and Purchases

CRA APPENDIX A

SCOPE OF EXAMINATION

MANUFACTURERS AND TRADERS TRUST COMPANY			
TIME PERIOD REVIEWED		January 1, 2008-December 31, 2009	
FINANCIAL INSTITUTION			PRODUCTS REVIEWED
Manufacturers and Traders Trust Company One M & T Plaza * Buffalo, NY 14203			<ul style="list-style-type: none"> • Home purchase • Multifamily • Refinancings • Home Improvement • Small business • Community Development
AFFILIATE(S)	AFFILIATE RELATIONS		PRODUCTS REVIEWED
M&T Real Estate Trust	Bank subsidiary		<ul style="list-style-type: none"> • Multifamily
M&T Realty Capital Corporation	Bank subsidiary		<ul style="list-style-type: none"> • Multifamily
* Branch Examined			

CRA APPENDIX B

Summary of State and Multistate MSA Ratings

State or Multistate Metropolitan Area	Lending Test Rating	Investment Test Rating	Service Test Rating	Overall State Rating
New York	High Satisfactory	Outstanding	Outstanding	Outstanding
Pennsylvania	High Satisfactory	Outstanding	Outstanding	Outstanding
Maryland	High Satisfactory	Outstanding	Outstanding	Outstanding
MSA 35620	High Satisfactory	Outstanding	Low Satisfactory	Satisfactory
MSA 47900	High Satisfactory	Outstanding	Outstanding	Outstanding
MSA 37980	High Satisfactory	High Satisfactory	Low Satisfactory	Satisfactory
MSA 19060	Low Satisfactory	Outstanding	High Satisfactory	Satisfactory
Virginia	Low Satisfactory	Low Satisfactory	Low Satisfactory	Satisfactory
Delaware	Low Satisfactory	High Satisfactory	Low Satisfactory	Satisfactory

CRA APPENDIX C

GLOSSARY

Aggregate lending: The number of loans originated and purchased by all reporting lenders in specified income categories as a percentage of the aggregate number of loans originated and purchased by all reporting lenders in the metropolitan area/assessment area.

Census tract: A small, relatively permanent statistical subdivision of a county or statistically equivalent entity delineated for data presentation purposes by a local group of census data users or the geographic staff of a regional census center in accordance with Census Bureau guidelines. Designed to be relatively homogeneous units with respect to population characteristics, economic status, and living conditions at the time they are established, census tracts generally contain between 1,000 and 8,000 people, with an optimum size of 4,000 people. Census tract boundaries are delineated with the intention of being stable over many decades, so they generally follow relatively permanent visible features. However, they may follow governmental unit boundaries and other invisible features in some instances; the boundary of a state or county (or statistically equivalent entity) is always a census tract boundary.

Community development: Affordable housing (including multifamily rental housing) for low- or moderate-income individuals; community services targeted to low- or moderate-income individuals; activities that promote economic development by financing businesses or farms that meet the size eligibility standards of the Small Business Administration's Development Company or Small Business Investment Company programs (13 CFR 121.301) or have gross annual revenues of \$1 million or less; or, activities that revitalize or stabilize low- or moderate-income geographies.

Effective September 1, 2005, the Board of Governors of the Federal Reserve System, Office of the Comptroller of the Currency, and the Federal Deposit Insurance Corporation have adopted the following additional language as part of the revitalize or stabilize definition of community development. Activities that revitalize or stabilize-

- (i) Low-or moderate-income geographies;
- (ii) Designated disaster areas; or
- (iii) Distressed or underserved nonmetropolitan middle-income geographies designated by the Board, Federal Deposit Insurance Corporation, and Office of the Comptroller of the Currency, based on-
 - a. Rates of poverty, unemployment, and population loss; or
 - b. Population size, density, and dispersion. Activities that revitalize and stabilize geographies designated based on population size, density, and dispersion if they help to meet essential community needs, including needs of low- and moderate-income individuals.

Family: A family is a group of two or more people related by birth, marriage, or adoption and residing together; all such people (including related subfamily members) are considered as members of one family.

Full review: Performance is analyzed considering performance context, quantitative factors and qualitative factors.

Geography: A census tract delineated by the United States Bureau of the Census in the most recent decennial census.

Home Mortgage Disclosure Act (“HMDA”): The statute that requires certain mortgage lenders that do business or have banking offices in a metropolitan statistical area to file annual summary reports of their mortgage lending activity. The reports include such data as the race, gender, and income of applicants, the amount of loan requested, and the disposition of the application (e.g., approved, denied, and withdrawn).

Home mortgage loans: Includes home purchase and home improvement loans as defined in the HMDA regulation. This definition also includes multifamily (five or more families) dwelling loans, loans for the purchase of manufactured homes, and refinancings of home improvement and home purchase loans.

Household: A household consists of all the people who occupy a housing unit. A household includes the related family members and all the unrelated people, if any, such as lodgers, foster children, wards, or employees who share the housing unit. A person living alone in a housing unit, or a group of unrelated people sharing a housing unit such as partners or roomers, is also counted as a household. The count of households excludes group quarters.

Limited-scope review: Performance is analyzed using only quantitative factors.

Low-income: Individual income that is less than 50% of the area median income, or a median family income that is less than 50%, in the case of geography.

Metropolitan Statistical Area (“MSA”): A geographic entity defined by the federal Office of Management and Budget for use by federal statistical agencies, based on the concept of a core area with a large population nucleus, plus adjacent communities having a high degree of economic and social integration with that core.

Metropolitan Division: A county or group of counties within a **Metropolitan Statistical Area** that contains a population of at least 2.5 million and represents an employment center(s) associated through commuting ties.

Middle-income: Individual income that is at least 80% and less than 120% of the area median income, or a median family income that is at least 80% and less than 120%, in the case of a geography.

Moderate-income: Individual income that is at least 50% and less than 80% of the area median income, or a median family income that is at least 50% and less than 80%, in the case of geography.

Multifamily: Refers to a residential structure that contains five or more units.

Owner-occupied units: Includes units occupied by the owner or co-owner, even if the unit has not been fully paid for or is mortgaged.

Qualified investment: A qualified investment is defined as any lawful investment, deposit, membership share or grant that has as its primary purpose community development.

Rated area: A rated area is a state or multistate metropolitan area. For an institution with domestic branches in only one state, the institution's CRA rating would be the state rating. If an institution maintains domestic branches in more than one state, the institution will receive a rating for each state in which those branches are located. If an institution maintains domestic branches in two or more states within a multistate metropolitan area, the institution will receive a rating for the multistate metropolitan area.

Small loan(s) to business(es): A loan included in "loans to small businesses" as defined in the Consolidated Report of Condition and Income ("Call Report") and the Thrift Financial Reporting ("TFR") instructions. These loans have original amounts of \$1 million or less and typically are either secured by nonfarm or nonresidential real estate or are classified as commercial and industrial loans. However, thrift institutions may also exercise the option to report loans secured by nonfarm residential real estate as "small business loans" if the loans are reported on the TFR as nonmortgage, commercial loans.

Upper-income: Individual income that is more than 120% of the area median income, or a median family income that is more than 120%, in the case of a geography.

CRA APPENDIX D

SUMMARY OF BRANCH LOCATIONS				
	Total Branches	Total Branches in LMI Tracts	% of Branches in LMI Tracts	% of Pop. in LMI Tract
STATE OF NEW YORK				
MSA 15380 (Buffalo - Niagra Falls)	55	15	27%	25%
MSA 40380 (Rochester)	34	7	21%	23%
MSA 45060 (Syracuse)	29	5	17%	23%
MSA 13780 (Binghamton)	15	5	33%	18%
MSA 39100 (Poughkeepsie-Newburg-Middletown)	24	5	21%	19%
MSA 10580 (Albany-Schnectady-Troy)	13	3	23%	22%
MSA 28740 (Kingston)	7	1	14%	11%
MSA 27060 (Ithaca)	5	2	40%	14%
MSA 46540 (Utica-Rome)	14	2	14%	19%
MSA 21300 (Elmira)	1	0	0%	19%
Non-MSA NY TOTAL GROUP A	24	1	4%	8%
Non-MSA NY TOTAL GROUP B	6	0	0%	3%
Non-MSA NY TOTAL GROUP C	3	0	0%	6%
Non-MSA NY TOTAL GROUP D	1	0	0%	28%
STATE OF NEW YORK TOTAL	231	46	20%	
STATE OF PENNSYLVANIA				
MSA 49620 (York-Hanover)	29	5	17%	12%
MSA 25420 (Harrisburg-Carlisle)	30	11	37%	22%
Non-MSA PA TOTAL GROUP A	30	5	17%	9%
MSA 42540 (Scranton-Wilkes Barre)	18	2	11%	11%
Non-MSA PA TOTAL GROUP C	18	4	22%	4%
MSA 39740 (Reading)	14	2	14%	20%
MSA 11020 (Altoona)	9	2	22%	18%
MSA 29540 (Lancaster)	9	1	11%	12%
MSA 48700 (Williamsport)	5	1	20%	18%
MSA 44300 (State College)	6	0	0%	25%
MSA 10900 (Allentown-Bethlehem-Easton)	9	2	22%	27%
Non-MSA PA TOTAL GROUP D	5	0	0%	18%
MSA 30140 (Lebanon)	3	0	0%	16%
Non-MSA PA TOTAL GROUP B	1	0	0%	0%
STATE OF PENNSYLVANIA TOTAL	186	35	19%	
STATE OF MARYLAND				
MSA 12580 (Baltimore-Towson)	137	30	22%	29%
MSA 25180 (Hagerstown-Martinsburg)	10	2	20%	16%
MSA 41540 (Salisbury)	4	0	0%	18%
Non-MSA MD TOTAL GROUP D	3	2	67%	78%
Non-MSA MD TOTAL GROUP A	3	2	67%	27%
Non-MSA MD TOTAL GROUP C	2	0	0%	20%
Non-MSA MD TOTAL GROUP B	1	0	0%	4%
STATE OF MARYLAND TOTAL	160	36	23%	
MSA 35620 (NY-NJ-PA)	38	5	13%	35%
MSA 47900 (Washinton,DC-VA-MD-WV)	114	27	24%	29%
MSA 37980 (Phila-Camden-Wilmington, PA, NJ, DE)	28	6	21%	33%
MSA 19060 (Cumberland, MD-WV)	8	1	13%	8%
STATE OF VIRGINIA	7	1	14%	24%
STATE OF DELAWARE	1	0	0%	
Total Branches	773	157	20%	

CRA APPENDIX E

Community Development Lending										
Assessment Area	Affordable Housing		Economic Development		Community Services		Revitalize and Stabilize		Combined Totals	
	#	(\$000s)	#	(\$000s)	#	(\$000s)	#	(\$000s)	#	(\$000s)
New York State										
MSA 15380 (Buf-Niagara Falls, NY)	11	24,511	11	53,546	23	20,145	15	142,422	60	240,624
MSA 40380 (Rochester, NY)	11	70,864	1	1,886	20	44,954	17	113,343	49	231,047
MSA 45060 (Syracuse, NY)	0	0	0	0	5	631	12	104,963	17	105,594
MSA 13780 (Binghamton, NY)	3	324	3	16,610	4	712	1	10,000	11	27,646
MSA 39100 (Poughkeepsie-New burgh-Middletown, N)	0	0	2	4,330	13	29,263	1	19,250	16	52,843
MSA 10580 (Albany-Schnectady-Troy, NY)	7	45,648	7	28,560	3	2,839	1	8,000	18	85,047
MSA 46540 (Utica-Rome, NY)	1	8,919	0	0	3	7,049	1	4,901	5	20,869
NY NON-MSA Group A	4	4,157	0	0	8	3,425	0	0	12	7,582
MSA 28740 (Kingston, NY)	1	380	0	0	3	2,900	0	0	4	3,280
MSA 27060 (Ithaca, NY)	1	1,684	0	0	0	0	0	0	1	1,684
NY NON-MSA Group B	0	0	2	7,297	0	0	0	0	2	7,297
NY NON-MSA Group C	0	0	0	0	0	0	0	0	0	0
MSA 21300 (Elmira, NY)	0	0	0	0	0	0	4	15,000	4	15,000
NY NON-MSA Group D	1	4,000	0	0	0	0	0	0	1	4,000
Outside AA	0	0	0	0	4	8,284	0	0	4	8,284
New York State Totals	40	160,487	26	112,229	86	120,202	52	417,879	204	810,797
State of Pennsylvania										
MSA 49620 (York-Hanover, PA)	2	662	1	7,000	1	4,500	0	0	4	12,162
MSA 25420 (Harrisburg-Carlisle)	0	0	1	2,000	1	4,000	5	20,813	7	26,813
PA NON-MSA Group A	2	11,008	1	800	0	0	0	0	3	11,808
MSA 42540 (Scranton-Wilkes-Barre, PA)	1	4,000	4	13,800	3	5,794	5	30,508	13	54,102
MSA 11020 (Altoona, PA)	0	0	3	24,714	1	6,783	0	0	4	31,497
MSA 39740 (Reading, PA)	0	0	0	0	0	0	1	7,500	1	7,500
MSA 29540 (Lancaster, PA)	0	0	0	0	0	0	0	0	0	0
MSA 44300 (State College, PA)	0	0	1	6,115	3	10,499	0	0	4	16,614
MSA 48700 (Williamsport, PA)	0	0	1	3,000	5	3,500	0	0	6	6,500
MSA 10900 (Allentown-Bethlehem-Easton, PA)	0	0	0	0	0	0	0	0	0	0
MSA 30140 (Lebanon, PA)	0	0	0	0	0	0	2	12,500	2	12,500
PA NON-MSA Groups B, C, & D	0	0	0	0	0	0	0	0	0	0
Outside AA	0	0	1	1,500	2	3,296	0	0	3	4,796
State of Pennsylvania Totals	5	15,670	13	58,929	16	38,372	13	71,321	47	184,292
State of Maryland										
MSA 12580 (Baltimore-Towson, MD)	6	132,600	3	21,061	6	20,775	7	154,300	22	328,736
MSA 25180 (Hagerston-Martinsburg, MD-WV)	0	0	0	0	0	0	0	0	0	0
MSA 41540 (Salisbury, MD)	1	10,500	0	0	0	0	0	0	1	10,500
MD NON-MSA Group D	0	0	0	0	0	0	1	21	1	21
MD NON-MSA Groups A, B, & C	0	0	0	0	0	0	0	0	0	0
State of Maryland Totals	7	143,100	3	21,061	6	20,775	8	154,321	24	339,257
New York-Long Island-Northern New Jersey (MSA 35620)										
New York-Long Island-Northern New Jersey Totals	76	416,583	3	29,611	41	206,318	5	59,991	125	712,503
Washington-Arlington-Alexandria DC-VA-MD-WV(MSA 47900)										
Washington-Arlington-Alexandria DC-VA-MD-WV Totals	5	20,967	6	17,037	21	117,873	3	38,000	35	193,877
Philadelphia-Camden-Wilmington, PA-DE-MD (MSA 37980)										
Philadelphia-Camden-Wilmington, PA-DE-MD Totals	7	11,012	2	11,049	6	7,982	2	2,003	17	32,046
Cumberland, MD-WV (MSA 19060)										
Cumberland, MD-WV Totals	0	0	0	0	0	0	0	0	0	0
State of Virginia										
State of Virginia Totals	2	20,325	0	0	0	0	0	0	2	20,325
State of Delaware Totals										
State of Delaware Totals	0	0	0	0	0	0	0	0	0	0
Outside Assessment Area (CT,MA)	1	22,720	0	0	0	0	1	4,500	2	27,220
Total Community Development Lending	143	810,864	53	249,916	176	511,522	84	748,015	456	2,320,317
Percent #/\$	31.4%	34.9%	11.6%	10.8%	38.6%	22.0%	18.4%	32.2%	100.0%	100.0%

CRA APPENDIX F

Qualified Investments										
Assessment Area	Affordable Housing		Economic Development		Community Services		Revitalize and Stabilize		Combined Totals	
	#	(\$000s)	#	(\$000s)	#	(\$000s)	#	(\$000s)	#	(\$000s)
New York State										
MSA 15380 (Buf-Niagara Falls, NY)	30	9,218	0	0	142	2,143	0	0	172	11,361
MSA 40380 (Rochester, NY)	32	49,615	0	0	42	781	0	0	74	50,396
MSA 45060 (Syracuse, NY)	22	2,089	0	0	23	304	0	0	45	2,393
MSA 13780 (Binghamton, NY)	7	1,612	0	0	13	140	0	0	20	1,752
MSA 39100 (Poughkeepsie-New burgh-Middle town, N	7	5,676	0	0	38	426	1	170	46	6,272
MSA 10580 (Albany-Schnectady-Troy, NY)	24	1,872	0	0	54	949	0	0	78	2,821
MSA 46540 (Utica-Rome, NY)	1	8	0	0	5	139	1	103	7	250
NY NON-MSA Group A	1	4,009	0	0	12	798	0	0	13	4,807
MSA 28740 (Kingston, NY)	1	8	0	0	6	25	0	0	7	33
MSA 27060 (Ithaca, NY)	8	21,449	0	0	3	7	0	0	11	21,456
NY NON-MSA Group B	3	3,934	0	0	1	3	0	0	4	3,937
NY NON-MSA Group C	0	0	0	0	3	4	0	0	3	4
MSA 21300 (Elmira, NY)	0	0	0	0	1	2	0	0	1	2
NY NON-MSA Group D	0	0	0	0	0	0	0	0	0	0
Outside AA	0	0	0	0	1	4	0	0	1	4
Statewide	3	2,898	1	1,800	2	31	0	0	6	4,729
New York State Totals	139	102,388	1	1,800	346	5,756	2	273	488	110,217
State of Pennsylvania										
MSA 49620 (York-Hanover, PA)	11	7,041	4	9	20	105	4	21	39	7,176
MSA 25420 (Harrisburg-Carlisle)	14	3,407	7	40	68	384	9	407	98	4,238
PA NON-MSA Group A	9	5,416	9	26	26	107	1	3	45	5,552
MSA 42540 (Scranton-Wilkes-Barre, PA)	7	1,100	1	2	49	160	2	5	59	1,267
MSA 11020 (Altoona, PA)	7	300	2	30	44	186	0	0	53	516
PA NON-MSA Group C	1	500	6	10	8	55	2	6	17	571
MSA 39740 (Reading, PA)	1	3	6	7	23	78	0	0	30	88
MSA 29540 (Lancaster, PA)	10	737	4	17	10	57	1	200	25	1,011
MSA 44300 (State College, PA)	5	4,145	1	1	11	30	2	2	19	4,178
MSA 48700 (Williams port, PA)(4	67	2	20	24	114	0	0	30	201
MSA 10900 (Allentown-Bethlehem-Easton, PA)	8	1,890	0	0	8	42	3	202	19	2,134
MSA 30140 (Lebanon, PA)	0	0	0	0	0	0	0	0	0	0
PA NON-MSA Group D	0	0	1	3	4	16	0	0	5	19
PA NON-MSA Group B	0	0	0	0	0	0	0	0	0	0
Outside AA	2	4	0	0	33	189	3	1	38	194
Statewide	6	12,195	0	0	0	0	0	0	6	12,195
State of Pennsylvania Totals	85	36,805	43	165	328	1,523	27	847	483	39,340
State of Maryland										
MSA 12580 (Baltimore-Towson, MD)	46	65,048	3	15	90	1,375	1	3,300	140	69,738
MSA 25180 (Hagerston-Martinsburg, MD-WV)	0	0	0	0	2	5	0	0	2	5
MSA 41540 (Salisbury, MD)	0	0	0	0	0	0	0	0	0	0
MD NON-MSA Group D	2	10	0	0	0	0	0	0	2	10
MD NON-MSA Group A	2	8,409	0	0	6	16	0	0	8	8,425
MD NON-MSAs Group B & C	0	0	0	0	0	0	0	0	0	0
Statewide	32	31,576	0	0	1	8	0	0	33	31,584
State of Maryland Totals	82	105,043	3	15	99	1,404	1	3,300	185	109,762
New York-Long Island-Northern New Jersey (MSA 35620)										
New York-Long Island-Northern New Jersey Totals	69	29,257	4	10	65	1,047	11	61	149	30,375
Washington-Arlington-Alexandria DC-VA-MD-WV(MSA 47900)										
Washington-Arlington-Alexandria DC-VA-MD-WV Total	56	54,076	0	0	24	226	1	12,485	81	66,787
Philadelphia-Camden-Wilmington, PA-DE-MD (MSA 37980)										
Philadelphia-Camden-Wilmington, PA-DE-MD Totals	22	14,885	3	3	15	45	1	2	41	14,935
Cumberland, MD-WV (MSA 19060)										
Cumberland, MD-WV Totals	2	8,318	0	0	4	28	0	0	6	8,346
State of Virginia										
MSA 40060	2	1,033	0	0	0	0	0	0	2	1,033
Statewide	10	4,622	0	0	0	0	0	0	10	4,622
State of Virginia Totals	12	5,655	0	0	0	0	0	0	12	5,655
State of Delaware										
Non MSA	2	1,030	0	0	2	61	0	0	4	1,091
Statewide	3	1,563	0	0	0	0	0	0	3	1,563
State of Delaware Totals	5	2,593	0	0	2	61	0	0	7	2,654
Total Qualified Investments	472	359,020	54	1,993	883	10,090	43	16,968	1,452	388,071
Percent #/\$	32.5%	92.5%	3.7%	0.5%	60.8%	2.6%	3.0%	4.4%	100.0%	100.0%

APPENDIX G
New York State – Limited Scope Assessment Areas
2008 Aggregate Comparison Loan Distribution Table
Assessment Area: MSA 39100 Poughkeepsie

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	2008 Bank		2008 Aggregate			2008 Bank		2008 Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
	Home Purchase									
Low	15	7.4%	7.1%	3.6%	2.8%	16	7.9%	5.4%	3.3%	1.6%
Moderate	37	18.2%	13.9%	11.8%	10.0%	54	26.6%	18.7%	16.4%	11.6%
Middle	123	60.6%	62.6%	63.6%	62.1%	66	32.5%	30.7%	28.5%	26.2%
Upper	28	13.8%	16.3%	21.0%	25.1%	46	22.7%	33.7%	41.6%	50.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	21	10.3%	11.4%	10.2%	10.4%
Total	203	100.0%	100.0%	100.0%	100.0%	203	100.0%	100.0%	100.0%	100.0%
	Refinance									
Low	3	2.3%	1.4%	3.2%	2.9%	4	3.0%	1.1%	5.1%	2.8%
Moderate	10	7.5%	6.2%	9.7%	7.9%	29	21.8%	17.5%	16.5%	12.4%
Middle	99	74.4%	75.4%	64.9%	64.2%	41	30.8%	27.3%	28.3%	26.9%
Upper	21	15.8%	17.0%	22.2%	25.0%	50	37.6%	44.4%	35.4%	40.9%
Unknown	0	0.0%	0.0%	0.0%	0.0%	9	6.8%	9.8%	14.7%	17.0%
Total	133	100.0%	100.0%	100.0%	100.0%	133	100.0%	100.0%	100.0%	100.0%
	Home Improvement									
Low	0	0.0%	0.0%	2.2%	2.1%	13	41.9%	14.3%	8.8%	4.7%
Moderate	3	9.7%	15.8%	11.1%	9.8%	8	25.8%	12.0%	19.6%	15.5%
Middle	24	77.4%	80.7%	65.7%	63.1%	4	12.9%	27.5%	27.1%	25.1%
Upper	4	12.9%	3.4%	21.0%	24.9%	6	19.4%	46.3%	38.8%	48.9%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	5.6%	5.8%
Total	31	100.0%	100.0%	100.0%	100.0%	31	100.0%	100.0%	100.0%	100.0%
	Multi-Family									
Low	0	0.0%	0.0%	7.3%	0.8%	0	0.0%	0.0%	0.0%	0.0%
Moderate	2	40.0%	19.3%	32.7%	9.7%	0	0.0%	0.0%	0.0%	0.0%
Middle	3	60.0%	80.7%	56.4%	73.1%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	3.6%	16.5%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	5	100.0%	100.0%	100.0%	100.0%
Total	5	100.0%	100.0%	100.0%	100.0%	5	100.0%	100.0%	100.0%	100.0%
	HMDA Totals									
Low	18	4.8%	4.5%	3.3%	2.8%	33	8.9%	3.7%	4.6%	2.2%
Moderate	52	14.0%	12.0%	10.8%	9.0%	91	24.5%	16.4%	16.7%	11.7%
Middle	249	66.9%	68.8%	64.4%	63.5%	111	29.8%	26.6%	28.2%	25.5%
Upper	53	14.2%	14.7%	21.5%	24.7%	102	27.4%	34.1%	38.2%	44.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	35	9.4%	19.2%	12.3%	16.7%
Total	372	100.0%	100.0%	100.0%	100.0%	372	100.0%	100.0%	100.0%	100.0%
	SMALL BUSINESS									
	By Tract Income									
		Bank			Aggregate					
		#	%	% \$(000s)	%	% \$(000s)				
Low		12		3.8%		5.1%		7.2%		6.5%
Moderate		46		14.4%		16.2%		7.9%		9.0%
Middle		220		69.0%		60.6%		57.3%		61.4%
Upper		41		12.9%		18.0%		22.2%		20.8%
Unknown		0		0.0%		0.0%		0.0%		0.0%
Tract Unknown		0		0.0%		0.0%		5.3%		2.4%
Total		319		100.0%		100.0%		100.0%		100.0%
		By Revenue								
\$1 Million or Less		163		51.1%		35.6%		26.2%		33.8%
		By Loan Size								
\$100,000 or less		177		55.5%		15.0%		97.2%		51.4%
\$100,001-\$250,000		74		23.2%		24.0%		1.6%		14.4%
\$250,001-\$1 Million		68		21.3%		61.0%		1.3%		34.1%
Total		319		100.0%		100.0%		100.0%		100.0%

Originations and Purchases

APPENDIX G
New York State – Limited Scope Assessment Areas
2008 Aggregate Comparison Loan Distribution Table
Assessment Area: MSA 46540 Utica Rome

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	2008 Bank			2008 Aggregate		2008 Bank			2008 Aggregate	
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
	Home Purchase									
Low	1	0.5%	0.2%	1.4%	0.7%	16	8.3%	4.6%	6.8%	3.7%
Moderate	24	12.4%	9.1%	10.4%	6.5%	58	30.1%	23.6%	26.4%	19.2%
Middle	126	65.3%	57.6%	64.8%	60.7%	52	26.9%	24.6%	25.3%	23.2%
Upper	42	21.8%	33.2%	23.5%	32.0%	45	23.3%	36.7%	35.1%	48.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	22	11.4%	10.5%	6.3%	5.7%
Total	193	100.0%	100.0%	100.0%	100.0%	193	100.0%	100.0%	100.0%	100.0%
	Refinance									
Low	0	0.0%	0.0%	1.1%	0.6%	5	5.6%	2.6%	5.2%	2.9%
Moderate	2	2.2%	2.4%	6.5%	4.6%	17	19.1%	15.3%	16.5%	12.0%
Middle	64	71.9%	65.9%	66.8%	62.8%	22	24.7%	23.9%	24.2%	21.2%
Upper	23	25.8%	31.7%	25.6%	32.0%	42	47.2%	55.5%	43.8%	53.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	3	3.4%	2.7%	10.3%	10.9%
Total	89	100.0%	100.0%	100.0%	100.0%	89	100.0%	100.0%	100.0%	100.0%
	Home Improvement									
Low	2	2.7%	1.0%	4.1%	1.8%	14	19.2%	5.3%	9.4%	4.4%
Moderate	10	13.7%	16.4%	9.2%	6.4%	20	27.4%	22.7%	23.6%	15.9%
Middle	49	67.1%	54.0%	67.4%	66.7%	17	23.3%	23.8%	26.8%	22.8%
Upper	12	16.4%	28.6%	19.3%	25.0%	22	30.1%	48.2%	39.2%	55.1%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	1.0%	1.8%
Total	73	100.0%	100.0%	100.0%	100.0%	73	100.0%	100.0%	100.0%	100.0%
	Multi-Family									
Low	0	0.0%	0.0%	17.6%	0.4%	0	0.0%	0.0%	0.0%	0.0%
Moderate	1	25.0%	1.1%	23.5%	0.6%	0	0.0%	0.0%	0.0%	0.0%
Middle	2	50.0%	52.2%	29.4%	72.1%	0	0.0%	0.0%	0.0%	0.0%
Upper	1	25.0%	46.7%	29.4%	26.9%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	4	100.0%	100.0%	100.0%	100.0%
Total	4	100.0%	100.0%	100.0%	100.0%	4	100.0%	100.0%	100.0%	100.0%
	HMDA Totals									
Low	3	0.8%	0.1%	1.8%	0.7%	35	9.7%	3.2%	6.6%	3.0%
Moderate	37	10.3%	6.2%	8.6%	5.2%	95	26.5%	16.5%	21.8%	14.3%
Middle	241	67.1%	58.1%	66.0%	62.9%	91	25.3%	19.1%	25.1%	20.3%
Upper	78	21.7%	35.6%	23.6%	31.2%	109	30.4%	33.5%	39.3%	46.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	29	8.1%	27.8%	7.2%	16.1%
Total	359	100.0%	100.0%	100.0%	100.0%	359	100.0%	100.0%	100.0%	100.0%
	SMALL BUSINESS									
	By Tract Income					Aggregate				
	#	%	% \$(000s)	%	% \$(000s)					
Low	13	9.2%	8.9%	7.7%	15.7%					
Moderate	18	12.8%	16.5%	10.1%	9.5%					
Middle	75	53.2%	51.5%	55.8%	49.3%					
Upper	35	24.8%	23.2%	22.5%	24.4%					
Unknown	0	0.0%	0.0%	0.0%	0.0%					
Tract Unknown	0	0.0%	0.0%	3.9%	1.0%					
Total	141	100.0%	100.0%	100.0%	100.0%					
	By Revenue					By Loan Size				
\$1 Million or Less	83	58.9%	26.2%	32.8%	35.5%					
\$100,000 or less	98	69.5%	20.8%	95.4%	41.4%					
\$100,001-\$250,000	20	14.2%	17.8%	2.7%	18.5%					
\$250,001-\$1 Million	23	16.3%	61.4%	1.9%	40.1%					
Total	141	100.0%	100.0%	100.0%	100.0%					

Originations and Purchases

APPENDIX G
New York State – Limited Scope Assessment Areas
2008 Aggregate Comparison Loan Distribution Table
Assessment Area: NY Non-MSA Group A

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	2008 Bank		2008 Aggregate			2008 Bank		2008 Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
	Home Purchase									
Low	0	0.0%	0.0%	0.2%	0.4%	15	5.9%	3.5%	7.8%	4.0%
Moderate	11	4.3%	2.0%	5.4%	3.1%	61	24.0%	18.2%	23.5%	16.0%
Middle	207	81.5%	81.7%	79.4%	78.3%	71	28.0%	26.3%	24.9%	21.7%
Upper	36	14.2%	16.2%	14.9%	18.1%	75	29.5%	41.8%	36.6%	50.8%
Unknown	0	0.0%	0.0%	0.1%	0.1%	32	12.6%	10.2%	7.2%	7.5%
Total	254	100.0%	100.0%	100.0%	100.0%	254	100.0%	100.0%	100.0%	100.0%
	Refinance									
Low	0	0.0%	0.0%	0.4%	0.4%	6	5.8%	2.4%	7.6%	4.3%
Moderate	3	2.9%	1.2%	4.8%	3.3%	25	24.0%	14.9%	20.2%	14.5%
Middle	87	83.7%	85.3%	80.4%	80.4%	23	22.1%	18.0%	24.9%	21.9%
Upper	14	13.5%	13.5%	14.5%	15.8%	37	35.6%	49.4%	36.3%	48.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	13	12.5%	15.3%	11.0%	11.4%
Total	104	100.0%	100.0%	100.0%	100.0%	104	100.0%	100.0%	100.0%	100.0%
	Home Improvement									
Low	0	0.0%	0.0%	0.1%	0.1%	11	22.0%	7.8%	13.3%	6.2%
Moderate	2	4.0%	1.2%	7.0%	4.8%	15	30.0%	28.4%	25.7%	17.2%
Middle	44	88.0%	83.5%	83.9%	83.5%	12	24.0%	49.9%	26.6%	24.0%
Upper	4	8.0%	15.3%	9.1%	11.6%	12	24.0%	13.9%	31.9%	49.7%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	2.4%	2.9%
Total	50	100.0%	100.0%	100.0%	100.0%	50	100.0%	100.0%	100.0%	100.0%
	Multi-Family									
Low	0	0.0%	0.0%	3.2%	8.0%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	9.7%	3.4%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	67.7%	25.4%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	19.4%	63.2%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	100.0%	100.0%
Total	0	0.0%	0.0%	100.0%	100.0%	0	0.0%	0.0%	100.0%	100.0%
	HMDA Totals									
Low	0	0.0%	0.0%	0.3%	0.6%	32	7.8%	3.3%	9.1%	4.2%
Moderate	16	3.9%	1.8%	5.6%	3.3%	101	24.8%	17.4%	22.9%	15.0%
Middle	338	82.8%	82.9%	80.8%	78.0%	106	26.0%	24.4%	25.3%	21.4%
Upper	54	13.2%	15.3%	13.3%	18.0%	124	30.4%	43.4%	35.2%	48.2%
Unknown	0	0.0%	0.0%	0.0%	0.1%	45	11.0%	11.5%	7.5%	11.2%
Total	408	100.0%	100.0%	100.0%	100.0%	408	100.0%	100.0%	100.0%	100.0%
	SMALL BUSINESS									
	By Tract Income									
		Bank			Aggregate					
	#	%	% \$(000s)	%	% \$(000s)	%	%	% \$(000s)	%	% \$(000s)
Low	7	3.7%	4.5%	2.1%	3.0%					
Moderate	25	13.4%	13.3%	7.6%	8.7%					
Middle	135	72.2%	73.2%	71.6%	71.6%					
Upper	20	10.7%	9.0%	13.6%	14.7%					
Unknown	0	0.0%	0.0%	0.0%	0.0%					
Tract Unknown	0	0.0%	0.0%	5.1%	1.9%					
Total	187	100.0%	100.0%	100.0%	100.0%					
		By Revenue								
\$1 Million or Less	86	46.0%	19.5%	37.7%	42.6%					
	By Loan Size									
\$100,000 or less	113	60.4%	17.1%	95.5%	45.2%					
\$100,001-\$250,000	37	19.8%	21.8%	2.8%	18.5%					
\$250,001-\$1 Million	37	19.8%	61.1%	1.7%	36.3%					
Total	187	100.0%	100.0%	100.0%	100.0%					

Originations and Purchases

APPENDIX G
New York State – Limited Scope Assessment Areas
2008 Aggregate Comparison Loan Distribution Table
Assessment Area: MSA 28740 Kingston

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	#	2008 Bank %	2008 Bank % \$(000s)	2008 Aggregate %	2008 Aggregate % \$(000s)	#	2008 Bank %	2008 Bank % \$(000s)	2008 Aggregate %	2008 Aggregate % \$(000s)
	Home Purchase									
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	2.5%	1.1%
Moderate	5	10.4%	7.1%	10.1%	7.1%	10	20.8%	13.1%	16.0%	10.5%
Middle	36	75.0%	78.9%	76.1%	75.3%	13	27.1%	19.8%	28.3%	24.6%
Upper	7	14.6%	14.0%	13.8%	17.6%	21	43.8%	49.7%	45.9%	55.4%
Unknown	0	0.0%	0.0%	0.0%	0.0%	4	8.3%	17.4%	7.3%	8.4%
Total	48	100.0%	100.0%	100.0%	100.0%	48	100.0%	100.0%	100.0%	100.0%
	Refinance									
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	4.6%	2.8%
Moderate	3	11.1%	8.2%	8.8%	6.1%	5	18.5%	14.4%	18.6%	13.5%
Middle	22	81.5%	83.1%	76.5%	76.7%	8	29.6%	25.5%	25.6%	23.5%
Upper	2	7.4%	8.7%	14.6%	17.2%	13	48.1%	58.1%	36.7%	43.7%
Unknown	0	0.0%	0.0%	0.0%	0.0%	1	3.7%	2.0%	14.4%	16.5%
Total	27	100.0%	100.0%	100.0%	100.0%	27	100.0%	100.0%	100.0%	100.0%
	Home Improvement									
Low	0	0.0%	0.0%	0.0%	0.0%	4	26.7%	8.3%	9.0%	4.1%
Moderate	0	0.0%	0.0%	10.9%	9.1%	1	6.7%	0.5%	15.4%	11.7%
Middle	12	80.0%	71.7%	75.1%	73.0%	5	33.3%	36.4%	31.6%	29.9%
Upper	3	20.0%	28.3%	14.0%	17.8%	5	33.3%	54.8%	40.4%	47.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	3.5%	7.1%
Total	15	100.0%	100.0%	100.0%	100.0%	15	100.0%	100.0%	100.0%	100.0%
	Multi-Family									
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	23.8%	17.7%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	66.7%	64.8%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	9.5%	17.5%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	100.0%	100.0%
Total	0	0.0%	0.0%	100.0%	100.0%	0	0.0%	0.0%	100.0%	100.0%
	HMDA Totals									
Low	0	0.0%	0.0%	0.0%	0.0%	4	4.4%	0.2%	4.4%	2.1%
Moderate	8	8.9%	7.2%	9.6%	6.8%	16	17.8%	13.2%	17.1%	12.0%
Middle	70	77.8%	79.9%	76.1%	75.8%	26	28.9%	21.9%	27.3%	24.2%
Upper	12	13.3%	12.8%	14.2%	17.4%	39	43.3%	52.3%	40.4%	48.6%
Unknown	0	0.0%	0.0%	0.0%	0.0%	5	5.6%	12.5%	10.7%	13.0%
Total	90	100.0%	100.0%	100.0%	100.0%	90	100.0%	100.0%	100.0%	100.0%
	SMALL BUSINESS									
	By Tract Income									
		Bank			Aggregate					
	#	%	% \$(000s)	%	% \$(000s)					
Low	0	0.0%	0.0%	0.0%	0.0%					
Moderate	15	12.4%	10.4%	8.3%	13.0%					
Middle	87	71.9%	73.4%	67.5%	68.1%					
Upper	19	15.7%	16.2%	15.6%	15.6%					
Unknown	0	0.0%	0.0%	0.0%	0.0%					
Tract Unknown	0	0.0%	0.0%	7.7%	3.3%					
Total	121	100.0%	100.0%	100.0%	100.0%					
		By Revenue								
\$1 Million or Less	62	51.2%	34.3%	28.5%	32.4%					
		By Loan Size								
\$100,000 or less	77	63.6%	16.4%	98.1%	52.7%					
\$100,001-\$250,000	21	17.4%	21.0%	0.9%	10.7%					
\$250,001-\$1 Million	23	19.0%	62.6%	1.0%	36.5%					
Total	121	100.0%	100.0%	100.0%	100.0%					

Originations and Purchases

APPENDIX G
New York State – Limited Scope Assessment Areas
2008 Aggregate Comparison Loan Distribution Table
Assessment Area: MSA 27060 Ithaca

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	2008 Bank		2008 Aggregate			2008 Bank		2008 Aggregate		
#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)	
	Home Purchase									
Low	0	0.0%	0.0%	0.0%	0.0%	3	14.3%	12.9%	8.6%	4.3%
Moderate	3	14.3%	11.3%	9.0%	10.0%	6	28.6%	23.2%	23.7%	16.8%
Middle	15	71.4%	71.7%	77.4%	72.7%	7	33.3%	36.0%	25.9%	23.1%
Upper	3	14.3%	17.0%	13.6%	17.3%	0	0.0%	0.0%	36.7%	49.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	5	23.8%	27.9%	5.0%	6.8%
Total	21	100.0%	100.0%	100.0%	100.0%	21	100.0%	100.0%	100.0%	100.0%
	Refinance									
Low	0	0.0%	0.0%	0.0%	0.0%	2	11.8%	5.5%	7.7%	4.3%
Moderate	0	0.0%	0.0%	8.1%	10.4%	2	11.8%	5.8%	21.6%	14.3%
Middle	17	100.0%	100.0%	84.1%	78.1%	4	23.5%	18.8%	25.4%	21.1%
Upper	0	0.0%	0.0%	7.8%	11.5%	8	47.1%	65.2%	37.9%	54.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	1	5.9%	4.7%	7.4%	6.2%
Total	17	100.0%	100.0%	100.0%	100.0%	17	100.0%	100.0%	100.0%	100.0%
	Home Improvement									
Low	0	0.0%	0.0%	0.0%	0.0%	2	33.3%	12.2%	19.3%	6.0%
Moderate	0	0.0%	0.0%	3.6%	7.6%	1	16.7%	10.2%	24.3%	20.6%
Middle	5	83.3%	89.8%	88.2%	78.5%	0	0.0%	0.0%	24.6%	27.7%
Upper	1	16.7%	10.2%	8.2%	13.9%	3	50.0%	77.6%	30.8%	44.8%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	1.0%	0.9%
Total	6	100.0%	100.0%	100.0%	100.0%	6	100.0%	100.0%	100.0%	100.0%
	Multi-Family									
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	40.0%	44.2%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	36.0%	10.2%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	24.0%	45.7%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	100.0%	100.0%
Total	0	0.0%	0.0%	100.0%	100.0%	0	0.0%	0.0%	100.0%	100.0%
	HMDA Totals									
Low	0	0.0%	0.0%	0.0%	0.0%	7	15.9%	9.4%	9.8%	3.9%
Moderate	3	6.8%	5.9%	8.2%	13.8%	9	20.5%	14.9%	22.7%	14.1%
Middle	37	84.1%	85.2%	81.2%	68.1%	11	25.0%	27.5%	25.2%	20.0%
Upper	4	9.1%	8.9%	10.7%	18.1%	11	25.0%	31.5%	35.8%	45.4%
Unknown	0	0.0%	0.0%	0.0%	0.0%	6	13.6%	16.7%	6.5%	16.5%
Total	44	100.0%	100.0%	100.0%	100.0%	44	100.0%	100.0%	100.0%	100.0%
	SMALL BUSINESS									
	By Tract Income					Aggregate				
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Low	0	0.0%	0.0%	0.0%	0.0%		0.0%	0.0%	0.0%	0.0%
Moderate	14	30.4%		16.9%			21.9%		27.0%	
Middle	31	67.4%		82.9%			62.8%		64.6%	
Upper	1	2.2%		0.2%			11.6%		7.1%	
Unknown	0	0.0%		0.0%			0.0%		0.0%	
Tract Unknown	0	0.0%		0.0%			3.7%		1.3%	
Total	46	100.0%		100.0%			100.0%		100.0%	
						By Revenue				
\$1 Million or Less	19	41.3%		17.8%			32.7%		38.0%	
						By Loan Size				
\$100,000 or less	26	56.5%		15.8%			95.6%		40.0%	
\$100,001-\$250,000	13	28.3%		31.0%			2.4%		16.6%	
\$250,001-\$1 Million	7	15.2%		53.3%			2.0%		43.3%	
Total	46	100.0%		100.0%			100.0%		100.0%	

Originations and Purchases

APPENDIX G
New York State – Limited Scope Assessment Areas
2008 Aggregate Comparison Loan Distribution Table
Assessment Area: NY Non-MSA Group B

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	2008 Bank			2008 Aggregate		2008 Bank			2008 Aggregate	
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
	Home Purchase									
Low	0	0.0%	0.0%	0.0%	0.0%	2	2.3%	1.0%	6.1%	3.2%
Moderate	5	5.7%	3.1%	2.1%	1.2%	14	16.1%	12.9%	21.6%	15.9%
Middle	71	81.6%	80.7%	85.3%	82.9%	26	29.9%	29.5%	28.2%	25.0%
Upper	11	12.6%	16.2%	12.6%	15.9%	18	20.7%	31.6%	35.8%	48.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	27	31.0%	25.0%	8.2%	7.7%
<i>Total</i>	<i>87</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>87</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
	Refinance									
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	5.6%	2.9%
Moderate	1	1.9%	1.6%	1.5%	1.2%	9	16.7%	13.4%	17.6%	12.6%
Middle	45	83.3%	83.6%	85.0%	81.9%	21	38.9%	38.7%	26.1%	23.7%
Upper	8	14.8%	14.8%	13.5%	16.9%	20	37.0%	39.9%	41.1%	50.9%
Unknown	0	0.0%	0.0%	0.0%	0.0%	4	7.4%	8.0%	9.7%	9.9%
<i>Total</i>	<i>54</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>54</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
	Home Improvement									
Low	0	0.0%	0.0%	0.0%	0.0%	2	11.1%	2.0%	9.1%	3.7%
Moderate	1	5.6%	3.0%	2.0%	1.3%	5	27.8%	23.6%	19.6%	13.2%
Middle	16	88.9%	93.7%	84.9%	80.0%	4	22.2%	13.0%	28.1%	24.5%
Upper	1	5.6%	3.3%	13.1%	18.7%	7	38.9%	61.5%	41.6%	56.7%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	1.5%	1.8%
<i>Total</i>	<i>18</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>18</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
	Multi-Family									
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	8.0%	6.7%	0	0.0%	0.0%	0.0%	0.0%
Middle	1	100.0%	100.0%	84.0%	90.3%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	8.0%	3.1%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	1	100.0%	100.0%	100.0%	100.0%
<i>Total</i>	<i>1</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>1</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
	HMDA Totals									
Low	0	0.0%	0.0%	0.0%	0.0%	4	2.5%	0.6%	6.4%	3.1%
Moderate	7	4.4%	2.4%	1.9%	1.3%	28	17.5%	12.6%	19.6%	14.0%
Middle	133	83.1%	83.0%	85.1%	82.5%	51	31.9%	31.0%	27.2%	23.9%
Upper	20	12.5%	14.6%	13.0%	16.2%	45	28.1%	33.5%	38.7%	48.8%
Unknown	0	0.0%	0.0%	0.0%	0.0%	32	20.0%	22.3%	8.1%	10.3%
<i>Total</i>	<i>160</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>160</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
	SMALL BUSINESS									
	By Tract Income									
		Bank				Aggregate				
	#	%	% \$(000s)		%	% \$(000s)				
Low	0	0.0%	0.0%		0.0%	0.0%				
Moderate	3	4.7%	6.4%		4.7%	8.2%				
Middle	47	73.4%	74.8%		77.0%	82.0%				
Upper	14	21.9%	18.8%		12.4%	8.2%				
Unknown	0	0.0%	0.0%		0.0%	0.0%				
Tract Unknown	0	0.0%	0.0%		5.9%	1.5%				
<i>Total</i>	<i>64</i>	<i>100.0%</i>	<i>100.0%</i>		<i>100.0%</i>	<i>100.0%</i>				
	By Revenue									
\$1 Million or Less	39	60.9%	31.3%		34.7%	36.4%				
	By Loan Size									
\$100,000 or less	49	76.6%	27.5%		94.6%	40.2%				
\$100,001-\$250,000	6	9.4%	13.4%		3.1%	18.6%				
\$250,001-\$1 Million	9	14.1%	59.1%		2.3%	41.1%				
<i>Total</i>	<i>64</i>	<i>100.0%</i>	<i>100.0%</i>		<i>100.0%</i>	<i>100.0%</i>				

Originations and Purchases

APPENDIX G
New York State – Limited Scope Assessment Areas
2008 Aggregate Comparison Loan Distribution Table
Assessment Area: NY Non-MSA Group C

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	#	2008 Bank %	2008 Bank % \$(000s)	2008 Aggregate %	2008 Aggregate % \$(000s)	#	2008 Bank %	2008 Bank % \$(000s)	2008 Aggregate %	2008 Aggregate % \$(000s)
	Home Purchase									
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	1.2%	0.6%
Moderate	1	5.0%	4.9%	6.1%	5.3%	2	10.0%	5.8%	10.2%	6.1%
Middle	16	80.0%	78.6%	64.2%	60.2%	4	20.0%	15.6%	23.6%	19.8%
Upper	3	15.0%	16.5%	29.7%	34.4%	12	60.0%	69.2%	51.1%	60.4%
Unknown	0	0.0%	0.0%	0.0%	0.0%	2	10.0%	9.5%	13.9%	13.0%
<i>Total</i>	<i>20</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>20</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
	Refinance									
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	2.3%	1.3%
Moderate	0	0.0%	0.0%	5.5%	5.5%	1	16.7%	11.3%	11.2%	7.6%
Middle	4	66.7%	58.2%	65.9%	63.0%	3	50.0%	45.5%	21.5%	18.8%
Upper	2	33.3%	41.8%	28.6%	31.5%	1	16.7%	15.9%	47.9%	54.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	1	16.7%	27.4%	17.0%	18.2%
<i>Total</i>	<i>6</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>6</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
	Home Improvement									
Low	0	0.0%	0.0%	0.0%	0.0%	1	14.3%	2.6%	8.3%	2.9%
Moderate	0	0.0%	0.0%	7.6%	7.9%	1	14.3%	2.6%	16.0%	12.2%
Middle	4	57.1%	38.8%	68.1%	68.0%	1	14.3%	51.7%	12.5%	13.4%
Upper	3	42.9%	61.2%	24.3%	24.2%	4	57.1%	43.1%	54.2%	62.5%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	9.0%	8.9%
<i>Total</i>	<i>7</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>7</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
	Multi-Family									
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	27.3%	28.0%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	72.7%	72.0%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	100.0%	100.0%
<i>Total</i>	<i>0</i>	<i>0.0%</i>	<i>0.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>0</i>	<i>0.0%</i>	<i>0.0%</i>	<i>100.0%</i>	<i>100.0%</i>
	HMDA Totals									
Low	0	0.0%	0.0%	0.0%	0.0%	1	3.0%	0.1%	2.4%	1.0%
Moderate	1	3.0%	3.8%	6.1%	6.2%	4	12.1%	6.8%	11.1%	6.9%
Middle	24	72.7%	73.5%	65.4%	62.2%	8	24.2%	22.6%	21.4%	18.5%
Upper	8	24.2%	22.8%	28.5%	31.6%	17	51.5%	57.7%	49.5%	55.7%
Unknown	0	0.0%	0.0%	0.0%	0.0%	3	9.1%	12.8%	15.5%	18.0%
<i>Total</i>	<i>33</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>33</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
	SMALL BUSINESS									
	By Tract Income									
		Bank			Aggregate					
	#	%	% \$(000s)	%	% \$(000s)					
Low	0	0.0%	0.0%	0.0%	0.0%					
Moderate	0	0.0%	0.0%	0.0%	4.4%					
Middle	9	100.0%	100.0%	55.5%	73.7%					
Upper	0	0.0%	0.0%	26.5%	16.1%					
Unknown	0	0.0%	0.0%	0.0%	0.0%					
Tract Unknown	0	0.0%	0.0%	13.7%	5.6%					
<i>Total</i>	<i>9</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>					
	By Revenue									
\$1 Million or Less	4	44.4%	7.4%	25.0%	31.6%					
	By Loan Size									
\$100,000 or less	4	44.4%	7.4%	98.0%	55.5%					
\$100,001-\$250,000	2	22.2%	14.5%	0.9%	9.7%					
\$250,001-\$1 Million	3	33.3%	78.2%	1.0%	34.8%					
<i>Total</i>	<i>9</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>					

Originations and Purchases

APPENDIX G
New York State – Limited Scope Assessment Areas
2008 Aggregate Comparison Loan Distribution Table
Assessment Area: MSA 21300 Elmira

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	#	2008 Bank		2008 Aggregate		#	2008 Bank		2008 Aggregate	
	%	% \$(000s)	%	% \$(000s)	%	%	% \$(000s)	%	% \$(000s)	
Home Purchase										
Low	0	0.0%	0.0%	0.7%	0.3%	3	9.4%	6.1%	6.3%	3.0%
Moderate	2	6.3%	4.3%	8.7%	5.0%	3	9.4%	7.0%	19.9%	12.7%
Middle	24	75.0%	67.9%	59.4%	49.9%	5	15.6%	13.8%	23.8%	19.3%
Upper	6	18.8%	27.8%	31.0%	44.7%	9	28.1%	34.1%	38.5%	54.5%
Unknown	0	0.0%	0.0%	0.1%	0.1%	12	37.5%	39.1%	11.5%	10.5%
Total	32	100.0%	100.0%	100.0%	100.0%	32	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	6.4%	3.4%
Moderate	5	33.3%	26.7%	10.0%	8.9%	2	13.3%	7.9%	16.4%	11.6%
Middle	7	46.7%	45.2%	57.3%	47.9%	4	26.7%	26.1%	23.2%	20.3%
Upper	3	20.0%	28.1%	32.7%	43.1%	3	20.0%	30.5%	45.2%	55.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	6	40.0%	35.6%	8.8%	9.5%
Total	15	100.0%	100.0%	100.0%	100.0%	15	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	0	0.0%	0.0%	0.2%	0.0%	0	0.0%	0.0%	10.8%	4.5%
Moderate	0	0.0%	0.0%	7.5%	5.4%	0	0.0%	0.0%	20.7%	14.8%
Middle	0	0.0%	0.0%	67.2%	61.8%	0	0.0%	0.0%	32.4%	31.2%
Upper	0	0.0%	0.0%	25.1%	32.8%	0	0.0%	0.0%	34.6%	48.5%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	1.5%	1.0%
Total	0	0.0%	0.0%	100.0%	100.0%	0	0.0%	0.0%	100.0%	100.0%
Multi-Family										
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	100.0%	100.0%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	100.0%	100.0%
Total	0	0.0%	0.0%	100.0%	100.0%	0	0.0%	0.0%	100.0%	100.0%
HMDA Totals										
Low	0	0.0%	0.0%	0.3%	0.1%	3	6.4%	4.1%	7.4%	3.2%
Moderate	7	14.9%	11.6%	8.9%	6.5%	5	10.6%	7.3%	18.8%	12.3%
Middle	31	66.0%	60.6%	60.7%	50.4%	9	19.1%	17.7%	25.7%	20.4%
Upper	9	19.1%	27.9%	30.1%	42.9%	12	25.5%	32.9%	39.7%	53.9%
Unknown	0	0.0%	0.0%	0.0%	0.0%	18	38.3%	38.0%	8.3%	10.2%
Total	47	100.0%	100.0%	100.0%	100.0%	47	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
	#	Bank			Aggregate					
		%	% \$(000s)	%	%	% \$(000s)				
Low	1	14.3%	51.4%	7.0%	12.4%					
Moderate	0	0.0%	0.0%	15.0%	16.5%					
Middle	3	42.9%	23.1%	46.3%	40.3%					
Upper	3	42.9%	25.4%	29.5%	29.7%					
Unknown	0	0.0%	0.0%	0.1%	0.0%					
Tract Unknown	0	0.0%	0.0%	2.2%	1.1%					
Total	7	100.0%	100.0%	100.0%	100.0%					
By Revenue										
\$1 Million or Less	1	14.3%	51.4%	31.0%	40.4%					
By Loan Size										
\$100,000 or less	4	57.1%	18.0%	97.1%	48.2%					
\$100,001-\$250,000	1	14.3%	12.9%	1.7%	16.3%					
\$250,001-\$1 Million	2	28.6%	69.2%	1.2%	35.5%					
Total	7	100.0%	100.0%	100.0%	100.0%					

Originations and Purchases

APPENDIX G
New York State – Limited Scope Assessment Areas
2008 Aggregate Comparison Loan Distribution Table
Assessment Area: NY Non-MSA Group D

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
	Home Purchase									
Low	0	0.0%	0.0%	0.0%	0.0%	1	4.2%	0.8%	2.1%	0.9%
Moderate	4	16.7%	11.1%	16.9%	13.2%	2	8.3%	4.5%	14.3%	10.1%
Middle	20	83.3%	88.9%	78.3%	81.3%	6	25.0%	18.4%	32.5%	29.0%
Upper	0	0.0%	0.0%	4.9%	5.6%	12	50.0%	65.9%	38.1%	45.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	3	12.5%	10.3%	12.9%	14.7%
Total	24	100.0%	100.0%	100.0%	100.0%	24	100.0%	100.0%	100.0%	100.0%
	Refinance									
Low	0	0.0%	0.0%	0.0%	0.0%	1	6.7%	2.5%	5.1%	2.6%
Moderate	5	33.3%	25.8%	13.2%	9.5%	3	20.0%	11.2%	15.4%	10.7%
Middle	9	60.0%	69.9%	83.9%	87.9%	5	33.3%	27.1%	25.6%	22.3%
Upper	1	6.7%	4.3%	2.8%	2.6%	6	40.0%	59.2%	42.4%	53.1%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	11.5%	11.3%
Total	15	100.0%	100.0%	100.0%	100.0%	15	100.0%	100.0%	100.0%	100.0%
	Home Improvement									
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	8.1%	3.0%
Moderate	0	0.0%	0.0%	9.9%	8.2%	0	0.0%	0.0%	17.8%	10.6%
Middle	2	100.0%	100.0%	87.4%	88.4%	2	100.0%	100.0%	28.3%	24.3%
Upper	0	0.0%	0.0%	2.6%	3.3%	0	0.0%	0.0%	44.8%	61.5%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	1.0%	0.5%
Total	2	100.0%	100.0%	100.0%	100.0%	2	100.0%	100.0%	100.0%	100.0%
	Multi-Family									
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	80.0%	99.7%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	10.0%	0.2%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	10.0%	0.2%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	100.0%	100.0%
Total	0	0.0%	0.0%	100.0%	100.0%	0	0.0%	0.0%	100.0%	100.0%
	HMDA Totals									
Low	0	0.0%	0.0%	0.0%	0.0%	2	4.9%	1.3%	4.0%	1.2%
Moderate	9	22.0%	14.9%	14.8%	33.5%	5	12.2%	6.3%	15.2%	7.8%
Middle	31	75.6%	84.0%	81.3%	63.2%	13	31.7%	23.1%	29.3%	19.8%
Upper	1	2.4%	1.2%	3.8%	3.3%	18	43.9%	62.3%	40.5%	36.8%
Unknown	0	0.0%	0.0%	0.0%	0.0%	3	7.3%	7.2%	11.0%	34.4%
Total	41	100.0%	100.0%	100.0%	100.0%	41	100.0%	100.0%	100.0%	100.0%
	SMALL BUSINESS									
	By Tract Income									
		Bank				Aggregate				
	#	%	% \$(000s)		%	% \$(000s)				
Low	0	0.0%	0.0%		0.0%	0.0%				
Moderate	10	90.9%	88.3%		21.2%	26.9%				
Middle	1	9.1%	11.7%		68.6%	66.1%				
Upper	0	0.0%	0.0%		3.7%	4.5%				
Unknown	0	0.0%	0.0%		0.0%	0.0%				
Tract Unknown	0	0.0%	0.0%		6.5%	2.5%				
Total	11	100.0%	100.0%		100.0%	100.0%				
					By Revenue					
\$1 Million or Less	6	54.5%	38.9%		30.0%	33.9%				
					By Loan Size					
\$100,000 or less	8	72.7%	43.1%		96.6%	50.1%				
\$100,001-\$250,000	2	18.2%	25.3%		2.0%	15.3%				
\$250,001-\$1 Million	1	9.1%	31.6%		1.4%	34.6%				
Total	11	100.0%	100.0%		100.0%	100.0%				

Originations and Purchases

APPENDIX G
State of Pennsylvania – Limited Scope Assessment Areas
2008 Aggregate Comparison Loan Distribution Table
Assessment Area: PA Non-MSA Group C

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	#	%	% \$(000s)	2008 Bank	2008 Aggregate	#	%	% \$(000s)	2008 Bank	2008 Aggregate
	Home Purchase									
Low	0	0.0%	0.0%	0.0%	0.0%	6	3.3%	1.3%	2.7%	1.3%
Moderate	40	21.7%	21.2%	5.1%	5.0%	29	15.8%	10.8%	14.1%	9.3%
Middle	95	51.6%	48.9%	60.5%	56.3%	45	24.5%	21.4%	26.6%	22.5%
Upper	49	26.6%	29.9%	34.4%	38.7%	98	53.3%	62.6%	48.5%	57.8%
Unknown	0	0.0%	0.0%	0.0%	0.0%	6	3.3%	3.8%	8.1%	9.1%
Total	184	100.0%	100.0%	100.0%	100.0%	184	100.0%	100.0%	100.0%	100.0%
	Refinance									
Low	0	0.0%	0.0%	0.0%	0.0%	6	3.9%	1.7%	3.7%	1.7%
Moderate	6	3.9%	3.4%	2.9%	2.4%	21	13.6%	9.2%	14.5%	10.2%
Middle	92	59.7%	53.5%	61.2%	57.1%	41	26.6%	24.4%	23.8%	21.0%
Upper	56	36.4%	43.1%	36.0%	40.5%	79	51.3%	59.7%	47.9%	54.9%
Unknown	0	0.0%	0.0%	0.0%	0.0%	7	4.5%	5.0%	10.1%	12.3%
Total	154	100.0%	100.0%	100.0%	100.0%	154	100.0%	100.0%	100.0%	100.0%
	Home Improvement									
Low	0	0.0%	0.0%	0.0%	0.0%	8	10.1%	3.3%	6.2%	2.5%
Moderate	4	5.1%	3.8%	3.2%	2.3%	19	24.1%	11.6%	16.4%	10.3%
Middle	50	63.3%	52.5%	65.3%	59.4%	19	24.1%	15.6%	25.3%	22.4%
Upper	25	31.6%	43.7%	31.5%	38.3%	31	39.2%	53.2%	49.8%	60.3%
Unknown	0	0.0%	0.0%	0.0%	0.0%	2	2.5%	16.4%	2.3%	4.6%
Total	79	100.0%	100.0%	100.0%	100.0%	79	100.0%	100.0%	100.0%	100.0%
	Multi-Family									
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	17.9%	17.8%	0	0.0%	0.0%	0.0%	0.0%
Middle	1	100.0%	100.0%	75.0%	79.4%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	7.1%	2.8%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	1	100.0%	100.0%	100.0%	100.0%
Total	1	100.0%	100.0%	100.0%	100.0%	1	100.0%	100.0%	100.0%	100.0%
	HMDA Totals									
Low	0	0.0%	0.0%	0.0%	0.0%	20	4.8%	1.5%	3.7%	1.6%
Moderate	50	12.0%	13.6%	3.7%	3.5%	69	16.5%	10.2%	14.6%	9.8%
Middle	238	56.9%	51.0%	61.5%	57.0%	105	25.1%	22.2%	24.8%	21.5%
Upper	130	31.1%	35.4%	34.8%	39.5%	208	49.8%	60.9%	48.2%	56.1%
Unknown	0	0.0%	0.0%	0.0%	0.0%	16	3.8%	5.2%	8.6%	11.0%
Total	418	100.0%	100.0%	100.0%	100.0%	418	100.0%	100.0%	100.0%	100.0%
	SMALL BUSINESS									
	By Tract Income									
		Bank				Aggregate				
	#	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	
Low	0	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	
Moderate	10	5.3%	2.0%	2.0%	3.1%	3.1%	3.6%	3.6%	3.6%	
Middle	121	63.7%	68.6%	59.7%	57.5%	59.7%	57.5%	57.5%	57.5%	
Upper	59	31.1%	29.4%	33.7%	37.8%	33.7%	37.8%	37.8%	37.8%	
Unknown	0	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	
Tract Unknown	0	0.0%	0.0%	0.0%	0.0%	3.5%	1.1%	1.1%	1.1%	
Total	190	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	
	By Revenue									
\$1 Million or Less	105	55.3%	37.1%	36.4%	48.3%					
	By Loan Size									
\$100,000 or less	110	57.9%	16.5%	93.9%	34.8%					
\$100,001-\$250,000	47	24.7%	25.4%	3.3%	17.9%					
\$250,001-\$1 Million	33	17.4%	58.1%	2.8%	47.2%					
Total	190	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%

Originations and Purchases

APPENDIX G
State of Pennsylvania – Limited Scope Assessment Areas
2008 Aggregate Comparison Loan Distribution Table
Assessment Area: MSA 39740 Reading

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	2008 Bank		2008 Aggregate			2008 Bank		2008 Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
	Home Purchase									
Low	1	2.6%	1.4%	2.7%	1.4%	4	10.5%	6.0%	8.5%	4.0%
Moderate	4	10.5%	11.5%	11.1%	4.9%	11	28.9%	22.4%	21.1%	15.5%
Middle	24	63.2%	61.6%	67.7%	70.9%	9	23.7%	20.9%	26.8%	26.2%
Upper	9	23.7%	25.5%	18.5%	22.8%	9	23.7%	38.1%	35.7%	46.7%
Unknown	0	0.0%	0.0%	0.0%	0.0%	5	13.2%	12.7%	7.8%	7.7%
Total	38	100.0%	100.0%	100.0%	100.0%	38	100.0%	100.0%	100.0%	100.0%
	Refinance									
Low	1	1.5%	0.8%	1.5%	0.8%	2	3.0%	0.4%	5.8%	2.7%
Moderate	2	3.0%	1.8%	6.1%	2.9%	17	25.4%	19.2%	17.3%	12.9%
Middle	53	79.1%	79.0%	73.8%	75.2%	17	25.4%	21.2%	25.8%	23.9%
Upper	11	16.4%	18.5%	18.6%	21.1%	28	41.8%	52.5%	41.2%	50.1%
Unknown	0	0.0%	0.0%	0.0%	0.0%	3	4.5%	6.7%	9.9%	10.4%
Total	67	100.0%	100.0%	100.0%	100.0%	67	100.0%	100.0%	100.0%	100.0%
	Home Improvement									
Low	3	9.1%	3.7%	3.8%	2.9%	7	21.2%	5.2%	11.4%	5.0%
Moderate	4	12.1%	3.3%	10.1%	4.5%	7	21.2%	7.9%	21.0%	14.3%
Middle	25	75.8%	92.1%	71.3%	76.0%	10	30.3%	50.6%	24.3%	24.2%
Upper	1	3.0%	0.9%	14.8%	16.7%	9	27.3%	36.2%	40.8%	53.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	2.5%	3.4%
Total	33	100.0%	100.0%	100.0%	100.0%	33	100.0%	100.0%	100.0%	100.0%
	Multi-Family									
Low	1	33.3%	0.9%	25.0%	9.8%	0	0.0%	0.0%	0.0%	0.0%
Moderate	1	33.3%	45.7%	30.8%	11.2%	0	0.0%	0.0%	0.0%	0.0%
Middle	1	33.3%	53.4%	42.3%	78.3%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	1.9%	0.8%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	3	100.0%	100.0%	100.0%	100.0%
Total	3	100.0%	100.0%	100.0%	100.0%	3	100.0%	100.0%	100.0%	100.0%
	HMDA Totals									
Low	6	4.3%	1.1%	2.3%	1.4%	13	9.2%	1.8%	7.5%	3.3%
Moderate	11	7.8%	20.9%	8.7%	4.1%	35	24.8%	12.2%	19.2%	13.7%
Middle	103	73.0%	65.6%	70.9%	73.4%	36	25.5%	14.2%	26.0%	24.2%
Upper	21	14.9%	12.4%	18.1%	21.1%	46	32.6%	28.5%	38.7%	47.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	11	7.8%	43.3%	8.6%	11.8%
Total	141	100.0%	100.0%	100.0%	100.0%	141	100.0%	100.0%	100.0%	100.0%
	SMALL BUSINESS									
	By Tract Income									
		Bank			Aggregate					
	#	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	%
Low	12	9.2%	12.3%	4.6%	6.7%					
Moderate	6	4.6%	2.6%	4.5%	4.0%					
Middle	94	71.8%	73.0%	67.0%	63.3%					
Upper	19	14.5%	12.1%	20.2%	24.9%					
Unknown	0	0.0%	0.0%	0.0%	0.0%					
Tract Unknown	0	0.0%	0.0%	3.7%	1.1%					
Total	131	100.0%	100.0%	100.0%	100.0%					
	By Revenue									
\$1 Million or Less	68	51.9%	24.4%	33.4%	35.5%					
	By Loan Size									
\$100,000 or less	74	56.5%	13.4%	91.9%	28.0%					
\$100,001-\$250,000	27	20.6%	19.9%	4.1%	18.1%					
\$250,001-\$1 Million	30	22.9%	66.7%	4.0%	53.9%					
Total	131	100.0%	100.0%	100.0%	100.0%					

Originations and Purchases

APPENDIX G
State of Pennsylvania – Limited Scope Assessment Areas
2008 Aggregate Comparison Loan Distribution Table
Assessment Area: MSA 29540 Lancaster

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	2008 Bank		2008 Aggregate			2008 Bank		2008 Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	2	2.2%	1.1%	2.0%	1.1%	7	7.8%	4.3%	8.1%	4.8%
Moderate	11	12.2%	9.6%	9.9%	5.9%	22	24.4%	21.6%	25.4%	20.1%
Middle	68	75.6%	76.2%	77.2%	78.3%	27	30.0%	29.3%	28.5%	27.9%
Upper	9	10.0%	13.1%	10.9%	14.7%	23	25.6%	29.9%	29.9%	39.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	11	12.2%	14.9%	8.2%	7.9%
<i>Total</i>	<i>90</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>90</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
Refinance										
Low	0	0.0%	0.0%	1.1%	0.6%	3	4.0%	2.1%	6.5%	3.8%
Moderate	3	4.0%	2.0%	5.9%	3.5%	14	18.7%	11.7%	20.1%	16.1%
Middle	63	84.0%	81.9%	82.0%	82.2%	23	30.7%	26.4%	28.3%	26.7%
Upper	9	12.0%	16.1%	11.0%	13.7%	26	34.7%	47.1%	34.4%	41.8%
Unknown	0	0.0%	0.0%	0.0%	0.0%	9	12.0%	12.7%	10.7%	11.6%
<i>Total</i>	<i>75</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>75</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
Home Improvement										
Low	0	0.0%	0.0%	1.0%	0.8%	2	9.1%	0.8%	7.9%	3.6%
Moderate	2	9.1%	11.8%	5.5%	3.0%	4	18.2%	14.5%	20.4%	15.8%
Middle	18	81.8%	85.0%	84.0%	84.4%	6	27.3%	33.4%	31.4%	29.9%
Upper	2	9.1%	3.2%	9.4%	11.7%	10	45.5%	51.3%	37.7%	47.6%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	2.6%	3.1%
<i>Total</i>	<i>22</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>22</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
Multi-Family										
Low	0	0.0%	0.0%	11.8%	6.7%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	26.5%	15.0%	0	0.0%	0.0%	0.0%	0.0%
Middle	2	50.0%	44.5%	57.4%	57.1%	0	0.0%	0.0%	0.0%	0.0%
Upper	2	50.0%	55.5%	4.4%	21.1%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	4	100.0%	100.0%	100.0%	100.0%
<i>Total</i>	<i>4</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>4</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
HMDA Totals										
Low	2	1.0%	0.3%	1.5%	1.0%	12	6.3%	1.7%	7.3%	4.1%
Moderate	16	8.4%	3.3%	7.6%	5.0%	40	20.9%	8.8%	22.3%	17.6%
Middle	151	79.1%	62.0%	80.1%	79.7%	56	29.3%	14.3%	28.6%	26.6%
Upper	22	11.5%	34.5%	10.8%	14.3%	59	30.9%	19.2%	32.7%	39.6%
Unknown	0	0.0%	0.0%	0.0%	0.0%	24	12.6%	56.1%	9.1%	12.0%
<i>Total</i>	<i>191</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>191</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
SMALL BUSINESS										
By Tract Income										
	#	Bank			Aggregate					
		%	% \$(000s)		%	% \$(000s)				
Low	4	3.0%	4.0%		2.4%	3.2%				
Moderate	14	10.4%	5.8%		6.4%	6.1%				
Middle	96	71.6%	79.3%		76.0%	73.5%				
Upper	20	14.9%	10.8%		12.4%	16.6%				
Unknown	0	0.0%	0.0%		0.0%	0.0%				
Tract Unknown	0	0.0%	0.0%		2.7%	0.7%				
<i>Total</i>	<i>134</i>	<i>100.0%</i>	<i>100.0%</i>		<i>100.0%</i>	<i>100.0%</i>				
By Revenue										
\$1 Million or Less	64	47.8%	32.2%		33.5%	36.1%				
By Loan Size										
\$100,000 or less	48	35.8%	6.5%		88.9%	24.7%				
\$100,001-\$250,000	37	27.6%	18.9%		5.2%	17.6%				
\$250,001-\$1 Million	49	36.6%	74.6%		5.8%	57.7%				
<i>Total</i>	<i>134</i>	<i>100.0%</i>	<i>100.0%</i>		<i>100.0%</i>	<i>100.0%</i>				

Originations and Purchases

APPENDIX G
State of Pennsylvania – Limited Scope Assessment Areas
2008 Aggregate Comparison Loan Distribution Table
Assessment Area: MSA 44300 State College

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	2008 Bank		2008 Aggregate			2008 Bank		2008 Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	0	0.0%	0.0%	0.5%	0.6%	5	17.9%	7.8%	6.7%	3.4%
Moderate	5	17.9%	8.8%	13.2%	8.8%	3	10.7%	7.1%	17.1%	11.9%
Middle	14	50.0%	40.9%	46.1%	41.2%	7	25.0%	23.8%	24.2%	22.0%
Upper	9	32.1%	50.4%	40.2%	49.4%	11	39.3%	57.3%	43.6%	54.5%
Unknown	0	0.0%	0.0%	0.0%	0.0%	2	7.1%	3.9%	8.3%	8.2%
Total	28	100.0%	100.0%	100.0%	100.0%	28	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	0	0.0%	0.0%	0.8%	0.8%	9	16.4%	10.4%	8.8%	4.5%
Moderate	6	10.9%	9.1%	17.5%	12.7%	10	18.2%	12.3%	15.5%	11.6%
Middle	31	56.4%	43.5%	47.1%	42.7%	15	27.3%	27.2%	26.2%	23.7%
Upper	18	32.7%	47.4%	34.7%	43.7%	21	38.2%	50.0%	41.0%	51.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	8.6%	9.2%
Total	55	100.0%	100.0%	100.0%	100.0%	55	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	0	0.0%	0.0%	0.2%	0.5%	3	12.0%	5.4%	6.2%	2.7%
Moderate	7	28.0%	7.8%	20.3%	13.5%	5	20.0%	3.0%	15.7%	8.8%
Middle	14	56.0%	37.1%	46.6%	44.4%	7	28.0%	22.6%	29.1%	19.7%
Upper	4	16.0%	55.1%	33.0%	41.6%	10	40.0%	69.0%	47.3%	65.8%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	1.8%	3.0%
Total	25	100.0%	100.0%	100.0%	100.0%	25	100.0%	100.0%	100.0%	100.0%
Multi-Family										
Low	0	0.0%	0.0%	3.6%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	25.0%	2.9%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	39.3%	79.8%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	32.1%	17.3%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	100.0%	100.0%
Total	0	0.0%	0.0%	100.0%	100.0%	0	0.0%	0.0%	100.0%	100.0%
HMDA Totals										
Low	0	0.0%	0.0%	0.6%	0.6%	17	15.7%	9.1%	7.5%	3.5%
Moderate	18	16.7%	8.9%	16.0%	10.1%	18	16.7%	9.7%	16.2%	10.7%
Middle	59	54.6%	41.9%	46.5%	44.8%	29	26.9%	25.7%	25.5%	20.9%
Upper	31	28.7%	49.2%	36.9%	44.4%	42	38.9%	54.4%	42.7%	49.8%
Unknown	0	0.0%	0.0%	0.0%	0.0%	2	1.9%	1.2%	8.1%	15.1%
Total	108	100.0%	100.0%	100.0%	100.0%	108	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
	#	Bank			Aggregate					
		%	% \$(000s)	%	% \$(000s)					
Low	2	2.4%	2.3%	7.7%	8.1%					
Moderate	10	12.2%	8.6%	12.5%	11.7%					
Middle	43	52.4%	52.9%	42.1%	43.8%					
Upper	26	31.7%	30.2%	34.0%	34.7%					
Unknown	1	1.2%	6.0%	0.2%	0.6%					
Tract Unknown	0	0.0%	0.0%	3.4%	1.1%					
Total	82	100.0%	100.0%	100.0%	100.0%					
By Revenue										
\$1 Million or Less	45	54.9%	42.1%	36.8%	47.6%					
By Loan Size										
\$100,000 or less	44	53.7%	12.4%	92.3%	29.3%					
\$100,001-\$250,000	18	22.0%	23.4%	3.7%	16.4%					
\$250,001-\$1 Million	20	24.4%	64.3%	4.0%	54.2%					
Total	82	100.0%	100.0%	100.0%	100.0%					

Originations and Purchases

APPENDIX G
State of Pennsylvania – Limited Scope Assessment Areas
2008 Aggregate Comparison Loan Distribution Table
Assessment Area: MSA 48700 Williamsport

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	2008 Bank		2008 Aggregate			2008 Bank		2008 Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
	Home Purchase									
Low	0	0.0%	0.0%	0.0%	0.0%	3	6.3%	2.7%	6.3%	3.6%
Moderate	4	8.3%	5.3%	11.9%	7.8%	11	22.9%	18.7%	19.6%	14.6%
Middle	41	85.4%	86.6%	81.5%	84.4%	13	27.1%	23.6%	23.8%	21.0%
Upper	3	6.3%	8.1%	6.6%	7.7%	15	31.3%	42.6%	41.3%	51.5%
Unknown	0	0.0%	0.0%	0.0%	0.0%	6	12.5%	12.4%	9.1%	9.4%
Total	48	100.0%	100.0%	100.0%	100.0%	48	100.0%	100.0%	100.0%	100.0%
	Refinance									
Low	0	0.0%	0.0%	0.0%	0.0%	3	8.6%	3.3%	5.7%	3.1%
Moderate	4	11.4%	8.7%	8.7%	7.4%	8	22.9%	20.0%	17.6%	12.9%
Middle	30	85.7%	87.1%	85.8%	85.2%	7	20.0%	16.3%	26.5%	23.7%
Upper	1	2.9%	4.1%	5.5%	7.4%	15	42.9%	55.1%	42.2%	50.1%
Unknown	0	0.0%	0.0%	0.0%	0.0%	2	5.7%	5.3%	7.9%	10.2%
Total	35	100.0%	100.0%	100.0%	100.0%	35	100.0%	100.0%	100.0%	100.0%
	Home Improvement									
Low	0	0.0%	0.0%	0.0%	0.0%	2	10.0%	1.2%	6.8%	3.3%
Moderate	4	20.0%	9.6%	8.9%	7.6%	2	10.0%	3.9%	20.3%	15.3%
Middle	16	80.0%	90.4%	86.5%	87.3%	8	40.0%	22.6%	24.2%	22.1%
Upper	0	0.0%	0.0%	4.7%	5.0%	8	40.0%	72.3%	45.5%	55.9%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	3.2%	3.4%
Total	20	100.0%	100.0%	100.0%	100.0%	20	100.0%	100.0%	100.0%	100.0%
	Multi-Family									
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	58.3%	23.5%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	41.7%	76.5%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	100.0%	100.0%
Total	0	0.0%	0.0%	100.0%	100.0%	0	0.0%	0.0%	100.0%	100.0%
	HMDA Totals									
Low	0	0.0%	0.0%	0.0%	0.0%	8	7.8%	2.9%	6.1%	3.2%
Moderate	12	11.7%	6.8%	10.3%	8.3%	21	20.4%	18.4%	18.7%	13.2%
Middle	87	84.5%	87.0%	84.0%	84.6%	28	27.2%	21.0%	24.9%	21.4%
Upper	4	3.9%	6.3%	5.7%	7.1%	38	36.9%	48.5%	42.2%	49.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	8	7.8%	9.3%	8.2%	13.2%
Total	103	100.0%	100.0%	100.0%	100.0%	103	100.0%	100.0%	100.0%	100.0%
	SMALL BUSINESS									
	By Tract Income									
		Bank				Aggregate				
	#	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	%
Low	0	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%
Moderate	12	20.7%	19.8%	18.1%	25.2%	18.1%	25.2%	18.1%	25.2%	18.1%
Middle	44	75.9%	77.7%	74.6%	69.8%	74.6%	69.8%	74.6%	69.8%	74.6%
Upper	2	3.4%	2.5%	3.9%	4.2%	3.9%	4.2%	3.9%	4.2%	3.9%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%
Tract Unknown	0	0.0%	0.0%	0.0%	0.7%	3.4%	0.7%	3.4%	0.7%	0.7%
Total	58	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%
	By Revenue									
\$1 Million or Less	34	58.6%	34.5%	31.6%	41.2%	31.6%	41.2%	31.6%	41.2%	31.6%
	By Loan Size									
\$100,000 or less	36	62.1%	14.9%	95.3%	40.2%	95.3%	40.2%	95.3%	40.2%	95.3%
\$100,001-\$250,000	13	22.4%	28.5%	2.7%	18.3%	2.7%	18.3%	2.7%	18.3%	2.7%
\$250,001-\$1 Million	9	15.5%	56.6%	2.0%	41.4%	2.0%	41.4%	2.0%	41.4%	2.0%
Total	58	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%

Originations and Purchases

APPENDIX G
State of Pennsylvania – Limited Scope Assessment Areas
2008 Aggregate Comparison Loan Distribution Table
Assessment Area: MSA 10900 Allentown-Bethlehem

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	#	%	% \$(000s)	2008 Aggregate	% \$(000s)	#	%	% \$(000s)	2008 Aggregate	% \$(000s)
	Home Purchase									
Low	0	0.0%	0.0%	1.5%	0.9%	1	3.1%	1.7%	6.3%	3.2%
Moderate	18	56.3%	50.4%	20.4%	14.3%	6	18.8%	16.2%	22.1%	16.4%
Middle	11	34.4%	35.4%	48.9%	46.9%	5	15.6%	12.9%	27.0%	25.4%
Upper	3	9.4%	14.2%	29.2%	37.9%	12	37.5%	53.5%	37.1%	47.6%
Unknown	0	0.0%	0.0%	0.0%	0.0%	8	25.0%	15.8%	7.5%	7.3%
Total	32	100.0%	100.0%	100.0%	100.0%	32	100.0%	100.0%	100.0%	100.0%
	Refinance									
Low	1	2.2%	2.9%	1.3%	0.9%	5	10.9%	4.6%	6.8%	3.5%
Moderate	16	34.8%	28.7%	19.5%	14.3%	7	15.2%	9.2%	20.1%	15.1%
Middle	22	47.8%	46.3%	50.5%	48.5%	13	28.3%	19.6%	26.6%	24.7%
Upper	7	15.2%	22.1%	28.7%	36.3%	7	15.2%	20.0%	36.3%	45.1%
Unknown	0	0.0%	0.0%	0.0%	0.0%	14	30.4%	46.5%	10.2%	11.7%
Total	46	100.0%	100.0%	100.0%	100.0%	46	100.0%	100.0%	100.0%	100.0%
	Home Improvement									
Low	1	7.1%	14.1%	0.8%	0.7%	2	14.3%	16.2%	9.5%	5.8%
Moderate	6	42.9%	39.7%	18.6%	14.6%	3	21.4%	9.4%	20.7%	17.3%
Middle	6	42.9%	45.5%	55.2%	52.9%	4	28.6%	22.3%	27.1%	24.5%
Upper	1	7.1%	0.7%	25.4%	31.9%	5	35.7%	52.1%	40.5%	49.7%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	2.1%	2.7%
Total	14	100.0%	100.0%	100.0%	100.0%	14	100.0%	100.0%	100.0%	100.0%
	Multi-Family									
Low	0	0.0%	0.0%	9.4%	13.4%	0	0.0%	0.0%	0.0%	0.0%
Moderate	4	80.0%	71.0%	36.5%	41.5%	0	0.0%	0.0%	0.0%	0.0%
Middle	1	20.0%	29.0%	51.0%	23.9%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	3.1%	21.3%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	5	100.0%	100.0%	100.0%	100.0%
Total	5	100.0%	100.0%	100.0%	100.0%	5	100.0%	100.0%	100.0%	100.0%
	HMDA Totals									
Low	2	2.1%	0.3%	1.3%	1.4%	8	8.2%	0.6%	6.9%	3.3%
Moderate	44	45.4%	65.6%	19.8%	15.6%	16	16.5%	2.2%	20.9%	15.1%
Middle	40	41.2%	31.1%	50.4%	46.9%	22	22.7%	2.9%	26.7%	23.8%
Upper	11	11.3%	3.0%	28.4%	36.1%	24	24.7%	6.5%	37.0%	44.3%
Unknown	0	0.0%	0.0%	0.0%	0.0%	27	27.8%	87.8%	8.5%	13.5%
Total	97	100.0%	100.0%	100.0%	100.0%	97	100.0%	100.0%	100.0%	100.0%
	SMALL BUSINESS									
	By Tract Income									
		Bank				Aggregate				
	#	%	% \$(000s)		%	% \$(000s)				
Low	1	1.1%	0.2%		2.9%	3.4%				
Moderate	25	26.6%	18.2%		15.4%	16.3%				
Middle	37	39.4%	37.8%		47.4%	44.5%				
Upper	31	33.0%	43.8%		31.8%	35.1%				
Unknown	0	0.0%	0.0%		0.0%	0.0%				
Tract Unknown	0	0.0%	0.0%		2.5%	0.7%				
Total	94	100.0%	100.0%		100.0%	100.0%				
	By Revenue									
\$1 Million or Less	50	53.2%	21.6%		32.8%	36.9%				
	By Loan Size									
\$100,000 or less	58	61.7%	19.0%		93.4%	33.7%				
\$100,001-\$250,000	20	21.3%	26.5%		3.5%	18.3%				
\$250,001-\$1 Million	16	17.0%	54.6%		3.1%	48.0%				
Total	94	100.0%	100.0%		100.0%	100.0%				

Originations and Purchases

APPENDIX G
State of Pennsylvania – Limited Scope Assessment Areas
2008 Aggregate Comparison Loan Distribution Table
Assessment Area: MSA 30140 Lebanon

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	2008 Bank		2008 Aggregate			2008 Bank		2008 Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	0	0.0%	0.0%	0.0%	0.0%	2	6.9%	4.1%	11.0%	6.1%
Moderate	7	24.1%	12.6%	17.0%	10.8%	6	20.7%	18.2%	23.4%	18.8%
Middle	20	69.0%	74.6%	63.3%	63.7%	13	44.8%	46.5%	29.2%	28.7%
Upper	2	6.9%	12.8%	19.7%	25.5%	7	24.1%	28.8%	28.9%	38.5%
Unknown	0	0.0%	0.0%	0.0%	0.0%	1	3.4%	2.4%	7.6%	7.9%
<i>Total</i>	<i>29</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>29</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
Refinance										
Low	0	0.0%	0.0%	0.0%	0.0%	1	4.8%	2.2%	7.7%	4.0%
Moderate	1	4.8%	1.1%	9.9%	6.2%	4	19.0%	14.3%	19.3%	14.9%
Middle	14	66.7%	59.1%	69.7%	69.2%	5	23.8%	15.9%	29.9%	29.3%
Upper	6	28.6%	39.8%	20.5%	24.7%	11	52.4%	67.7%	34.2%	41.9%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	8.9%	9.9%
<i>Total</i>	<i>21</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>21</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
Home Improvement										
Low	0	0.0%	0.0%	0.0%	0.0%	6	42.9%	30.0%	10.5%	6.1%
Moderate	3	21.4%	25.6%	8.3%	6.6%	2	14.3%	1.9%	17.4%	12.7%
Middle	7	50.0%	67.9%	71.3%	75.1%	2	14.3%	11.5%	31.7%	31.2%
Upper	4	28.6%	6.5%	20.4%	18.3%	4	28.6%	56.7%	38.0%	48.1%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	2.4%	1.9%
<i>Total</i>	<i>14</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>14</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
Multi-Family										
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	55.0%	30.7%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	45.0%	69.3%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	100.0%	100.0%
<i>Total</i>	<i>0</i>	<i>0.0%</i>	<i>0.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>0</i>	<i>0.0%</i>	<i>0.0%</i>	<i>100.0%</i>	<i>100.0%</i>
HMDA Totals										
Low	0	0.0%	0.0%	0.0%	0.0%	9	14.1%	5.1%	9.3%	5.0%
Moderate	11	17.2%	8.9%	12.7%	8.7%	12	18.8%	15.5%	20.6%	16.5%
Middle	41	64.1%	67.9%	67.3%	66.9%	20	31.3%	31.7%	29.7%	28.8%
Upper	12	18.8%	23.2%	20.1%	24.5%	22	34.4%	46.4%	32.5%	40.1%
Unknown	0	0.0%	0.0%	0.0%	0.0%	1	1.6%	1.3%	7.9%	9.6%
<i>Total</i>	<i>64</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>64</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
SMALL BUSINESS										
By Tract Income										
		Bank			Aggregate					
	#	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	%
Low	0	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%
Moderate	8	19.5%	24.4%	24.4%	24.4%	12.7%	12.5%	12.5%	12.5%	12.5%
Middle	29	70.7%	67.3%	67.3%	67.3%	67.6%	67.7%	67.7%	67.7%	67.7%
Upper	4	9.8%	8.2%	8.2%	8.2%	16.6%	19.1%	19.1%	19.1%	19.1%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%
Tract Unknown	0	0.0%	0.0%	0.0%	0.0%	3.1%	0.7%	0.7%	0.7%	0.7%
<i>Total</i>	<i>41</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
By Revenue										
\$1 Million or Less	22	53.7%	23.6%	33.9%	38.5%					
By Loan Size										
\$100,000 or less	22	53.7%	11.7%	91.4%	28.3%					
\$100,001-\$250,000	9	22.0%	19.0%	4.4%	18.0%					
\$250,001-\$1 Million	10	24.4%	69.4%	4.2%	53.7%					
<i>Total</i>	<i>41</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>

Originations and Purchases

APPENDIX G
State of Pennsylvania – Limited Scope Assessment Areas
2008 Aggregate Comparison Loan Distribution Table
Assessment Area: PA Non-MSA Group D

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	2008 Bank		2008 Aggregate			2008 Bank		2008 Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	0	0.0%	0.0%	0.0%	0.0%	1	4.2%	0.8%	8.6%	4.7%
Moderate	4	16.7%	11.1%	14.7%	12.4%	2	8.3%	4.5%	23.6%	17.1%
Middle	20	83.3%	88.9%	76.4%	75.2%	6	25.0%	18.4%	23.6%	21.2%
Upper	0	0.0%	0.0%	9.0%	12.4%	12	50.0%	65.9%	36.5%	49.6%
Unknown	0	0.0%	0.0%	0.0%	0.0%	3	12.5%	10.3%	7.6%	7.5%
Total	24	100.0%	100.0%	100.0%	100.0%	24	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	0	0.0%	0.0%	0.0%	0.0%	1	6.7%	2.5%	9.3%	4.8%
Moderate	5	33.3%	25.8%	13.3%	11.4%	3	20.0%	11.2%	21.0%	14.8%
Middle	9	60.0%	69.9%	79.7%	79.2%	5	33.3%	27.1%	25.0%	21.3%
Upper	1	6.7%	4.3%	7.0%	9.4%	6	40.0%	59.2%	37.4%	50.5%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	7.3%	8.7%
Total	15	100.0%	100.0%	100.0%	100.0%	15	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	10.4%	3.5%
Moderate	0	0.0%	0.0%	13.1%	12.9%	0	0.0%	0.0%	19.2%	12.4%
Middle	2	100.0%	100.0%	81.0%	78.1%	2	100.0%	100.0%	27.7%	21.9%
Upper	0	0.0%	0.0%	6.0%	9.0%	0	0.0%	0.0%	39.3%	59.3%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	3.4%	2.9%
Total	2	100.0%	100.0%	100.0%	100.0%	2	100.0%	100.0%	100.0%	100.0%
Multi-Family										
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	33.3%	42.5%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	66.7%	57.5%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	100.0%	100.0%
Total	0	0.0%	0.0%	100.0%	100.0%	0	0.0%	0.0%	100.0%	100.0%
HMDA Totals										
Low	0	0.0%	0.0%	0.0%	0.0%	2	4.9%	1.3%	9.3%	4.6%
Moderate	9	22.0%	14.9%	13.8%	12.2%	5	12.2%	6.3%	21.3%	15.3%
Middle	31	75.6%	84.0%	78.9%	77.4%	13	31.7%	23.1%	25.1%	21.1%
Upper	1	2.4%	1.2%	7.3%	10.4%	18	43.9%	62.3%	37.4%	50.5%
Unknown	0	0.0%	0.0%	0.0%	0.0%	3	7.3%	7.2%	6.9%	8.5%
Total	41	100.0%	100.0%	100.0%	100.0%	41	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
		Bank			Aggregate					
	#	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)			
Low	0	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%			
Moderate	10	90.9%	88.3%	17.9%	18.0%					
Middle	1	9.1%	11.7%	72.0%	75.1%					
Upper	0	0.0%	0.0%	5.0%	4.8%					
Unknown	0	0.0%	0.0%	0.0%	0.0%					
Tract Unknown	0	0.0%	0.0%	5.0%	2.1%					
Total	11	100.0%	100.0%	100.0%	100.0%					
By Revenue										
\$1 Million or Less	6	54.5%	38.9%	40.2%	47.0%					
By Loan Size										
\$100,000 or less	8	72.7%	43.1%	92.6%	38.7%					
\$100,001-\$250,000	2	18.2%	25.3%	4.6%	21.8%					
\$250,001-\$1 Million	1	9.1%	31.6%	2.8%	39.5%					
Total	11	100.0%	100.0%	100.0%	100.0%					

Originations and Purchases

APPENDIX G
State of Pennsylvania – Limited Scope Assessment Areas
2008 Aggregate Comparison Loan Distribution Table
Assessment Area: PA Non-MSA Group B

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	2008 Bank		2008 Aggregate			2008 Bank		2008 Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	1.0%	0.4%
Moderate	0	0.0%	0.0%	0.0%	0.0%	1	4.8%	3.4%	9.6%	5.9%
Middle	6	28.6%	26.9%	48.6%	44.7%	2	9.5%	9.2%	19.8%	16.1%
Upper	15	71.4%	73.1%	51.4%	55.3%	10	47.6%	54.5%	61.4%	69.1%
Unknown	0	0.0%	0.0%	0.0%	0.0%	8	38.1%	32.9%	8.2%	8.4%
Total	21	100.0%	100.0%	100.0%	100.0%	21	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	1.9%	0.9%
Moderate	0	0.0%	0.0%	0.0%	0.0%	3	17.6%	16.6%	9.6%	6.3%
Middle	7	41.2%	47.3%	39.3%	37.1%	4	23.5%	16.8%	20.3%	17.8%
Upper	10	58.8%	52.7%	60.7%	62.9%	8	47.1%	51.1%	56.9%	63.1%
Unknown	0	0.0%	0.0%	0.0%	0.0%	2	11.8%	15.5%	11.3%	11.9%
Total	17	100.0%	100.0%	100.0%	100.0%	17	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	3.1%	2.0%
Moderate	0	0.0%	0.0%	0.0%	0.0%	1	33.3%	2.1%	14.1%	10.2%
Middle	1	33.3%	66.0%	33.7%	35.9%	0	0.0%	0.0%	20.4%	17.1%
Upper	2	66.7%	34.0%	66.3%	64.1%	2	66.7%	97.9%	58.9%	66.5%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	3.4%	4.2%
Total	3	100.0%	100.0%	100.0%	100.0%	3	100.0%	100.0%	100.0%	100.0%
Multi-Family										
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	55.6%	74.5%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	44.4%	25.5%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	100.0%	100.0%
Total	0	0.0%	0.0%	100.0%	100.0%	0	0.0%	0.0%	100.0%	100.0%
HMDA Totals										
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	1.7%	0.7%
Moderate	0	0.0%	0.0%	0.0%	0.0%	5	12.2%	7.4%	10.0%	6.2%
Middle	14	34.1%	34.3%	42.2%	40.3%	6	14.6%	11.3%	20.1%	17.0%
Upper	27	65.9%	65.7%	57.8%	59.7%	20	48.8%	54.7%	58.5%	65.1%
Unknown	0	0.0%	0.0%	0.0%	0.0%	10	24.4%	26.5%	9.7%	10.9%
Total	41	100.0%	100.0%	100.0%	100.0%	41	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
		Bank			Aggregate					
	#	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	%
Low	0	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%
Middle	3	75.0%	38.5%	33.3%	39.5%	33.3%	39.5%	33.3%	39.5%	39.5%
Upper	1	25.0%	61.5%	54.6%	56.9%	54.6%	56.9%	54.6%	56.9%	56.9%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%
Tract Unknown	0	0.0%	0.0%	0.0%	0.0%	12.1%	3.6%	12.1%	3.6%	3.6%
Total	4	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%
By Revenue										
\$1 Million or Less	3	75.0%	78.0%	34.3%	47.5%	34.3%	47.5%	34.3%	47.5%	47.5%
By Loan Size										
\$100,000 or less	3	75.0%	38.5%	95.3%	40.9%	95.3%	40.9%	95.3%	40.9%	40.9%
\$100,001-\$250,000	0	0.0%	0.0%	2.4%	15.9%	2.4%	15.9%	2.4%	15.9%	15.9%
\$250,001-\$1 Million	1	25.0%	61.5%	2.2%	43.2%	2.2%	43.2%	2.2%	43.2%	43.2%
Total	4	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%

Originations and Purchases

APPENDIX G
State of Maryland – Limited Scope Assessment Areas
2008 Aggregate Comparison Loan Distribution Table
Assessment Area: MSA 25180 Hagerstown-Martinsburg

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	2008 Bank		2008 Aggregate			2008 Bank		2008 Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
	Home Purchase									
Low	0	0.0%	0.0%	0.4%	0.3%	0	0.0%	0.0%	3.9%	2.2%
Moderate	1	10.0%	5.6%	14.3%	10.3%	3	30.0%	23.9%	18.4%	13.0%
Middle	7	70.0%	79.5%	51.4%	50.3%	3	30.0%	25.7%	28.1%	26.5%
Upper	2	20.0%	14.9%	34.0%	39.0%	4	40.0%	50.4%	37.4%	46.6%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	12.2%	11.7%
Total	10	100.0%	100.0%	100.0%	100.0%	10	100.0%	100.0%	100.0%	100.0%
	Refinance									
Low	0	0.0%	0.0%	0.6%	0.5%	11	14.9%	9.8%	5.1%	2.9%
Moderate	6	8.1%	5.5%	9.6%	7.2%	20	27.0%	19.0%	18.3%	13.3%
Middle	50	67.6%	67.9%	56.0%	56.0%	16	21.6%	24.8%	24.9%	23.4%
Upper	18	24.3%	26.6%	33.8%	36.3%	22	29.7%	39.8%	35.2%	42.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	5	6.8%	6.5%	16.6%	18.4%
Total	74	100.0%	100.0%	100.0%	100.0%	74	100.0%	100.0%	100.0%	100.0%
	Home Improvement									
Low	0	0.0%	0.0%	0.9%	0.8%	5	22.7%	2.7%	8.8%	3.9%
Moderate	0	0.0%	0.0%	8.5%	9.5%	5	22.7%	1.9%	18.8%	13.8%
Middle	18	81.8%	26.9%	59.7%	55.2%	5	22.7%	10.7%	29.5%	28.6%
Upper	4	18.2%	73.1%	30.9%	34.4%	7	31.8%	84.7%	37.0%	47.8%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	5.9%	6.0%
Total	22	100.0%	100.0%	100.0%	100.0%	22	100.0%	100.0%	100.0%	100.0%
	Multi-Family									
Low	0	0.0%	0.0%	12.0%	2.9%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	20.0%	2.9%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	44.0%	11.5%	0	0.0%	0.0%	0.0%	0.0%
Upper	1	100.0%	100.0%	24.0%	82.7%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	1	100.0%	100.0%	100.0%	100.0%
Total	1	100.0%	100.0%	100.0%	100.0%	1	100.0%	100.0%	100.0%	100.0%
	HMDA Totals									
Low	0	0.0%	0.0%	0.6%	0.5%	16	15.0%	5.6%	5.0%	2.5%
Moderate	7	6.5%	3.6%	11.2%	8.2%	28	26.2%	12.8%	18.3%	12.6%
Middle	75	70.1%	45.8%	54.7%	51.8%	24	22.4%	16.5%	26.3%	23.6%
Upper	25	23.4%	50.6%	33.5%	39.5%	33	30.8%	29.8%	35.9%	41.8%
Unknown	0	0.0%	0.0%	0.0%	0.0%	6	5.6%	35.3%	14.5%	19.5%
Total	107	100.0%	100.0%	100.0%	100.0%	107	100.0%	100.0%	100.0%	100.0%
	SMALL BUSINESS									
	By Tract Income									
		Bank				Aggregate				
		#	%	% \$(000s)		%	% \$(000s)			
Low		2	2.2%	2.7%		4.3%	4.6%			
Moderate		16	17.8%	34.7%		12.6%	17.6%			
Middle		54	60.0%	46.3%		52.3%	48.5%			
Upper		18	20.0%	16.3%		28.5%	28.7%			
Unknown		0	0.0%	0.0%		0.0%	0.0%			
Tract Unknown		0	0.0%	0.0%		2.3%	0.5%			
Total		90	100.0%	100.0%		100.0%	100.0%			
		By Revenue								
\$1 Million or Less		50	55.6%	30.0%		30.9%	34.3%			
		By Loan Size								
\$100,000 or less		62	68.9%	25.2%		92.9%	33.7%			
\$100,001-\$250,000		18	20.0%	33.3%		3.6%	17.3%			
\$250,001-\$1 Million		10	11.1%	41.5%		3.5%	49.0%			
Total		90	100.0%	100.0%		100.0%	100.0%			

Originations and Purchases

APPENDIX G
State of Maryland – Limited Scope Assessment Areas
2008 Aggregate Comparison Loan Distribution Table
Assessment Area: MSA 41540 Salisbury

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	#	2008 Bank		2008 Aggregate		#	2008 Bank		2008 Aggregate	
	%	% \$(000s)	%	% \$(000s)	%	%	% \$(000s)	%	% \$(000s)	
Home Purchase										
Low	0	0.0%	0.0%	0.1%	0.1%	0	0.0%	0.0%	5.3%	3.2%
Moderate	0	0.0%	0.0%	10.0%	7.1%	0	0.0%	0.0%	21.1%	16.8%
Middle	0	0.0%	0.0%	67.7%	66.1%	0	0.0%	0.0%	23.3%	22.3%
Upper	1	100.0%	100.0%	22.2%	26.7%	1	100.0%	100.0%	36.2%	45.9%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	14.0%	11.9%
Total	1	100.0%	100.0%	100.0%	100.0%	1	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	0	0.0%	0.0%	0.4%	1.4%	0	0.0%	0.0%	6.8%	3.9%
Moderate	0	0.0%	0.0%	9.6%	10.4%	4	15.4%	10.8%	18.7%	13.4%
Middle	18	69.2%	64.0%	65.7%	61.9%	6	23.1%	13.8%	23.9%	21.2%
Upper	8	30.8%	36.0%	24.4%	26.3%	12	46.2%	55.3%	33.7%	44.4%
Unknown	0	0.0%	0.0%	0.0%	0.0%	4	15.4%	20.1%	16.9%	17.2%
Total	26	100.0%	100.0%	100.0%	100.0%	26	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	0	0.0%	0.0%	1.4%	1.0%	0	0.0%	0.0%	12.1%	8.1%
Moderate	1	10.0%	8.7%	11.7%	10.6%	5	50.0%	32.9%	22.9%	17.6%
Middle	7	70.0%	78.0%	70.1%	71.8%	2	20.0%	59.5%	25.2%	28.0%
Upper	2	20.0%	13.3%	16.8%	16.6%	3	30.0%	7.5%	32.7%	35.6%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	7.0%	10.7%
Total	10	100.0%	100.0%	100.0%	100.0%	10	100.0%	100.0%	100.0%	100.0%
Multi-Family										
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	37.5%	11.4%	0	0.0%	0.0%	0.0%	0.0%
Middle	1	100.0%	100.0%	37.5%	84.9%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	25.0%	3.7%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	1	100.0%	100.0%	100.0%	100.0%
Total	1	100.0%	100.0%	100.0%	100.0%	1	100.0%	100.0%	100.0%	100.0%
HMDA Totals										
Low	0	0.0%	0.0%	0.3%	0.8%	0	0.0%	0.0%	6.5%	3.5%
Moderate	1	2.6%	0.0%	10.0%	9.3%	9	23.7%	1.8%	19.9%	13.8%
Middle	26	68.4%	93.9%	66.7%	65.3%	8	21.1%	2.3%	23.7%	20.3%
Upper	11	28.9%	6.1%	23.0%	24.6%	16	42.1%	8.9%	34.6%	41.5%
Unknown	0	0.0%	0.0%	0.0%	0.0%	5	13.2%	87.0%	15.3%	20.9%
Total	38	100.0%	100.0%	100.0%	100.0%	38	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
	#	Bank			Aggregate					
		%	% \$(000s)	%	%	% \$(000s)				
Low	0	0.0%	0.0%	0.0%	1.3%	1.0%				
Moderate	12	27.3%	22.0%	22.0%	9.4%	12.9%				
Middle	21	47.7%	41.6%	41.6%	60.1%	56.3%				
Upper	11	25.0%	36.4%	36.4%	26.6%	29.2%				
Unknown	0	0.0%	0.0%	0.0%	0.0%	0.0%				
Tract Unknown	0	0.0%	0.0%	0.0%	2.7%	0.7%				
Total	44	100.0%	100.0%	100.0%	100.0%	100.0%				
By Revenue										
\$1 Million or Less	27	61.4%	36.2%	36.2%	41.2%	56.5%				
By Loan Size										
\$100,000 or less	27	61.4%	15.4%	15.4%	90.9%	30.4%				
\$100,001-\$250,000	6	13.6%	13.8%	13.8%	4.9%	20.2%				
\$250,001-\$1 Million	11	25.0%	70.8%	70.8%	4.3%	49.5%				
Total	44	100.0%	100.0%	100.0%	100.0%	100.0%				

Originations and Purchases

APPENDIX G
State of Maryland – Limited Scope Assessment Areas
2008 Aggregate Comparison Loan Distribution Table
Assessment Area: MD Non-MSA Group D

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
	Home Purchase									
Low	0	0.0%	0.0%	0.0%	0.0%	3	21.4%	10.3%	8.7%	3.3%
Moderate	9	64.3%	56.3%	46.1%	29.0%	3	21.4%	18.0%	15.4%	6.7%
Middle	5	35.7%	43.7%	52.6%	70.3%	4	28.6%	31.7%	8.2%	5.1%
Upper	0	0.0%	0.0%	0.0%	0.0%	3	21.4%	34.9%	54.1%	70.2%
Unknown	0	0.0%	0.0%	1.3%	0.7%	1	7.1%	5.2%	13.7%	14.7%
<i>Total</i>	<i>14</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>14</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
	Refinance									
Low	0	0.0%	0.0%	0.0%	0.0%	5	31.3%	18.6%	8.0%	3.7%
Moderate	12	75.0%	64.5%	56.9%	43.7%	1	6.3%	4.9%	18.2%	11.9%
Middle	4	25.0%	35.5%	41.3%	54.7%	6	37.5%	34.1%	21.5%	17.0%
Upper	0	0.0%	0.0%	0.0%	0.0%	3	18.8%	34.3%	37.6%	49.2%
Unknown	0	0.0%	0.0%	1.8%	1.5%	1	6.3%	8.1%	14.7%	18.2%
<i>Total</i>	<i>16</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>16</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
	Home Improvement									
Low	0	0.0%	0.0%	0.0%	0.0%	3	60.0%	18.4%	21.8%	5.6%
Moderate	3	60.0%	28.9%	60.4%	39.9%	1	20.0%	15.8%	19.8%	12.0%
Middle	2	40.0%	71.1%	32.7%	55.5%	1	20.0%	65.8%	21.8%	16.1%
Upper	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	30.7%	59.3%
Unknown	0	0.0%	0.0%	6.9%	4.6%	0	0.0%	0.0%	5.9%	7.0%
<i>Total</i>	<i>5</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>5</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
	Multi-Family									
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	75.0%	40.4%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	25.0%	59.6%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	100.0%	100.0%
<i>Total</i>	<i>0</i>	<i>0.0%</i>	<i>0.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>0</i>	<i>0.0%</i>	<i>0.0%</i>	<i>100.0%</i>	<i>100.0%</i>
	HMDA Totals									
Low	0	0.0%	0.0%	0.0%	0.0%	11	31.4%	14.8%	9.3%	3.6%
Moderate	24	68.6%	60.4%	53.0%	36.7%	5	14.3%	11.0%	17.2%	9.4%
Middle	11	31.4%	39.6%	45.0%	62.1%	11	31.4%	33.3%	16.3%	11.3%
Upper	0	0.0%	0.0%	0.0%	0.0%	6	17.1%	34.2%	43.4%	59.2%
Unknown	0	0.0%	0.0%	2.0%	1.2%	2	5.7%	6.7%	13.9%	16.6%
<i>Total</i>	<i>35</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>35</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
	SMALL BUSINESS									
	By Tract Income									
	Bank			Aggregate						
	#	%	% \$(000s)	%	% \$(000s)					
Low	0	0.0%	0.0%	0.0%	0.0%					
Moderate	43	81.1%	80.9%	67.4%	68.0%					
Middle	10	18.9%	19.1%	27.7%	30.6%					
Upper	0	0.0%	0.0%	0.0%	0.0%					
Unknown	0	0.0%	0.0%	0.0%	0.0%					
Tract Unknown	0	0.0%	0.0%	5.0%	1.5%					
<i>Total</i>	<i>53</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>					
	By Revenue									
\$1 Million or Less	32	60.4%	39.1%	36.6%	36.9%					
	By Loan Size									
\$100,000 or less	35	66.0%	19.9%	90.5%	30.2%					
\$100,001-\$250,000	13	24.5%	37.4%	5.4%	21.2%					
\$250,001-\$1 Million	5	9.4%	42.7%	4.1%	48.6%					
<i>Total</i>	<i>53</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>					

Originations and Purchases

APPENDIX G
State of Maryland – Limited Scope Assessment Areas
2008 Aggregate Comparison Loan Distribution Table
Assessment Area: MD Non-MSA Group A

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	#	2008 Bank %	2008 Bank % \$(000s)	2008 Aggregate %	2008 Aggregate % \$(000s)	#	2008 Bank %	2008 Bank % \$(000s)	2008 Aggregate %	2008 Aggregate % \$(000s)
	Home Purchase									
Low	1	12.5%	9.6%	2.0%	1.4%	0	0.0%	0.0%	3.1%	1.3%
Moderate	0	0.0%	0.0%	22.1%	16.9%	1	12.5%	10.6%	16.9%	11.2%
Middle	5	62.5%	63.8%	64.7%	61.4%	1	12.5%	5.3%	22.1%	17.7%
Upper	2	25.0%	26.5%	11.3%	20.4%	3	37.5%	54.0%	41.6%	52.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	3	37.5%	30.0%	16.4%	17.6%
Total	8	100.0%	100.0%	100.0%	100.0%	8	100.0%	100.0%	100.0%	100.0%
	Refinance									
Low	0	0.0%	0.0%	1.7%	0.9%	1	9.1%	5.2%	7.0%	3.3%
Moderate	2	18.2%	12.1%	15.9%	12.6%	1	9.1%	7.8%	17.3%	12.0%
Middle	8	72.7%	80.9%	69.8%	67.0%	5	45.5%	36.8%	22.7%	18.6%
Upper	1	9.1%	7.0%	12.6%	19.5%	4	36.4%	50.2%	34.8%	44.8%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	18.2%	21.4%
Total	11	100.0%	100.0%	100.0%	100.0%	11	100.0%	100.0%	100.0%	100.0%
	Home Improvement									
Low	0	0.0%	0.0%	2.7%	1.1%	0	0.0%	0.0%	15.4%	10.2%
Moderate	1	16.7%	21.3%	21.2%	18.6%	4	66.7%	53.2%	21.6%	18.1%
Middle	5	83.3%	78.7%	68.3%	66.0%	1	16.7%	31.9%	23.9%	20.2%
Upper	0	0.0%	0.0%	7.7%	14.2%	1	16.7%	14.9%	29.7%	43.4%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	9.3%	8.1%
Total	6	100.0%	100.0%	100.0%	100.0%	6	100.0%	100.0%	100.0%	100.0%
	Multi-Family									
Low	0	0.0%	0.0%	20.0%	61.3%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	40.0%	14.1%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	20.0%	8.0%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	20.0%	16.6%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	100.0%	100.0%
Total	0	0.0%	0.0%	100.0%	100.0%	0	0.0%	0.0%	100.0%	100.0%
	HMDA Totals									
Low	1	4.0%	3.6%	1.9%	1.4%	1	4.0%	3.2%	6.3%	2.8%
Moderate	3	12.0%	7.7%	18.1%	14.2%	6	24.0%	9.4%	17.4%	11.8%
Middle	18	72.0%	74.5%	68.1%	64.7%	7	28.0%	24.9%	22.6%	18.2%
Upper	3	12.0%	14.2%	11.9%	19.6%	8	32.0%	51.2%	36.5%	47.1%
Unknown	0	0.0%	0.0%	0.0%	0.0%	3	12.0%	11.3%	17.2%	20.2%
Total	25	100.0%	100.0%	100.0%	100.0%	25	100.0%	100.0%	100.0%	100.0%
	SMALL BUSINESS									
	By Tract Income									
		Bank			Aggregate					
	#	%		% \$(000s)		%		% \$(000s)		
Low	0	0.0%		0.0%		1.5%		1.1%		
Moderate	11	47.8%		53.3%		17.6%		17.3%		
Middle	9	39.1%		29.6%		62.8%		67.0%		
Upper	3	13.0%		17.0%		12.2%		12.6%		
Unknown	0	0.0%		0.0%		0.0%		0.0%		
Tract Unknown	0	0.0%		0.0%		5.9%		1.9%		
Total	23	100.0%		100.0%		100.0%		100.0%		
	By Revenue									
\$1 Million or Less	15	65.2%		47.7%		35.5%		55.3%		
	By Loan Size									
\$100,000 or less	18	78.3%		26.4%		95.9%		43.2%		
\$100,001-\$250,000	2	8.7%		15.3%		2.3%		16.8%		
\$250,001-\$1 Million	3	13.0%		58.3%		1.9%		40.0%		
Total	23	100.0%		100.0%		100.0%		100.0%		

Originations and Purchases

APPENDIX G
State of Maryland - Limited Scope Assessment Areas
2008 Aggregate Comparison Loan Distribution Table
Assessment Area: MD Non-MSA Group C

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	2008 Bank		2008 Aggregate			2008 Bank		2008 Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	2.3%	0.9%
Moderate	0	0.0%	0.0%	7.8%	4.5%	0	0.0%	0.0%	7.6%	4.5%
Middle	7	100.0%	100.0%	92.2%	95.5%	2	28.6%	28.9%	11.3%	8.2%
Upper	0	0.0%	0.0%	0.0%	0.0%	3	42.9%	44.3%	67.5%	74.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	2	28.6%	26.8%	11.3%	12.4%
Total	7	100.0%	100.0%	100.0%	100.0%	7	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	0	0.0%	0.0%	0.0%	0.0%	1	8.3%	4.1%	5.2%	2.6%
Moderate	1	8.3%	7.5%	8.9%	6.6%	2	16.7%	11.0%	12.2%	8.2%
Middle	11	91.7%	92.5%	91.1%	93.4%	0	0.0%	0.0%	17.1%	14.0%
Upper	0	0.0%	0.0%	0.0%	0.0%	6	50.0%	57.5%	50.9%	58.3%
Unknown	0	0.0%	0.0%	0.0%	0.0%	3	25.0%	27.5%	14.5%	17.0%
Total	12	100.0%	100.0%	100.0%	100.0%	12	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	10.0%	2.3%
Moderate	0	0.0%	0.0%	18.1%	7.6%	1	50.0%	90.9%	18.8%	10.5%
Middle	2	100.0%	100.0%	81.9%	92.4%	0	0.0%	0.0%	23.8%	16.9%
Upper	0	0.0%	0.0%	0.0%	0.0%	1	50.0%	9.1%	43.1%	65.6%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	4.4%	4.8%
Total	2	100.0%	100.0%	100.0%	100.0%	2	100.0%	100.0%	100.0%	100.0%
Multi-Family										
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Middle	1	100.0%	100.0%	100.0%	100.0%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	1	100.0%	100.0%	100.0%	100.0%
Total	1	100.0%	100.0%	100.0%	100.0%	1	100.0%	100.0%	100.0%	100.0%
HMDA Totals										
Low	0	0.0%	0.0%	0.0%	0.0%	1	4.5%	0.5%	4.2%	1.7%
Moderate	1	4.5%	1.0%	8.9%	5.4%	3	13.6%	2.5%	10.5%	6.2%
Middle	21	95.5%	99.0%	91.1%	94.6%	2	9.1%	2.2%	14.9%	10.8%
Upper	0	0.0%	0.0%	0.0%	0.0%	10	45.5%	11.2%	57.6%	63.6%
Unknown	0	0.0%	0.0%	0.0%	0.0%	6	27.3%	83.6%	12.8%	17.6%
Total	22	100.0%	100.0%	100.0%	100.0%	22	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
		Bank			Aggregate					
	#	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)			
Low	0	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%			
Moderate	0	0.0%	0.0%	0.0%	0.0%	12.2%	14.6%			
Middle	6	100.0%	100.0%	100.0%	100.0%	84.2%	84.8%			
Upper	0	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%			
Unknown	0	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%			
Tract Unknown	0	0.0%	0.0%	0.0%	0.0%	3.6%	0.6%			
Total	6	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%			
By Revenue										
\$1 Million or Less	4	66.7%	51.4%	40.9%	57.1%					
By Loan Size										
\$100,000 or less	3	50.0%	7.2%	90.8%	26.4%					
\$100,001-\$250,000	0	0.0%	0.0%	4.5%	17.8%					
\$250,001-\$1 Million	3	50.0%	92.8%	4.7%	55.8%					
Total	6	100.0%	100.0%	100.0%	100.0%					

Originations and Purchases

APPENDIX G
State of Maryland - Limited Scope Assessment Areas
2008 Aggregate Comparison Loan Distribution Table
Assessment Area: MD Non-MSA Group B

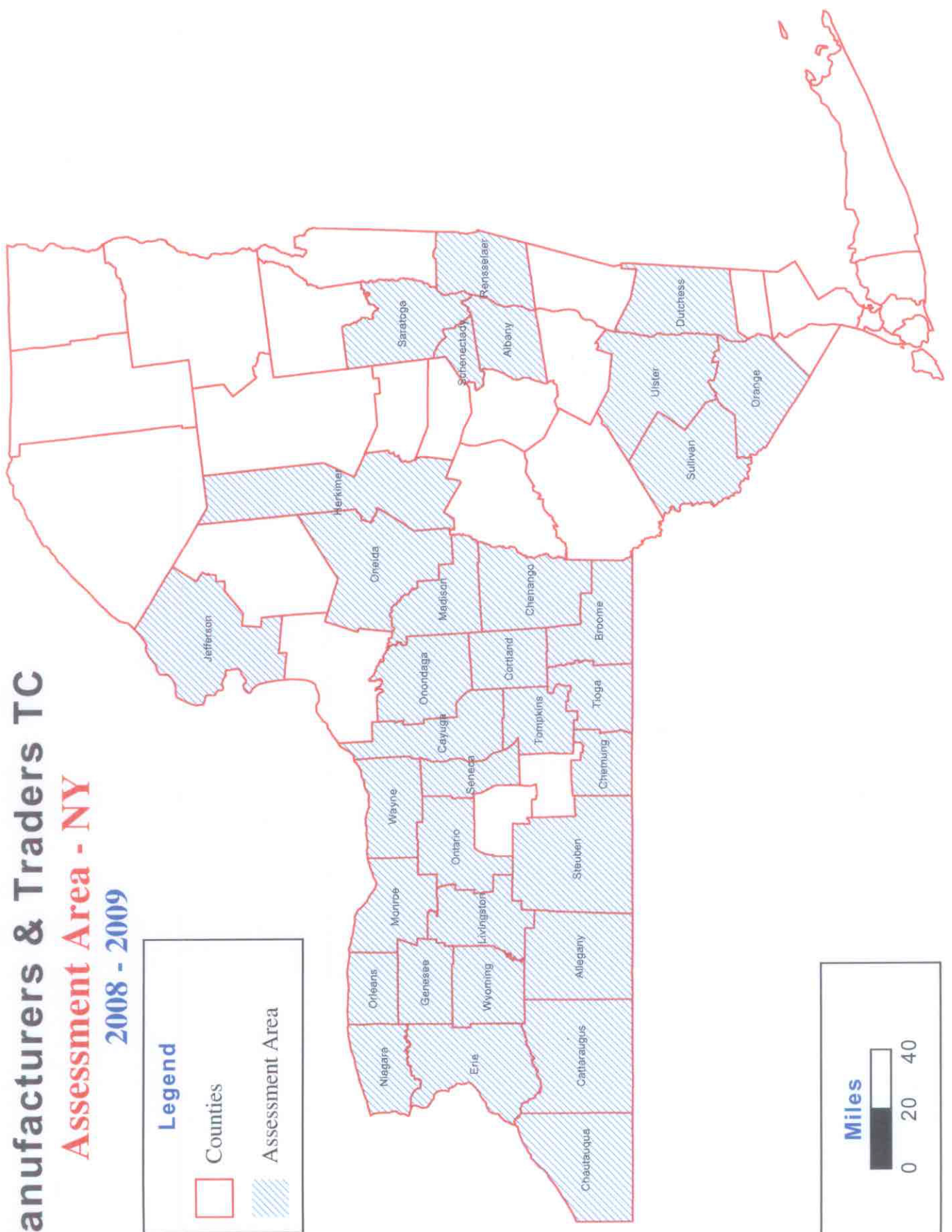
Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	2008 Bank		2008 Aggregate			2008 Bank		2008 Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.6%	0.3%
Moderate	0	0.0%	0.0%	0.5%	0.5%	0	0.0%	0.0%	8.4%	5.6%
Middle	5	100.0%	100.0%	46.3%	43.6%	0	0.0%	0.0%	25.7%	22.5%
Upper	0	0.0%	0.0%	53.2%	55.9%	1	20.0%	35.9%	54.0%	60.7%
Unknown	0	0.0%	0.0%	0.0%	0.0%	4	80.0%	64.1%	11.3%	10.9%
Total	5	100.0%	100.0%	100.0%	100.0%	5	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	2.5%	1.4%
Moderate	0	0.0%	0.0%	0.1%	0.1%	1	6.3%	2.9%	8.7%	6.2%
Middle	9	56.3%	59.3%	32.9%	33.1%	2	12.5%	14.6%	21.4%	19.3%
Upper	7	43.8%	40.7%	67.0%	66.8%	3	18.8%	19.2%	50.3%	54.1%
Unknown	0	0.0%	0.0%	0.0%	0.0%	10	62.5%	63.3%	17.1%	19.0%
Total	16	100.0%	100.0%	100.0%	100.0%	16	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	0	0.0%	0.0%	0.0%	0.0%	1	16.7%	3.8%	5.1%	2.7%
Moderate	0	0.0%	0.0%	0.0%	0.0%	1	16.7%	0.8%	12.7%	10.1%
Middle	1	16.7%	1.3%	31.2%	26.8%	2	33.3%	3.8%	21.9%	22.7%
Upper	5	83.3%	98.7%	68.8%	73.2%	2	33.3%	91.6%	52.7%	58.9%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	7.5%	5.7%
Total	6	100.0%	100.0%	100.0%	100.0%	6	100.0%	100.0%	100.0%	100.0%
Multi-Family										
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	33.3%	92.2%	0	0.0%	0.0%	0.0%	0.0%
Upper	1	100.0%	100.0%	66.7%	7.8%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	1	100.0%	100.0%	100.0%	100.0%
Total	1	100.0%	100.0%	100.0%	100.0%	1	100.0%	100.0%	100.0%	100.0%
HMDA Totals										
Low	0	0.0%	0.0%	0.0%	0.0%	1	3.6%	0.3%	1.9%	1.0%
Moderate	0	0.0%	0.0%	0.2%	0.3%	2	7.1%	2.0%	8.8%	6.0%
Middle	15	53.6%	59.0%	37.9%	38.2%	4	14.3%	10.0%	23.0%	20.5%
Upper	13	46.4%	41.0%	61.9%	61.6%	6	21.4%	25.8%	51.8%	56.3%
Unknown	0	0.0%	0.0%	0.0%	0.0%	15	53.6%	61.9%	14.4%	16.3%
Total	28	100.0%	100.0%	100.0%	100.0%	28	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
		Bank			Aggregate					
	#	%	% \$(000s)	%	% \$(000s)		%	% \$(000s)		% \$(000s)
Low	0	0.0%	0.0%	0.0%	0.0%		0.0%	0.0%		0.0%
Moderate	0	0.0%	0.0%	0.0%	0.0%		0.6%	0.7%		0.7%
Middle	2	25.0%	25.0%	42.0%	27.2%		27.2%	28.5%		28.5%
Upper	6	75.0%	75.0%	58.0%	65.4%		65.4%	69.2%		69.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%		0.0%	0.0%		0.0%
Tract Unknown	0	0.0%	0.0%	0.0%	0.0%		6.8%	1.5%		1.5%
Total	8	100.0%	100.0%	100.0%	100.0%		100.0%	100.0%		100.0%
By Revenue										
\$1 Million or Less	7	87.5%	79.0%	34.9%	51.5%					
By Loan Size										
\$100,000 or less	8	100.0%	100.0%	93.2%	30.7%					
\$100,001-\$250,000	0	0.0%	0.0%	3.5%	17.7%					
\$250,001-\$1 Million	0	0.0%	0.0%	3.3%	51.6%					
Total	8	100.0%	100.0%	100.0%	100.0%		100.0%	100.0%		100.0%

Originations and Purchases

Manufacturers & Traders TC

Assessment Area - NY

2008 - 2009



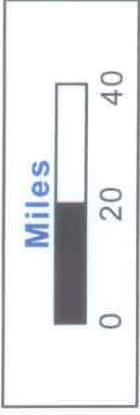
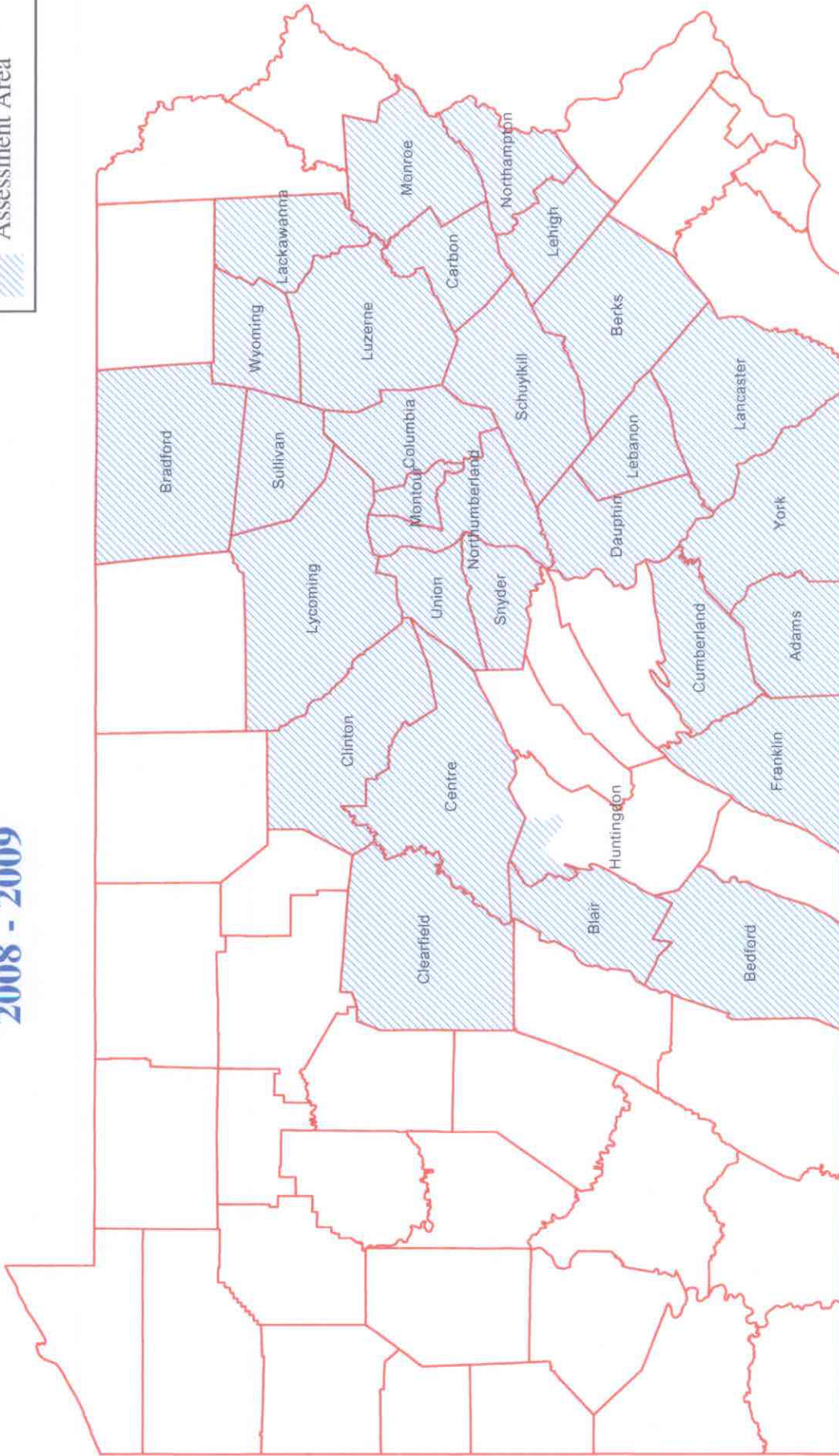
Legend

- Counties
- Assessment Area



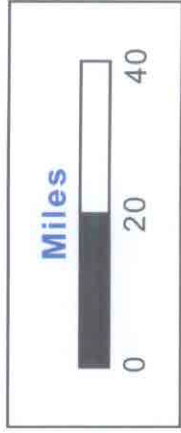
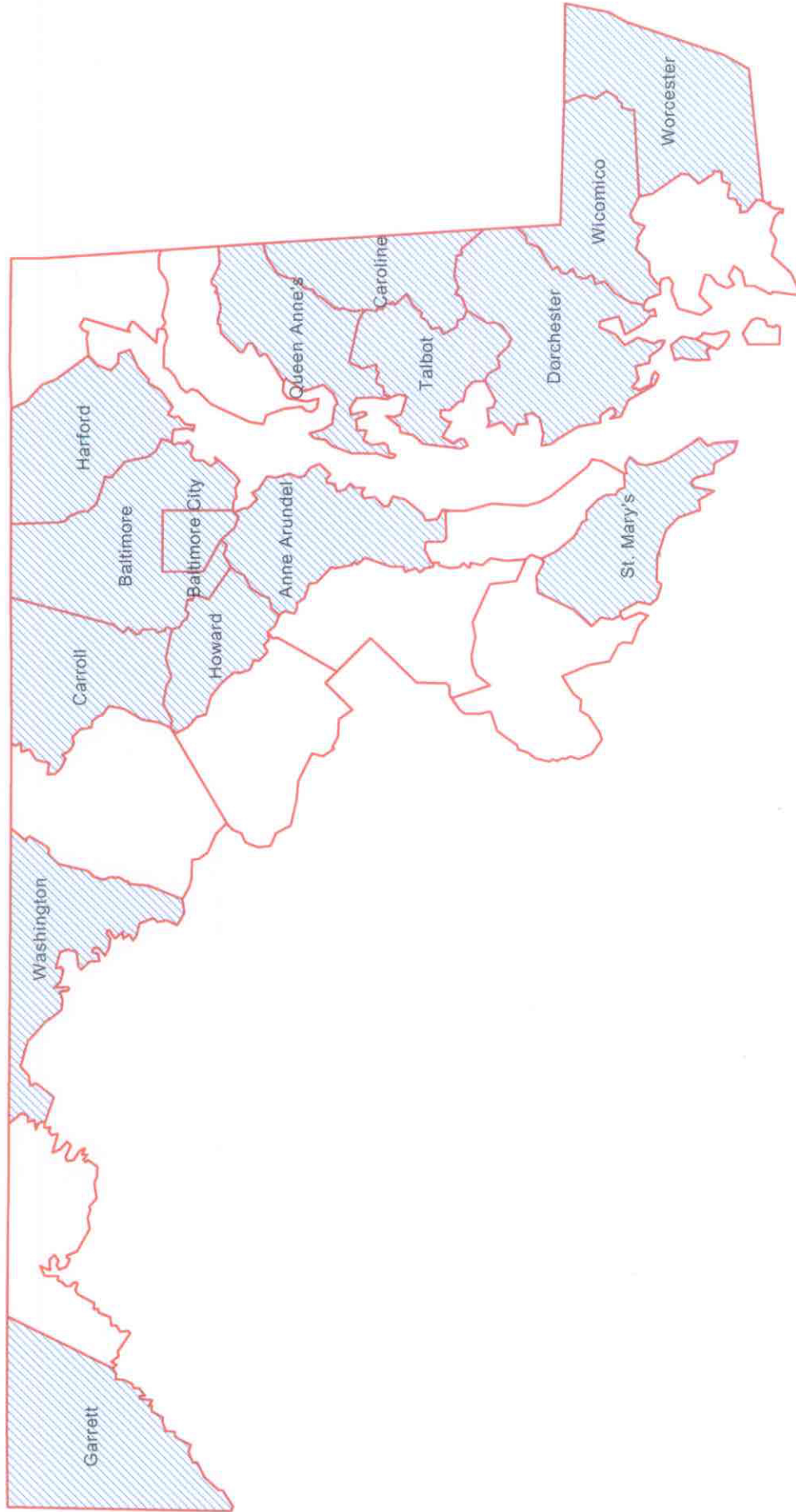
Manufacturers & Traders TC Assessment Area - Pennsylvania

2008 - 2009



Manufacturers & Traders TC Assessment Area - Maryland

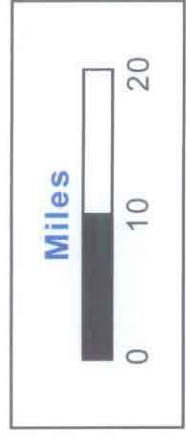
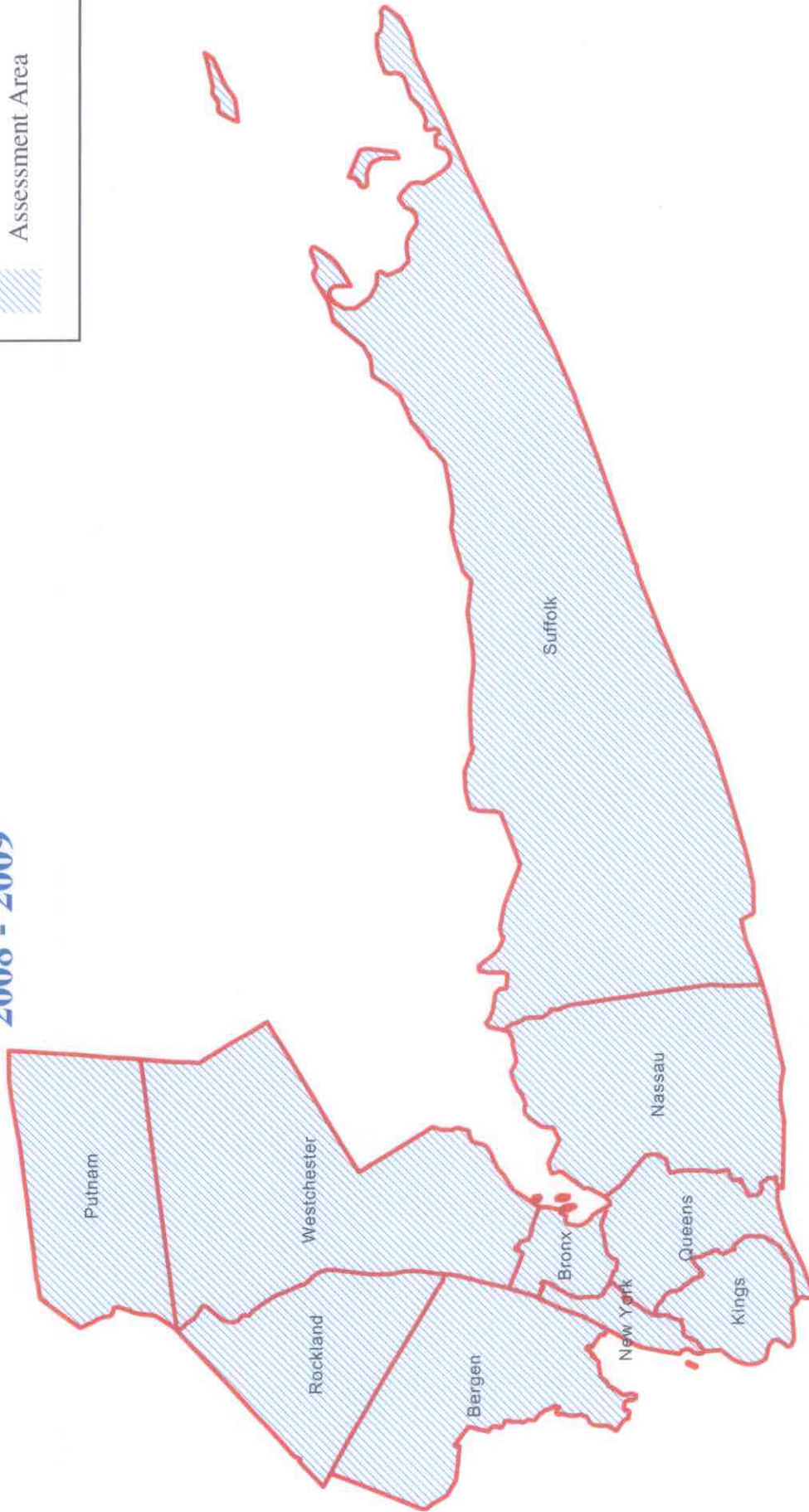
2008 - 2009

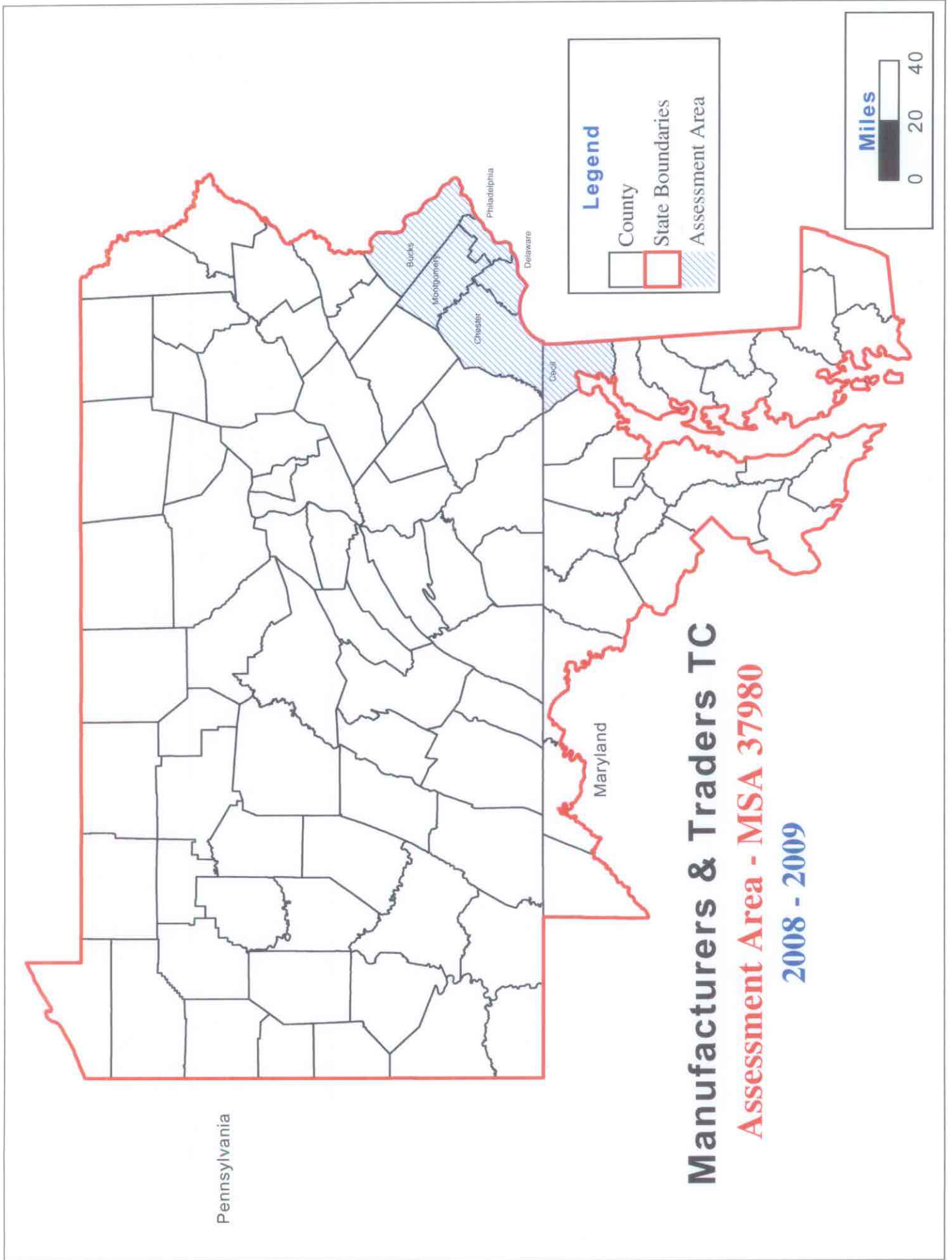


Manufacturers & Traders TC

Assessment Area - MSA 35620

2008 - 2009





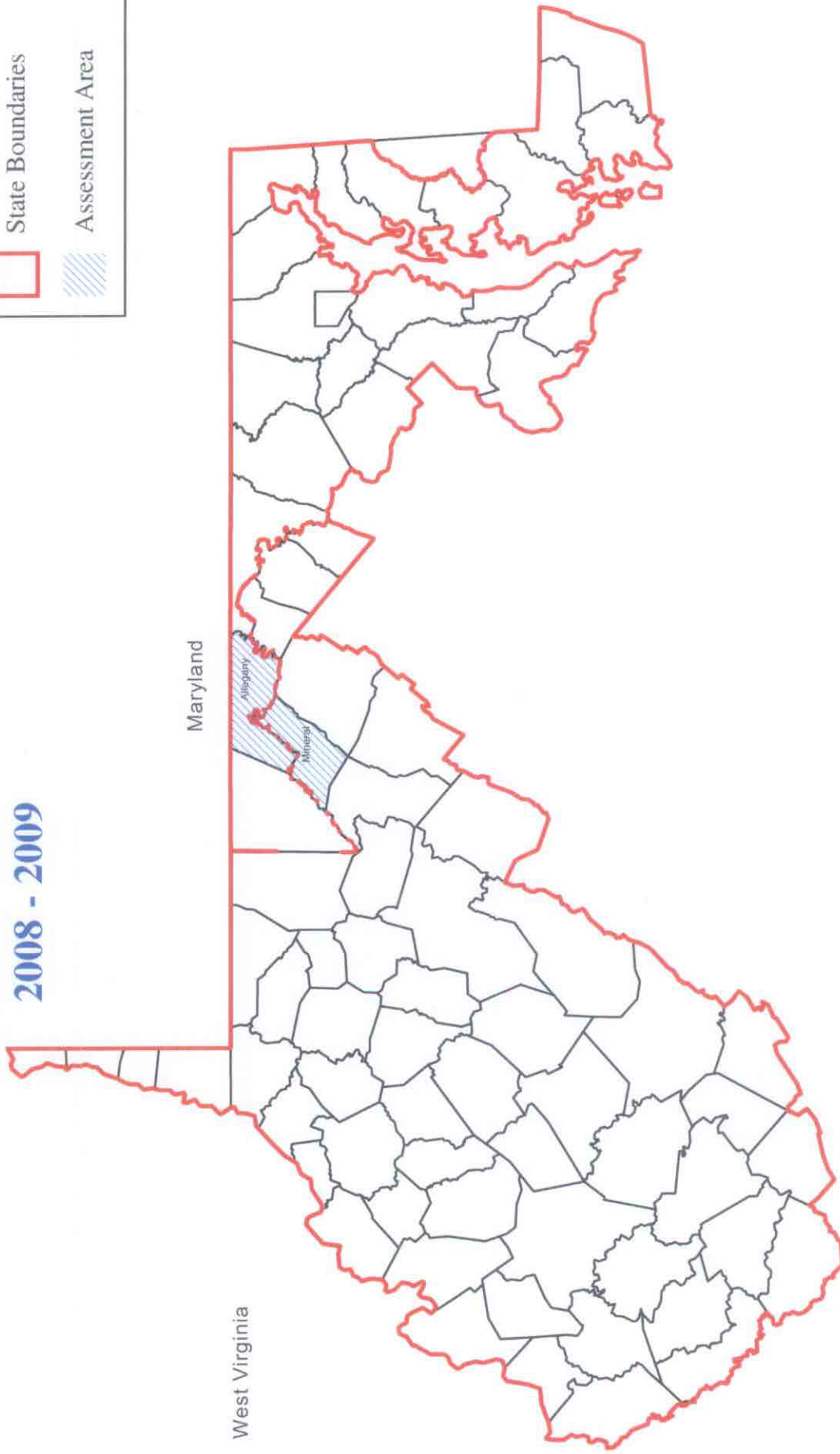
Manufacturers & Traders TC

Assessment Area - MSA 19060

2008 - 2009

Legend

- County
- State Boundaries
- Assessment Area



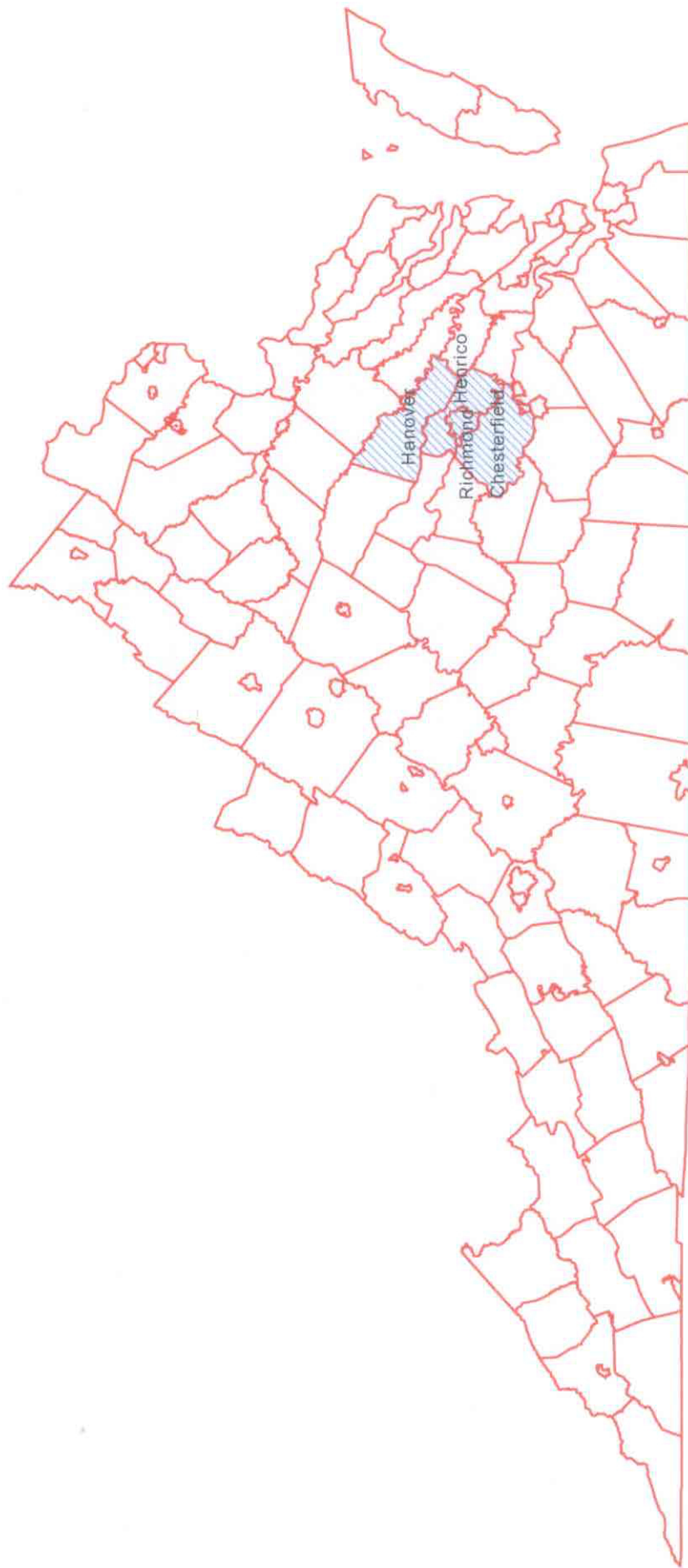
Miles

0 20 40

Manufacturers & Traders TC Assessment Area - MSA 40060 2008 - 2009

Legend

- County
- Assessment Area



Legend

- County
- Assessment Area

Manufacturers & Traders TC
Assessment Area - Delaware
2008 - 2009

