

PUBLIC DISCLOSURE

July 9, 2012

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.

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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.
- The bank provided an excellent level of qualified community development investments and grants, particularly those not routinely provided by private investors, often in a leadership position.
- Delivery systems were readily accessible to the bank's geographies and individuals of different income levels in its assessment areas.
- The bank was a leader in providing community development services.
- 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 loans reflects good penetration throughout the assessment areas.
- The distribution of borrowers reflects, given the product lines offered, good penetration among customers of different income levels and businesses of different sizes.

INSTITUTION

DESCRIPTION OF INSTITUTION*

Total assets	\$76.9 billion
Net loans & leases	\$58.6 billion
Total domestic deposits	\$59.7 billion
Number of branches	757
Headquarters	Buffalo, NY
Bank holding company	M&T Bank Corporation

* As of December 31, 2011.

Manufacturers and Traders Trust Company (“M&T” or “the bank”) 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, Delaware and Florida. It is the 30th 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 Delaware and Florida through the acquisition of Wilmington Trust on May 12, 2011. Wilmington Trust had two banking affiliates, Wilmington Trust Company and Wilmington Trust, FSB, with 55 branches, 225 ATMs, and \$10.9 billion in assets. This acquisition expanded M&T’s assessment area to include New Castle in MD 48864, part of the Philadelphia MSA (MSA 37980), and Kent County in Delaware, part of the Dover MSA (MSA 20100) and also West Palm Beach (MSA 48424), in the State of Florida.

As described below and illustrated in maps starting in Appendix H, M&T has ten state or multi-state areas subject to CRA ratings, and these include 43 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 10580 (Albany-Schenectady-Troy, NY)
- MSA 39100 (Poughkeepsie-Newburgh-Middletown, NY)

- NY Non-MSA Group A (Allegany, Cattaraugus, Chautauqua, Genesee, Wyoming, and Steuben Counties, NY)
- NY Non-MSA Group B (Cayuga, Chenango, Seneca, and Cortland Counties, NY)
- NY Non-MSA Group C (Sullivan County, NY)
- Non-MSA Group D (Jefferson County, NY)
- MSA 28740 (Kingston, NY)
- MSA 27060 (Ithaca, NY)
- MSA 46540 (Utica-Rome, NY)
- MSA 21300 (Elmira, NY)

2. 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)

3. State of Pennsylvania

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

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

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

5. 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),

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

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

7. State of Delaware

- Non-MSA Sussex County
- Kent County (Dover MSA 20100)

8. MSA 19060 (Cumberland MD-WV)

- Allegany County, MD and Mineral County, WV

9. State of Virginia

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

10. State of Florida

- Includes MSA 48424 (West Palm Beach, Florida)

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 10, 2010.

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 2010 and 2011.

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, 2010 and December 31, 2011 were considered in the evaluation. Examiners also reviewed community development loans, investments and services as well as activities pertaining to the service test made between January 1, 2010 and June 30, 2012.

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 2010 were used to categorize borrower income level for 2010 loans and 2011 HUD-adjusted median family income estimates were used to categorize 2011 loans. 2010 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 2010 aggregate. Aggregate information was not available for 2011 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. The states of

Maryland and Pennsylvania were also weighted significantly. The remaining assessment areas, each with 8% of loans and 12% 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 lending 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 20 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.

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, Pennsylvania, MSA 35620 (NY-Northern NJ-Long Island, NY-NJ-PA), MSA 37980 (Philadelphia-Camden-Wilmington, PA-NJ-DE-MD) and MSA 19060 (Cumberland, MD-WV), adequate performance in Maryland, Virginia, Delaware, MSA 47900 (Washington-Arlington-Alexandria, DC-VA, MD, WV) and MSA 48242 (West Palm Beach, Florida).

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	State of Delaware	Multi-State MSA 19060	State of Virginia	State of Florida	TOTALS
Total Population ⁴	5,946,226	4,405,093	3,026,419	12,508,538	4,562,172	4,435,863	283,335	102,008	806,313	1,131,184	37,207,151
Population % of AA population	16%	12%	8%	34%	12%	12%	0.8%	0.3%	2%	3%	100%
Families	1,511,221	1,172,107	785,086	3,038,083	1,133,892	1,121,752	77,778	26,762	211,293	306,002	9,383,976
Families % of AA families	16%	12%	8%	32%	12%	12%	1%	0.29%	2%	3%	100%
Total Census Tracts ⁴	1,530	1,011	732	3,165	966	1,130	70	30	202	265	9,101
Tracts % AA tracts	17%	11%	8%	35%	11%	12%	1%	<1%	2%	3%	100%
LMI tracts	400	198	243	1,042	313	348	3	3	59	85	2,694
LMI tracts % all AA LMI tracts	15%	7%	9%	39%	12%	13%	0%	0%	2%	3%	100%
Total Owner-Occupied Units ⁴	1,534,304	1,232,121	778,818	2,064,376	1,082,777	1,153,746	83,553	28,964	212,232	354,024	8,524,915
Units % of AA units	18%	14%	9%	24%	13%	14%	1%	<1%	2%	4%	100%
Business Establishments ⁵	250,147	191,893	148,489	609,964	236,710	166,603	16,405	3,219	43,520	94,040	1,760,990
Bus. est. % AA bus. est.	14%	11%	8%	35%	13%	9%	1%	<1%	2%	5%	100%
Number of Branches ¹	219	173	136	38	98	54	24	7	7	1	757
Branches % all branches	29%	23%	18%	5%	13%	7%	3%	1%	0.9%	0.1%	100%
Branches in LMI tracts	43	33	33	6	22	13	2	1	1	0	154
LMI branches % AA LMI branches	28%	21%	21%	4%	14%	8%	1%	1%	1%	0.0%	100%
Branch Deposits (\$'000s) ²	20,059	7,432	15,074	4,119	3,498	7,049	1,474	198	74	29	59,006
Deposits % AA deposits	34%	13%	26%	7%	6%	12%	2%	0.34%	0.13%	0.05%	100%
Deposit Market Share (% / Rank in Market)	2/7	3/6	15/2	38/25	2/9	2/10	2/7	22/3	27/35	.01/292	Not Applicable
Home Purchase Originations ³	6,525	1,808	805	1,634	712	552	70	45	99	40	12,290
HP originations % AA orig.	53%	15%	7%	13%	6%	4%	0.57%	0.37%	0.81%	0.33%	100%
Refinance Originations ³	5,287	3,409	2,201	865	842	906	127	118	53	7	13,815
Refi orig. % AA orig.	38%	25%	16%	6%	6%	7%	1%	1%	0.38%	0.05%	100%
Home Improvement Originations ³	1,597	1,093	673	99	223	120	57	45	10	0	3,917
Home Improvement orig. % AA orig.	41%	28%	17%	3%	6%	3%	1%	1%	0.26%	#DIV/0!	100%
Small Business Originations ³	6,148	3,328	2,041	1,007	1,236	654	171	144	69	14	14,812
SB orig. % AA orig.	42%	22%	14%	7%	8%	4%	1%	1%	0.47%	0.09%	100%
Combined Loan Totals	19,557	9,638	5,720	3,605	3,013	2,232	425	352	231	61	44,834
% of AA Orig.	44%	21%	13%	8%	7%	5%	1%	1%	1%	0.14%	100%

(1) Branch numbers are as of 12/31/2011. (2) Branch deposits and deposit market share are from the FDIC as of 6/30/11. (3) Originations are loans reported under HMDA or CRA small business reporting for 2010 and 2011.

(4) Demographic information was obtained from the 2000 Census. (5) Business establishments information was reported by D&B for 2011.

Overall, 64,436 Home Purchase, Refinance, Home Improvement, and Small Business loans were made during the examination period, totaling \$11.3 billion, as detailed in Exhibit 2. This represents a decrease of 12,828, or 17%, in the number, and \$3.1 billion, or 22%, in the dollar volume of HMDA-related and small business loans made compared to the prior CRA examination. The reduction is part of the overall decline in aggregate loan demand for HMDA-related and small business products.

EXHIBIT 2				
SUMMARY OF LENDING ACTIVITY				
JANUARY 1, 2010 – DECEMBER 31, 2011				
LOAN TYPE	#	%	\$(000s)	%
HMDA Home Purchase	21,611	33	\$3,954,307	35
HMDA Refinancings	22,942	36	\$4,484,906	40
HMDA Home Improvement	4,337	7	\$185,632	1
Total HMDA-Related	48,890	76	\$8,624,845	76
Total Small Business	15,546	24	\$2,684,777	24
TOTAL LOANS	64,436	100	\$11,309,622	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 below. The chart indicates adequate distribution of HMDA loans and excellent distribution of small business loans. HMDA distribution was impacted by the acquisition of Wilmington Trust Company into the bank in 2011 and 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, 2010 – DECEMBER 31, 2011								
LOAN TYPE	INSIDE				OUTSIDE			
	#	%	\$(000s)	%	#	%	\$(000s)	%
HMDA Home Purchase	12,198	57	\$2,156,93	55	9,321	43	\$1,775,780	45
HMDA Refinancings	13,797	60	\$2,457,73	55	9,127	40	\$2,011,324	45
HMDA Home Improvement	3,907	90	\$114,973	63	420	10	\$66,399	37
Total HMDA-Related	29,902	61	\$4,729,63	55	18,868	39	\$3,853,503	45
Total Small Business	14,121	95	\$2,165,69	88	734	5	\$285,712	12
TOTAL LOANS	44,023	69	\$6,895,32	62	19,602	31	\$4,139,215	38

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 excellent in MSA 47900 (Washington-Arlington-Alexandria DC-VA-MD-WY), good in New York, Maryland, Pennsylvania, and Virginia, as well as MSA 35620 (New York-Northern New Jersey-Long Island, NY-NJ-PA). Performance was adequate in MSA 37980 (Philadelphia-Camden-Wilmington, PA-NJ-DE-MD), MSA 19060 (Cumberland, MD-WV), Delaware, and Florida.

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, Maryland, Pennsylvania, and MSA 19060 (Cumberland, MD-WV). Adequate lending performance was noted in Delaware, Virginia, MSA 35620 (New York-Northern New Jersey-Long Island, NY-NJ-PA), MSA 37980 (Philadelphia-Camden-Wilmington, PA-NJ-DE-MD), MSA 47900 (Washington-Arlington-Alexandria, DC-VA-MD-WV), and Florida.

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.

Community Development Lending:

M&T was a leader in community development lending performance extending 596 community development loans totaling \$3.2 billion; which includes \$2.7 billion in new commitments originated during the review period. M&T's community development lending performance was excellent in the New York, Maryland, multistate assessment areas of MSA 35620 (New York-Northern New Jersey-Long Island, NY-NJ-PA), MSA 47900 (Washington-Arlington-Alexandria, DC, VA, MD, WV), and MSA 37980 (Philadelphia-Wilmington, PA; good in Pennsylvania and Virginia; adequate in Delaware; poor in Florida, and very poor in the multistate assessment area of MSA 19060 (Cumberland, MD, WV).

Community Development Lending		
Purpose	#	\$('000s)
Affordable Housing	187	725,593
Economic Development	106	732,570
Community Services	225	911,192
Revitalize and Stabilize	78	823,857
Totals	596	3,193,212

On an annualized basis community development lending increased 10% in dollars compared to the last examination. Community development lending included 34 letters of credit amounting to \$295 million, originated during the examination period as well as 36 loans totaling \$276 million that were extended outside the bank's assessment area but within the broader regional area. The bank's community development lending volume exceeded similarly-situated banks in the New York, Pennsylvania Maryland and the multistate full scope assessment areas. For community development loan details, see Appendix E.

M&T's community development lending was responsive to community needs. The community development loans originated during the evaluation period were for a variety of purposes,

including financing of affordable housing (23%); promotion of economic development (23%), including job creation; and revitalization of targeted communities located in low- and moderate-income tracts and empowerment zones (26%); and community development services that benefited LMI individuals (28%).

INVESTMENT TEST

M&T investment performance is rated outstanding based on excellent performance in the States of New York, Maryland and multi-state MSA 47900 (Washington, Arlington, Alexandria, DC-VA-MD-WV), good performance in the states of Pennsylvania and Delaware, and in multi-state MSA 37980 (Philadelphia-Camden-Wilmington, PA-NJ-DE-MD), MSA 35620 (New York-Northern New Jersey-Long Island, NY-NJ-PA), and MSA 19060 (Cumberland, MD, WV). M&T's performance in the states of Virginia and Florida was adequate.

The bank demonstrated good responsiveness to community credit needs. Qualified investments totaled \$465 million, over a period of 30 months. In comparison, during the prior examination the bank made \$388 million in qualified investments, over a period of 24 months. Qualified investments decreased slightly by 4% on an annualized basis. Of the total, \$214 million or 46% were new investments made this examination period. Of the total new investments, \$15 million were grants and/or donations to organizations providing community development services throughout M&T's assessment area.

M&T made extensive use of complex investments to support community development initiatives. Most of the qualified investments, \$256 million, or 55%, were concentrated in the form of low-income housing tax credits (LIHTCs) which help to provide affordable housing to LMI individuals. Qualified investments also consisted of \$22 million in neighborhood program investments and \$63 million in mortgage-backed securities. While mortgage-backed securities are qualified investments that provide some liquidity to the market, they are viewed qualitatively as less responsive to community development needs of LMI communities than more direct investments.

\$398 million or 86% of total investments supported the development of affordable housing, an important community credit need. Community services activity totaled \$56 million or 12%, revitalization and stabilization activity was \$5 million or 1%, while economic development, through investments in loan funds and limited partnerships, represented \$6 million or 1% of total activity.

Investment Purpose	#	\$(000s)
Affordable Housing	558	397,697
Community Services	1,396	55,667
Economic Development	80	6,476
Revitalize & Stabilize	49	5,451
Total	2,083	465,291

Details of qualified investments may be found in Appendix F.

SERVICE TEST

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

Retail Services: M&T’s branches were readily accessible to all portions of its assessment areas. The bank operated 757 branches, of which 36 (5%) were located in low-income tracts and 118 (16%) were in moderate-income tracts. Alternative delivery systems enhanced the bank’s performance. M&T operated 719 off-site ATM locations throughout its assessment areas, of which 46 (6%) of these ATMs were located in low-income areas and 107 (15%) were in moderate-income areas. M&T also has business relationships with 26 other financial institutions which allow the bank’s customers to use the ATMs owned by these institutions free of charge inside of M&T’s assessment areas. 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 3 new branches, none of which were located in LMI areas. In addition, the bank closed 37 branches during the evaluation period. Of these, one branch was located in a low-income area and seven were in moderate-income areas. M&T also acquired 62 branches during the evaluation period as a result of the Wilmington Trust acquisition.

Extended morning, evening and Saturday hours were widely scheduled and tailored to the convenience and needs of the assessment areas, particularly LMI geographies and/or LMI individuals. In full-scope LMI areas, 99 out of the 128 branches (77%) have extended morning, evening and Saturday hours. In addition, the bank offers alternative delivery systems such as bank by-mail, on-line services, electronic statements, telephone sales, and 24-hour automated services, not specifically targeted to LMI individuals.

Community Development Services	
Mortgage Education Seminars	3,448
Financial Literacy Seminars	26
Small Business Seminars	92
Technical Assistance	20
Total	3,586

Community Development Services: M&T was a leader in providing community development services throughout the assessment areas. The table above 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.

M&T employees also served on the boards and committees of 430 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. At year-end 2011, there were 416,018 Totally Free Checking accounts with balances of \$796 million.
- M&T Non-Profit Checking account is designed specifically for non-profit organizations that provide community services to LMI individuals. 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 balance of \$500.
- 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 the creation and rehabilitation of single and multi-family housing for LMI individuals, 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 2011, M&T had over \$63 million in total financing commitments and disbursements. In 2010 and 2011, M&T was successful in securing commitments for 33 new Affordable Housing Grant applications realizing \$14.3 million in grant funds. These projects will create 1,951 units of affordable housing.
- M&T offers the "First Home Club Program" in over twenty-nine counties in its New York State assessment area. This is a matched savings program funded by the FHLB 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 53 non-profit organizations that assist in providing the homebuyer

counseling. During 2010 and 2011, M&T enrolled 796 clients in the First Home Club and closed loans for 312 new LMI first-time homebuyers. Homebuyers received subsidy in excess of \$2 million and First Home Club counseling partners benefitted from \$13 thousand in counseling subsidies.

- M&T, in conjunction with its community partner LIVE Baltimore, restructured several of its products and services to encourage the Baltimore City Police to live and purchase homes within the City of Baltimore. Products include preferred rates on selected savings products, M&T Check Cards with free rewards and bonus points, free first order of checks, \$250 discount on mortgage closing costs, and discounted rates on selected loan products. In January, February, and April 2012, the bank hosted the Baltimore City Police Department Financial Literacy Seminar series, with sessions entitled The Importance of Credit, Identity Theft and the Path to Homeownership. These efforts have resulted in several new account openings and a few mortgage referrals.
- 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 provides fee-free, interest bearing savings accounts to participants as well as monthly activity reporting to the New York State Office for People with Developmental Disabilities. 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. At the present time, there are eight active savers enrolled in the program.

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 were identified as being inconsistent with helping to meet community credit needs.

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:

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

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, the combined full-scope areas make up 86% 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, 29% of branches and 34% of branch deposits were located in the New York State assessment areas. Furthermore, 53% of home purchase loans, 38% of refinance loans, 41% of home improvement loans, and 42% of small business loans were originated in the New York state assessment areas during the examination period.

M&T had a 7% deposit market share and ranks second in the counties of New York State where the bank has assessment areas. Other banks operating in this New York State assessment area with significant deposit market share as of June 30, 2011 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 Appendix E table.

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

	MSA 15380	MSA 40380	MSA 45060	MSA 13780	MSA 10580	MSA 39100	MSA 46540	Non-MSA Group A	MSA 28740	MSA 27060	Non-MSA Group B	Non-MSA Group C	MSA 21300	Non-MSA Group D	New York Totals
Total Population⁴	1,170,111	1,037,831	527,777	252,320	794,293	621,517	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%	13%	10%	5%	8%	3%	2%	4%	1%	2%	2%	100%
Families	303,215	263,806	133,718	65,057	202,797	154,804	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%	13%	10%	5%	8%	3%	1%	4%	1%	2%	2%	100%
Total Census Tracts⁴	302	253	160	65	206	133	92	124	49	23	53	24	23	23	1,530
Tracts % AA tracts	20%	17%	10%	4%	13%	9%	6%	8%	2%	2%	3%	2%	2%	2%	100%
LMI tracts	95	83	47	17	58	31	27	14	7	5	2	2	6	6	400
LMI tracts % all AA LMI tracts	24%	21%	12%	4%	15%	8%	7%	4%	2%	1%	1%	1%	2%	2%	100%
Total Owner-Occupied Units⁴	310,174	269,898	135,827	67,917	203,753	145,576	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%	13%	9%	5%	9%	3%	1%	4%	1%	2%	2%	100%
Business Establishments⁵	45,028	42,677	24,447	9,888	36,405	29,084	11,691	18,392	9,226	4,326	8,295	3,378	3,132	4,178	250,147
Bus. est. % AA bus. est.	18%	17%	10%	4%	15%	12%	5%	7%	4%	2%	3%	1%	1%	2%	100%
Number of Branches¹	51	33	29	14	13	23	13	24	6	3	5	3	1	1	219
Branches % all branches	23%	15%	13%	6%	6%	11%	6%	11%	3%	1%	2%	1%	0%	0%	100%
Branches in LMI tracts	14	6	5	4	3	5	2	1	1	2	0	0	0	0	43
LMI branches % AA LMI branch	33%	14%	12%	9%	7%	12%	5%	2%	2%	5%	0%	0%	0%	0%	100%
Branch Deposits (\$'000s)²	10,212	2,902	2,231	1,272	726	882	615	562	301	160	117	55	15	9	20,059
Deposits % AA deposits	51%	14%	11%	6%	4%	4%	3%	3%	2%	1%	1%	0.3%	0.1%	0.0%	100%
Deposit Market Share (% / Rank)	39/1	20/2	21/1	49/1	3/8	9/3	17/2	11/3	10/3	10/2	4/10	4/6	1/6	.61/10	2/7
Home Purchase Originations³	2,077	1,250	540	379	749	423	318	357	67	43	164	48	48	62	6,525
HP originations % AA orig.	32%	19%	8%	6%	11%	6%	5%	5%	1%	1%	3%	1%	1%	1%	100%
Refinance Originations³	1,822	852	746	365	466	196	276	236	66	46	142	20	19	35	5,287
Refi orig. % AA orig.	34%	16%	14%	7%	9%	4%	5%	4%	1%	1%	3%	0%	0%	1%	100%
Home Improvement Originations³	465	243	211	120	102	65	127	164	26	6	51	9	7	1	1,597
Home Improvement orig. % AA orig.	29%	15%	13%	8%	6%	4%	8%	10%	2%	0%	3%	1%	0%	0%	100%
Small Business Originations³	1,691	1,399	822	481	397	470	235	273	151	56	96	12	26	39	6,148
SB orig. % AA orig.	28%	23%	13%	8%	6%	8%	4%	4%	2%	1%	2%	0%	0%	1%	100%
Combined Loan Totals	6,055	3,744	2,319	1,345	1,714	1,154	956	1,030	310	151	453	89	100	137	19,557
% of AA Orig.	31%	19%	12%	7%	9%	6%	5%	5%	2%	1%	2%	0%	1%	1%	100%

(1) Branch numbers are as of 12/31/2011. (2) Branch deposits and deposit market share are from the FDIC as of 6/30/11. (3) Originations are loans reported under HMDA or CRA small business reporting for 2010 and 2011. (4) Demographic information was obtained from the 2000 Census. (5) Business establishments information was reported by D&B for 2011.

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-Schenectady-Troy, NY).

Borrower Distribution: The borrower distribution of HMDA-related and small business loans was good. This conclusion is based on good performance in MSA 15380 (Buffalo-Niagara Falls, NY), MSA 40380 (Rochester, NY), MSA 10580 (Albany-Schenectady-Troy, NY), MSA 45060 (Syracuse, NY) and MSA 13780 (Binghamton, NY). HMDA-related performance to moderate-income borrowers was excellent in all New York full-scope assessment areas.

Community Development Loans: M&T was a leader in community development lending performance in the New York State assessment areas. Community development lending performance was excellent in MSA 15380 (Buffalo-Niagara Falls, NY), MSA 40380 (Rochester, NY), and MSA 45060 (Syracuse, NY), good in MSA 10580 (Albany-Schenectady-Troy, NY) and adequate in MSA 13780 (Binghamton, NY). During the examination period, community development lending totaled \$958 million, with 89% involving new originations originated since the prior CRA examination.

Community development lending was spread across New York State. Forty-three percent was in MSA 12580 (Buffalo-Niagara Falls, NY), 21% in MSA 40380 (Rochester, NY), 11% in MSA 45060 (Syracuse, NY) and 6% in MSA 10580 (Albany-Schenectady-Troy, NY) with the balance spread across the remaining upstate New York MSAs.

Lending primarily targeted revitalization and stabilization endeavors, with 42% of statewide activity, and economic development, with 33% of statewide activity. Community development loans supporting community services activities represented 17% of lending activity, and 8% went to affordable housing.

INVESTMENT TEST

In the State of New York assessment area, M&T's performance under the investment test was excellent. M&T had an overall excellent level of qualified community development investments that exhibited excellent responsiveness to credit and community development needs. Qualified investments totaled \$199 million or 43% of the bank's total qualified investments. Total investments included statewide investments of \$13 million. Approximately \$116 million or 58% of the qualified investments were invested in LIHTCs which are considered complex because of their intricate accounting requirements. Investment activity was primarily in MSA 40380 (Rochester, NY) with \$70 million of investments, MSA 45060 (Syracuse, NY) with \$42 million,

MSA 27060 (Ithaca, NY) with \$20 million, and MSA 12580 (Buffalo-Niagara Falls, NY) with \$16 million.

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-Niagara Falls, NY), 40380 (Rochester, NY), MSA 13780 (Binghamton, NY) and MSA 10580 (Albany-Schenectady-Troy, NY), and good performance in MSA 45060 (Syracuse, 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, M&T operated 51 branches in the MSA, which comprised 23% of the bank’s branches in New York State as of December 31, 2011. Thirty-one percent of the HMDA-related and small business loans the bank extended in the state were originated in this MSA.

As of June 30, 2011, 51% of M&T’s deposits in New York State were held in this MSA. With a deposit market share of approximately 39%, M&T was the largest depository institution in the MSA. Other lead banks in terms of deposit market share were HSBC Bank USA, NA, Key Bank National Association, First Niagara Bank, Bank of America NA and RBS Citizens Bank NA.

PERFORMANCE CONTEXT

To help determine the availability of community development opportunities within the assessment area, the CRA public evaluations of other financial institutions operating in these areas were reviewed. Also, area members of the community were contacted to discern information about local economic conditions, local credit needs, performance of banks in the assessment area, as well as potential community development opportunities.

Demographic Characteristics

M&T’s assessment area in MSA 15380 (Buffalo-Niagara Falls, NY) includes Erie and Niagara Counties. The MSA population declined 4% from the 2000 Census to 2011. Per the most recent estimates, in July 2011 Buffalo’s population was 261,025, representing a decline of 11% since 2000.

Income Characteristics

The table at the right lists HUD median family income estimates during the examination period. According to the 2000 and 2010 Census, incomes were lower and the poverty level was higher in the city of Buffalo than in the rest of the MSA. It is also important to note that 30% of Buffalo families live in poverty, twice the MSA level, at 14%, and significantly higher than the national

2000 AND 2010 CENSUS INCOMES		
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 2010)	\$30,313	30%

and state rate of 15% for families living in poverty. The HUD median family income for the MSA is listed below.

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

HUD MEDIAN FAMILY INCOME		
AREA	2010	2011
MSA 15380	\$63,700	\$65,300

to purchase homes without assistance because of lower income levels, with almost one-third of families living below the poverty level as of the 2010 Census.

The 2000 Census also reported that 61% of the MSA’s housing units are owner-occupied and 8% are vacant. According to the 2010 Census, 41% of units are owner-occupied and 16% of housing units are vacant. These factors limit the demand for home purchase, home refinance and home improvement loans in the city of Buffalo.

MEDIAN HOME SALES PRICES		
Area	2010	2011
MSA 15380	\$121,200	\$119,200

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 number of boarded-up units. 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. Much of the existing multifamily housing is substandard due to age and neglect.

Labor, Employment and Economic Characteristics

According to community contacts, the local economy is characterized as weak with population loss, job loss, and high vacancy rates. In recent years more people have fled the area due to a lack of job opportunities, as the city of Buffalo has been unable to retain jobs in industries it formerly housed, such as auto manufacturing, steel manufacturing, and financial services. The community contact also characterized the population as aging, as many college graduates are leaving Buffalo to go to larger cities for more lucrative job opportunities. As this shift has occurred, vacancy rates in terms of housing and commercial properties have risen exponentially.

AVERAGE ANNUAL UNEMPLOYMENT RATES		
Area	2010	2011
MSA 15380	8.5%	8.0%
City of Buffalo	10.8%	10.4%

In downtown Buffalo alone, a community contact noted there is nearly 2 million square feet of vacant commercial space. One of the largest employers in the area, HSBC, has plans to close nearly all of its operations, leaving another 1 million of vacant space in downtown Buffalo. Unemployment rates remain higher for the city of Buffalo than for the MSA. Detailed

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

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 performance and comparison to peer banks.

M&T ranked second in deposit market share, with 30% of deposits, compared to a ranking of fourth in home purchase lending (8% market share), fifth in refinance lending (8% market share), second in home improvement lending (16% market share), and seventh in small business lending (6% 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.

HMDA and small business volume for the examination period was down 9% compared to the previous examination period despite refinance volume increasing 16% and home improvement volume increasing 18%. Comparisons to the aggregate for the examination period indicated greater declines in lending volume for the aggregate overall.

Geographic Distribution: M&T’s overall geographic distribution of loans reflects good penetration in the Buffalo-Niagara Falls assessment area. Lending penetration in LMI census tracts was excellent for home improvement lending, good for home purchase and small business lending, and adequate for refinance lending. The following table summarizes lending performance in LMI census tracts in 2010:

MSA 15380 (BUFFALO-NIAGARA FALLS, NY)				
Product	Low-income Tracts		Moderate-income Tracts	
	M & T Performance	2010 Aggregate Comparison	M & T Performance	2010 Aggregate Comparison
Home Purchase	Adequate	Significantly Above	Good	Above
Refinance	Adequate	Similar	Adequate	Significantly Above
Home Improvement	Excellent	Significantly Above	Excellent	Slightly Above
Small Business	Adequate	Similar	Good	Similar

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	3,773	8.4	3,122	8.0	391	11.7	260	10.1
Moderate-income	5,577	12.4	4,745	12.1	470	14.1	362	14.0
Middle-income	20,755	46.1	17,985	46.0	1,524	45.7	1,246	48.2
Upper-income	14,447	32.1	12,929	33.1	872	26.2	646	25.0
Unknown-income	476	1.0	328	0.8	75	2.3	73	2.8
Total Assessment Area	45,028	100.0	39,109	100.0	3,332	100.0	2,587	100.0
	Percentage of Total Businesses:			86.9		7.4		5.7

Low-income Geographies

In 2010, M&T made 3% of its home purchase, less than 1% of its refinance, and 5% of its home improvement loans in low-income geographies, exceeding the aggregate's performance of 1% of its home purchase loans and 3% of home improvement loans and similar to the aggregate's less than 1% of refinance loans. The bank's home improvement lending also compares favorably to the demographics of the MSA, which indicate that 4% of the available owner-occupied housing units are located within low-income geographies. M&T originated 6% of its small business loans in low-income geographies which is similar to the aggregate's performance of 6% of small business loans in low-income geographies. The bank's small business performance in low-income geographies is below the demographics, where 8% of small businesses operate. Performance in 2011 was comparable to 2010.

Moderate-income Geographies

In 2010, M&T made 12% of its home purchase, 6% of its refinance, and 17% of its home improvement loans in moderate-income geographies, exceeding the aggregate's performance of

9% for home purchase loans, 4% for refinance loans and 14% for home improvement loans. The bank’s home improvement loan performance also compares well to the demographics of the MSA, which indicate that 13% of the available owner-occupied housing units are located within moderate-income geographies. M&T originated 10% of its small business loans in moderate-income geographies similar to the aggregate’s performance of 11%. The bank’s small business performance in moderate-income geographies is slightly below the demographics, where 12% of all small businesses operate. Performance in 2011 was comparable to 2010.

Distribution by Borrower Income and Revenue Size of Business: M&T’s distribution of borrowers in the Buffalo-Niagara Falls assessment area reflects, given the product lines offered, good penetration among customers of different income levels and businesses of different sizes. Overall, lending to moderate-income borrowers was excellent while lending to low-income borrowers was adequate. Lending to small businesses was adequate. The following table summarizes lending performance to LMI borrowers and small businesses:

MSA 15380 (BUFFALO-NIAGARA FALLS, NY)				
Product	Low-income Borrowers		Moderate-income Borrowers	
	M & T Performance	2010 Aggregate Comparison	M & T Performance	2010 Aggregate Comparison
Home Purchase	Adequate	Similar	Excellent	Similar
Refinance	Adequate	Similar	Good	Similar
Home Improvement	Good	Above	Excellent	Slightly Below
	Lending to Businesses with GAR <= \$1 million		2010 Aggregate Comparison	
Small Business	Adequate		Significantly 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. In 2010, the bank made 11%, 4%, and 18% of its home purchase, refinance, and home improvement loans to low-income borrowers respectively.

M&T’s performance for home improvement was above the aggregate while its performance for home purchase and refinance loans was similar. The aggregate made 10%, 4%, and 14% of its home purchase, refinance, and home improvement loans to low-income borrowers, respectively. 2011 performance was comparable to 2010.

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. In 2010, the bank made 25%, 15%, 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 similar to the aggregate group of lenders; while its performance for home improvement loans was slightly below. The aggregate made 26%, 16%, and 32% of its home purchase, refinance, and home improvement loans to moderate-income borrowers, respectively. 2011 performance was comparable to 2010.

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. In 2010, the bank made 43% 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 significantly above the aggregate which made 28% to businesses with GAR of \$1 million or less. The bank made 52% of its small business loans in amounts of \$100,000 or less, which was below the aggregate which made 90% of its small business loans in amounts of \$100,000 or less. The average loan size was \$188,000. 2011 performance was comparable to 2010.

Community Development Lending:

M&T was a leader in community development lending in MSA 15380 (Buffalo-Niagara Falls, NY) with 74 loans totaling \$412 million, or 43% of New York State community development lending activity. This conclusion was supported by a favorable comparison to similarly-situated large retail banks in the assessment area. New commitments represented 94% of all community development lending activity.

Community Development Lending MSA 15380		
Purpose	#	\$(’000s)
Affordable Housing	8	7,200
Economic Development	16	151,843
Community Services	22	39,640
Revitalize and Stabilize	28	213,263
Totals	74	411,946

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 \$20 million revolving line of credit that will assist in revitalizing a moderate-income area of Niagara Falls through construction of a manufacturing facility for the production of linerboard. Construction of the facility will bring 300 jobs to the area, many of which

are for LMI workers. Construction of the facility will also assist in remediating a brownsfield area. The property is located in an Empire Development Zone.

- A \$1.9 million commercial mortgage to renovate a commercial property in Buffalo’s renewal community. The renovations will help revitalize a low-income census tract in downtown Buffalo. The building will be leased to the Erie County Department of Social Services.
- An \$8.5 million commercial mortgage to convert an abandoned warehouse into student housing for a local community college and assist in revitalizing a low-income area. The property is located in a low-income tract in Buffalo’s federal renewal community.

INVESTMENT TEST

M&T’s investment performance in MSA 15380 was excellent. M&T made an excellent level of qualified investments in MSA 15380. Qualified investments totaled \$16 million or 8% of state activity. The bank’s qualified investment activity exhibited excellent responsiveness to assessment area credit needs as detailed in the table. M&T made extensive use of innovative or complex investments to support community development initiatives, through investments in LIHTCs and grant assistance to a community charter school totaling 61% of total MSA investments. M&T’s investment performance compared less favorably to similarly-situated large retail banks in the assessment area.

Qualified Investments MSA 15380		
Purpose	#	\$(‘000s)
Affordable Housing	32	13,168
Community Services	210	3,046
Revitalize & Stabilize	7	76
Economic Development	1	30
Total	250	16,320

Qualified investment activity included:

- Over \$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 \$2 million investment in a LIHTC project for the creation of 24 units of affordable special needs rental housing units in the Buffalo metropolitan area.
- A \$6 million investment in a LIHTC project that will create 35 units of affordable rental housing for senior citizens in the Buffalo metropolitan area;
- \$2.2 million in mortgage-backed securities that support affordable housing efforts.
- \$200 thousand in deposits with two Community Development Credit Unions.

Multiple grants totaling \$3.1 million to organizations that support affordable housing, economic development, and community services to LMI individuals, as well as revitalization and stabilization of LMI communities throughout this assessment area.

SERVICE TEST

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

Retail Services: M&T's delivery systems were readily accessible to geographies and individuals of different income levels in the assessment area. M&T operated 51 branches in the Buffalo-Niagara Falls MSA, of which 7 (14%) were located in low-income areas and 7 (14%) were in moderate-income areas. This compares favorably to the 9% and 16% of the MSA population that resides in low- and moderate-income areas, respectively.

Alternative delivery systems slightly enhanced the bank's performance in the assessment area. M&T had 69 off-site ATM locations in the MSA; 6 (9%) of which were located in low-income tracts, and 2 (3%) were in moderate-income tracts.

Changes in branch locations did not adversely impact the accessibility of the bank's delivery systems. During the evaluation period, three branches closed, none of which were in LMI tracts.

The bank's hours and services are tailored to the convenience and needs of the assessment area, particularly LMI geographies and/or LMI individuals. Of the 51 branches in the MSA, 38 or 75% had early morning, late evening hours or Saturday hours. Of the 14 branches in LMI census tracts, 8 or 57% had extended or Saturday 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, providing financial management expertise and technical assistance to 82 non-profit and community based organizations in the Buffalo assessment area.

Community Development Services MSA 15380	
Mortgage Education Seminars	873
Small Business Seminars	12
Technical Assistance	2
Totals	887

2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: MSA 15380

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	#	Bank %	Aggregate %	Bank %	Aggregate %	#	Bank %	Aggregate %	Bank %	Aggregate %
	\$(000s)	\$(000s)	\$(000s)	\$(000s)	\$(000s)	\$(000s)	\$(000s)	\$(000s)	\$(000s)	\$(000s)
Home Purchase										
Low	26	2.6%	2.3%	1.2%	0.8%	110	11.1%	5.5%	10.2%	5.6%
Moderate	120	12.2%	7.6%	8.9%	5.1%	249	25.2%	17.5%	25.5%	19.1%
Middle	487	49.3%	41.9%	53.3%	46.9%	201	20.4%	19.4%	23.7%	23.3%
Upper	354	35.9%	48.2%	36.6%	47.2%	234	23.7%	36.6%	27.0%	38.9%
Unknown	0	0.0%	0.0%	0.0%	0.0%	193	19.6%	21.0%	13.6%	13.1%
<i>Total</i>	987	100.0%	100.0%	100.0%	100.0%	987	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	4	0.5%	0.2%	0.5%	0.2%	34	3.8%	2.4%	4.1%	2.2%
Moderate	53	6.0%	4.3%	3.9%	2.4%	130	14.6%	11.0%	16.2%	11.2%
Middle	436	49.1%	41.0%	47.0%	39.2%	250	28.2%	24.2%	25.7%	22.2%
Upper	395	44.5%	54.5%	48.6%	58.1%	335	37.7%	48.1%	41.3%	51.8%
Unknown	0	0.0%	0.0%	0.0%	0.0%	139	15.7%	14.4%	12.7%	12.7%
<i>Total</i>	888	100.0%	100.0%	100.0%	100.0%	888	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	10	4.5%	2.8%	2.5%	1.1%	41	18.5%	7.5%	13.9%	5.0%
Moderate	38	17.1%	8.4%	14.4%	5.2%	62	27.9%	16.5%	31.9%	13.9%
Middle	130	58.6%	58.7%	57.5%	44.9%	56	25.2%	24.0%	23.4%	23.3%
Upper	44	19.8%	30.1%	25.5%	48.8%	53	23.9%	42.1%	27.4%	50.7%
Unknown	0	0.0%	0.0%	0.0%	0.0%	10	4.5%	9.9%	3.4%	7.1%
<i>Total</i>	222	100.0%	100.0%	100.0%	100.0%	222	100.0%	100.0%	100.0%	100.0%
Multi-Family										
Low	2	33.3%	8.8%	6.9%	1.5%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	23.6%	4.0%	0	0.0%	0.0%	0.0%	0.0%
Middle	2	33.3%	84.1%	54.2%	59.2%	0	0.0%	0.0%	0.0%	0.0%
Upper	2	33.3%	7.1%	15.3%	35.3%	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%
<i>Total</i>	6	100.0%	100.0%	100.0%	100.0%	6	100.0%	100.0%	100.0%	100.0%
HMDA Totals										
Low	42	2.0%	1.7%	1.0%	0.6%	185	8.8%	3.9%	7.8%	3.9%
Moderate	211	10.0%	5.8%	7.1%	3.9%	441	21.0%	13.9%	21.9%	14.9%
Middle	1,055	50.2%	43.6%	50.9%	44.0%	507	24.1%	20.8%	24.4%	21.9%
Upper	795	37.8%	48.9%	41.0%	51.5%	622	29.6%	40.1%	33.0%	43.1%
Unknown	0	0.0%	0.0%	0.0%	0.0%	348	16.5%	21.3%	12.9%	16.2%
<i>Total</i>	2,103	100.0%	100.0%	100.0%	100.0%	2,103	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
		Bank			Aggregate					
	#	%	%	\$(000s)	%	%	\$(000s)	%	\$(000s)	%
Low	47	5.7%	4.7%	4.7%	5.9%	8.0%				
Moderate	84	10.3%	11.7%	11.7%	10.6%	13.1%				
Middle	366	44.7%	44.9%	44.9%	43.8%	44.9%				
Upper	295	36.0%	34.2%	34.2%	33.8%	29.8%				
Unknown	27	3.3%	4.6%	4.6%	4.4%	3.7%				
Tract Unknown	0	0.0%	0.0%	0.0%	1.4%	0.5%				
<i>Total</i>	819	100.0%	100.0%	100.0%	100.0%	100.0%				
By Revenue										
\$1 Million or Less	352	43.0%	25.5%	25.5%	28.4%	26.5%				
By Loan Size										
\$100,000 or less	429	52.4%	13.0%	13.0%	89.5%	26.7%				
\$100,001-\$250,000	220	26.9%	27.6%	27.6%	5.4%	19.6%				
\$250,001-\$1 Million	170	20.8%	59.4%	59.4%	5.1%	53.8%				
<i>Total</i>	819	100.0%	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, 2011, M&T's 33 branches in this MSA represented 15% of the bank's branch network in New York State. The Rochester MSA branches generated 14% of the bank's New York State deposits as of June 30, 2011. With respect to deposits, M&T is ranked second in the area with a 20% market share. Other financial institutions with a significant deposit market share included HSBC Bank USA NA, JP Morgan Chase Bank NA, RBS Citizens NA, and Bank of America NA.

PERFORMANCE CONTEXT

To help determine the availability of community development opportunities within the assessment area, the CRA public evaluations of other financial institutions operating in these areas were reviewed. Also, members of the community were contacted to discern information about local economic conditions, local credit needs, performance of banks in the assessment area, as well as potential community development opportunities.

Demographic Characteristics

M&T's assessment area consists of Livingston, Monroe, Ontario, Orleans and Wayne Counties. The MSA population as of 2011 was approximately 1.1 million. Since 2000, the population has increased less than 2%. The city of Rochester, however, has experienced population decreases. According to the most recent available data, Rochester's population declined 4.0% from 2000 to 2011.

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 2010 census national rate of 15.1%.

HUD MEDIAN FAMILY INCOMES		
AREA	2010	2011
MSA 40380	\$66,600	\$67,800

2000 AND 2010 CENSUS INCOMES		
AREA	Median Family Income	% of Families < Poverty Level
MSA 40380 (Yr:2000)	\$54,056	7.5%
City of Rochester (Yr:2000)	\$31,257	23.4%
City of Rochester (2010 Census)	\$30,138	30.4%

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 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	2010	2011
MSA 40380	\$118,900	\$119,700

Source: National Association of Realtors

Labor, Employment and Economic Characteristics

AVERAGE ANNUAL UNEMPLOYMENT RATES		
Area	2010	2011
MSA 40380	8.2%	7.7%
City of Rochester	10.7%	10.4%

Rochester area employment accelerated in early 2011, and grew at a brisk annual rate of more than 3½ percent in the first half of the year. As of mid-year, the metro area had recouped nearly all of the 19,000 net jobs lost during the 2008-09 downturn. The job gains in 2011 have mainly been driven by the

professional & business services, education & health services, and manufacturing sectors.

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	3,407	8.0	2,810	7.5	326	11.6	271	12.3
Moderate-income	5,686	13.3	4,816	12.8	499	17.8	371	16.9
Middle-income	19,756	46.3	17,516	46.5	1,235	44.1	1,005	45.8
Upper-income	13,807	32.4	12,524	33.2	737	26.3	546	24.9
Unknown-income	21	0.0	13	0.0	5	0.2	3	0.1
Total Assessment Area	42,677	100.0	37,679	100.0	2,802	100.0	2,196	100.0
	Percentage of Total Businesses:			88.3		6.6		5.1

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: M&T's responsiveness to retail credit needs in the MSA was good based on market share activity and comparison to peer banks.

M&T ranked second in deposit market share, with 19% of the market, compared to ranking sixth in home purchase lending (5% market share), 8th in refinance lending (4% market share), 8th in home improvement lending (3% market share), and 7th in small business lending (5% market share). Peer comparisons based on the number of loans per billion dollars of deposits indicated that the bank's performance is consistent with the lending volume of similarly situated peers.

HMDA and small business volume for the examination period was down 16% compared to the previous examination period despite home improvement volume increasing 70% and refinance volume increasing 4%. Comparisons to the market aggregate for the examination period indicated greater declines for the aggregate overall.

Geographic Distribution: M&T’s overall geographic distribution of loans reflects good penetration in the Rochester assessment area. Lending penetration in LMI census tracts was excellent overall for home purchase and home improvement lending, good for small business lending, and adequate for refinance lending. The following table summarizes lending performance in LMI census tracts in 2010:

MSA 40380 (ROCHESTER, NY)				
Product	Low-income Tracts		Moderate-income Tracts	
	M & T Performance	2010 Aggregate Comparison	M & T Performance	2010 Aggregate Comparison
Home Purchase	Good	Significantly Above	Excellent	Above
Refinance	Poor	Below	Adequate	Slightly Above
Home Improvement	Good	Significantly Above	Excellent	Similar
Small Business	Excellent	Significantly Above	Adequate	Slightly Below

Low-income Geographies

In 2010, M&T made 3% of its home purchase, less than 1% of its refinance, and 7% of its home improvement loans in low-income geographies, exceeding the aggregate’s performance of 2% of its home purchase loans and 3% of home improvement loans and below the aggregate’s 1% of refinance loans. M&T’s home purchase and home improvement lending also compares favorably to the demographics of the MSA, which indicate that 4% of the available owner-occupied housing units are located within low-income geographies.

M&T originated 9% of its small business loans in low-income geographies which is significantly above the aggregate’s performance of 6% of small business loans in low-income geographies. The bank’s small business performance in low-income geographies is above the demographics, where 8% of small businesses operate. Performance in 2011 was below 2010’s performance as only 2% of M&T’s home purchase and 2% of its home improvement loans were in low-income geographies compared to the demographic of 4% of owner-occupied housing units located in low-income areas. Refinance lending performance in 2011 was similar to 2010 performance.

Moderate-income Geographies

In 2010, M&T made 14% of its home purchase, 7% of its refinance, and 13% of its home improvement loans in moderate-income geographies, exceeding the aggregate’s performance of

12% for home purchase loans, 6% for refinance loans and similar to the aggregate’s 14% for home improvement loans. The bank’s home purchase and home improvement lending performance also compares well to the demographics of the MSA, which indicate that 12% of the available owner-occupied housing units are located within moderate-income geographies.

M&T originated 10% of its small business loans in moderate-income geographies which is slightly below the aggregate’s performance of 12%. The bank’s small business performance in moderate-income geographies is below the demographics of moderate-income geographies, where 13% of all small businesses operate. Performance in 2011 was comparable to 2010.

Distribution by Borrower Income and Revenue Size of the Business: M&T’s distribution of borrowers in the Rochester assessment area reflects, given the product lines offered, good penetration among customers of different income levels and businesses of different sizes. Overall, lending to moderate-income borrowers was excellent while lending to low-income borrowers was good. Lending to small businesses was adequate. The following table summarizes lending performance to LMI borrowers and small businesses:

MSA 40380 (ROCHESTER, NY)				
Product	Low-income Borrowers		Moderate-income Borrowers	
	M & T Performance	2010 Aggregate Comparison	M & T Performance	2010 Aggregate Comparison
Home Purchase	Excellent	Significantly Above	Excellent	Slightly Above
Refinance	Adequate	Above	Excellent	Slightly Above
Home Improvement	Excellent	Significantly Above	Excellent	Slightly Above
	Lending to Businesses with GAR <= \$1 million		2010 Aggregate Comparison	
Small Business	Adequate		Significantly Above	

Low-income Borrowers

M&T’s HMDA lending performance in lending to low-income borrowers was good overall when compared to the 20% of families in the MSA which are of low-income and the performance of the aggregate. In 2010, the bank made 17%, 7%, and 22% 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 was significantly above the aggregate while its performance for refinance loans was above. The aggregate made 11%, 6%, and 14% of its home purchase, refinance, and home improvement loans, respectively, to low-income borrowers. 2011 performance was slightly weaker than 2010.

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. In 2010, the bank made 28%, 22%, and 35% of its home purchase, refinance, and home improvement loans, respectively, to moderate-income borrowers. M&T’s performance for home purchase, refinance, and home improvement loans was slightly above the aggregate group of lenders. The aggregate made 24%, 18%, and 29% of its home purchase, refinance, and home improvement loans, respectively, to moderate-income borrowers. 2011 performance was comparable to 2010.

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. In 2010, the bank made 50% of its small business loans to these businesses, compared to the 88% of business establishments in the MSA with GAR of \$1 million or less. Performance was significantly above the aggregate which made 30% of its loans to businesses with GAR of \$1 million or less. The bank made 60% of its small business loans in amounts of \$100,000 or less, which was below the aggregate which made 92% of its small business loans in amounts of \$100,000 or less. The average loan size was \$156,000. 2011 performance was comparable to 2010.

Community Development Lending:

M&T was a leader in community development lending activity in MSA 40380 (Rochester, NY) with 46 loan originations totaling \$197 million or 21% of the bank’s New York State community development lending. New commitments represented 95% of all community development lending activity.

Community Development Lending MSA 40380		
Purpose	#	\$('000s)
Affordable Housing	15	37,270
Economic Development	13	84,855
Community Services	13	43,214
Revitalize and Stabilize	5	31,596
Totals	46	196,935

Performance within the Rochester MSA was directed at economic development initiatives, which represented 43% of community development lending activity within the MSA. This conclusion was supported by a favorable comparison to five similarly situated large retail banks in the assessment area where M&T ranked 2nd in community development lending as a percentage of assessment area deposits.

Examples of community development initiatives included:

- A \$9 million revolving credit facility to a 100% women-owned manufacturing company for expansion of their facility. The project will create 100 new jobs, the majority of which are for LMI individuals.
- A \$2 million term facility to a non-profit corporation that supports the redevelopment of single family properties that were acquired through HUD, FHA and tax

foreclosures. The mission of the organization is to provide affordable single family housing for LMI individuals in Rochester.

- A \$9.5 million revolving credit facility to assist in expansion of a manufacturing company located in a low-income area in Rochester that was targeted for redevelopment by the state. Expansion of the business allows it to remain in Rochester. The business employs over 160 local residents.

INVESTMENT TEST

M&T's investment performance in MSA 40380 was excellent. The bank made an excellent level of qualified investments in MSA 40380. Qualified investments totaled \$70 million, or 35% of statewide activity. M&T's qualified investment activity exhibited excellent responsiveness to assessment area credit needs as detailed in the table below. M&T made extensive use of complex investments to support community development initiatives, through investments of \$68 million or 98% of total MSA qualified investments in LIHTCs. M&T's investment level compared favorably to similarly-situated large retail banks in the assessment area.

Qualified Investments MSA 40380		
Purpose	#	\$('000s)
Affordable Housing	37	68,701
Community Services	94	1,095
Economic Development	0	0
Revitalize & Stabilize	0	0
Total	131	69,796

Qualified investment activity included:

- Fifteen LIHTCs totaling \$68 million to support affordable housing.
- Two deposits totaling \$150,000 with a Community Development Credit Union.
- Multiple grants totaling \$1.1 million to organizations that support affordable housing, economic development, and community services to LMI individuals throughout this assessment area.

SERVICE TEST

M&T's performance under the service test in MSA 40380 (Rochester, NY) was excellent based on reasonableness of business hours and services and leadership in providing community development services within the assessment area.

Retail Services: M&T's delivery systems were accessible to geographies and individuals of different income levels in the assessment area. M&T operated 33 branches in MSA 40380, of

which 2 (6%) were located in low-income areas and 4 (12%) were in moderate-income areas. This compares reasonably to the 9% and 14% of the MSA's population that resides in low- and moderate-income areas, respectively.

Alternative delivery systems slightly enhanced the bank's performance in the assessment area. M&T had 23 off-site ATM locations in the MSA; 3 (13%) of which were located in low-income tracts and 1 (4%) was in a moderate-income tract.

Changes in branch locations did not adversely affect the accessibility of the bank's delivery systems. During the examination period, M&T did not open or close any branches in MSA 40380.

The bank's hours and services are tailored to the convenience and needs of the assessment area, particularly LMI geographies and/or LMI individuals. Of the 33 branches in the MSA, 31 or 94% had early morning, late evening hours or Saturday hours. Of the 6 branches in LMI census tracts, 5 or 83% had extended or Saturday hours.

Community Development Services:

M&T was a leader in providing 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 40 non-profit and community based organizations in the Rochester assessment area.

Community Development Services MSA 40380	
Mortgage Education Seminars	255
Financial Literacy Seminars	7
Small Business Seminars	9
Technical Assistance	3
Total	274

2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: MSA 40380

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	#	Bank %	% \$(000s)	%	Aggregate % \$(000s)	#	Bank %	% \$(000s)	%	Aggregate % \$(000s)
Home Purchase										
Low	22	3.3%	1.9%	1.8%	1.0%	117	17.4%	9.9%	11.3%	6.3%
Moderate	95	14.2%	8.6%	11.5%	7.2%	191	28.5%	23.3%	24.2%	18.6%
Middle	341	50.8%	44.6%	50.2%	44.4%	119	17.7%	17.6%	20.3%	19.8%
Upper	213	31.7%	44.9%	36.5%	47.4%	130	19.4%	31.1%	27.5%	39.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	114	17.0%	18.1%	16.5%	16.0%
<i>Total</i>	<i>671</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>671</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
Refinance										
Low	3	0.7%	0.4%	1.1%	0.6%	32	7.0%	3.7%	5.5%	2.9%
Moderate	30	6.6%	4.0%	5.5%	3.6%	99	21.8%	14.2%	17.7%	12.1%
Middle	192	42.3%	33.5%	46.9%	39.5%	92	20.3%	15.7%	23.1%	19.6%
Upper	229	50.4%	62.1%	46.5%	56.3%	185	40.7%	56.7%	43.6%	54.6%
Unknown	0	0.0%	0.0%	0.0%	0.0%	46	10.1%	9.7%	10.1%	10.8%
<i>Total</i>	<i>454</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>454</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
Home Improvement										
Low	7	7.4%	3.9%	3.0%	1.3%	21	22.3%	8.1%	14.3%	7.0%
Moderate	12	12.8%	5.9%	13.5%	7.7%	33	35.1%	17.1%	29.4%	16.8%
Middle	52	55.3%	27.1%	59.9%	53.5%	14	14.9%	6.5%	26.8%	25.5%
Upper	23	24.5%	63.1%	23.7%	37.6%	23	24.5%	55.0%	28.2%	47.5%
Unknown	0	0.0%	0.0%	0.0%	0.0%	3	3.2%	13.3%	1.3%	3.1%
<i>Total</i>	<i>94</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>94</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%	6.8%	0.3%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	27.1%	6.5%	0	0.0%	0.0%	0.0%	0.0%
Middle	5	45.5%	15.9%	47.5%	64.7%	0	0.0%	0.0%	0.0%	0.0%
Upper	6	54.5%	84.1%	18.6%	28.5%	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%
<i>Total</i>	<i>11</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>11</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
HMDA Totals										
Low	32	2.6%	0.9%	1.6%	0.8%	170	13.8%	4.9%	9.1%	4.5%
Moderate	137	11.1%	4.5%	9.2%	5.6%	323	26.3%	13.2%	21.9%	14.7%
Middle	590	48.0%	32.2%	49.7%	43.5%	225	18.3%	11.5%	22.1%	18.7%
Upper	471	38.3%	62.4%	39.5%	50.2%	338	27.5%	29.4%	34.4%	44.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	174	14.1%	41.0%	12.5%	18.1%
<i>Total</i>	<i>1,230</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>1,230</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
SMALL BUSINESS										
By Tract Income										
		Bank			Aggregate			Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	% \$(000s)
Low	64	9.4%	8.7%	5.6%	8.2%					
Moderate	65	9.6%	9.2%	12.4%	14.2%					
Middle	283	41.6%	42.2%	45.5%	44.4%					
Upper	268	39.4%	39.9%	34.7%	32.6%					
Unknown	0	0.0%	0.0%	0.0%	0.0%					
Tract Unknown	0	0.0%	0.0%	1.7%	0.7%					
<i>Total</i>	<i>680</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>					
By Revenue										
\$1 Million or Less	340	50.0%	25.4%	30.0%	30.7%					
By Loan Size										
\$100,000 or less	411	60.4%	16.7%	91.9%	30.5%					
\$100,001-\$250,000	151	22.2%	25.0%	4.2%	18.0%					
\$250,001-\$1 Million	118	17.4%	58.4%	3.9%	51.5%					
<i>Total</i>	<i>680</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 45060 (SYRACUSE, NY)

DESCRIPTION OF INSTITUTION'S OPERATIONS

As of December 31, 2011, M&T operated 29 branches in MSA 45060 (Syracuse, NY), representing 13% of New York State branches. As of June 30, 2011 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 a 21% market share of the 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.

To help determine the availability of community development opportunities within the assessment area, the CRA public evaluations of other financial institutions operating in these areas were reviewed. Also, area members of the community were contacted to discern information about local economic conditions, local credit needs, performance of banks in the assessment area, as well as potential community development opportunities.

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. In addition, according to the 2010 Census, 10.6% of the MSA population is aged 65 and older, compared to a national average of 13.3%.

Income Characteristics

The Syracuse MSA has a lower median family income relative to the other full scope assessment areas in upstate New York. As shown in the table in the right, the 2000 Census found that the median family income for the City of Syracuse is lower than the rest of the MSA, with the city having a high concentration of LMI census tracts. In addition, the percent of families living in poverty in the City of Syracuse is significantly higher than both the MSA as a whole, and the 2010 national rate of 15.1%.

HUD MEDIAN FAMILY INCOME		
MSA	2010	2011
45060 (Syracuse, NY)	\$64,300	\$65,700

2000 AND 2010 CENSUS INCOME		
Area	Median Family Income	% of Families Below Poverty Level
MSA 45060 (Yr: 2000)	\$49,270	8.5%
City of Syracuse (Yr: 2000)	\$33,026	21.7%
City of Syracuse (Yr: 2010)	\$40,023	29.4%

Housing Characteristics

MEDIAN HOME SALES PRICES		
Area	2010	2011*
MSA 45060	\$125,100	\$122,900

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 the need 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. Manufacturing accounts for roughly 11 percent of employment in line with the national average. In particular, computer and electronics manufacturing is highly concentrated in the metro area, especially in Onondaga County. Educational services are also a major industry, led by Syracuse University in Onondaga County and Colgate University in Madison County.

AVERAGE ANNUAL UNEMPLOYMENT RATES		
Area	2010	2011
MSA 45060	8.6%	8.2%
City of Syracuse	9.2%	9.1%

As shown in the chart to the left, the New York State Department of Labor reports that jobless rates have decreased 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.

Thus far in 2011, metropolitan Syracuse has seen moderate job gains, in line with the nationwide average. Virtually all of the job gains in 2011 have been in professional and business services and state and local government. However, the manufacturing, retail trade, and leisure and hospitality sectors have seen moderate job losses. Overall, the metro area has recouped about a third of the jobs that is lost during the downturn. Home prices, which did not decline substantially during the downturn, slipped in early 2011 but rebounded during the summer and are close to their previous peak.

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	3,356	13.7	2,713	12.6	373	22.9	270	20.0
Moderate-income	2,207	9.0	1,917	8.9	161	9.9	129	9.5
Middle-income	11,062	45.2	9,593	44.7	796	48.8	673	49.8
Upper-income	7,822	32.0	7,242	33.7	301	18.5	279	20.7
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	24,447	100.0	21,465	100.0	1,631	100.0	1,351	100.0
	Percentage of Total Businesses:			87.8	6.7	5.5		

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 based on market share activity and comparison to peer banks.

M&T ranked second in deposit market share (20% market share) compared to fifth in home purchase lending (4% market share), fifth in refinance lending (6% market share), fifth in home improvement lending (6% market share), and seventh in small business lending (5% market share). Peer comparisons based on the number of loans per billion dollars of deposits indicates that M&T’s lending volume is consistent with the performance of similarly-situated banks.

HMDA and small business volume for the examination period was down 6% compared to the

previous examination period despite home improvement volume increasing 20% and refinance volume increasing 40%. Comparisons to the aggregate for the examination period indicated greater declines for the aggregate overall.

Geographic Distribution: M&T’s overall geographic distribution of loans reflects good penetration in the Syracuse assessment area. Lending penetration in LMI census tracts was excellent overall for home purchase lending, good overall for small business and home improvement lending and poor for refinance lending. The following table summarizes lending performance in LMI census tracts in 2010:

MSA 45060 (SYRACUSE, NY)				
Product	Low-income Tracts		Moderate-income Tracts	
	M & T Performance	2010 Aggregate Comparison	M & T Performance	2010 Aggregate Comparison
Home Purchase	Good	Above	Excellent	Above
Refinance	Poor	Slightly Above	Poor	Slightly Below
Home Improvement	Poor	Significantly Below	Good	Similar
Small Business	Good	Slightly Below	Good	Similar

Low-income Geographies

In 2010, M&T made 3% of its home purchase and 1% of its refinance in low-income geographies. M&T did not make any home improvement loans in low-income geographies. Performance exceeded the aggregate which made 2% of its home purchase and slightly less than 1% of its refinance loans in low-income geographies. The aggregate made 2% of its home improvement loans in low-income geographies. M&T originated 10% of its small business loans in low-income geographies which is slightly below the aggregate’s performance of 12% of small business loans in low-income geographies.

The bank’s home purchase lending is similar to the demographics of the assessment area, which indicate 3% of owner-occupied housing units are located in low-income tracts. Small business performance in low-income geographies is slightly below the demographics, which indicate 14% of small businesses are located in low-income geographies. Refinance and home purchase lending performance is below the demographics.

Performance in 2011 was comparable to 2010 performance, except for home improvement lending which was stronger in 2011.

Moderate-income Geographies

In 2010, M&T made 10% of its home purchase, 3% of its refinance, and 7% of its home improvement loans in moderate-income geographies, exceeding the aggregate’s performance of

7% for home purchase loans. M&T's performance was slightly below the aggregate's 4% for reference loans and similar to the aggregate's 8% for its home improvement lending. The bank's home purchase lending performance also compares well to the demographics of the MSA, which indicate that 9% of the available owner-occupied housing units are located within moderate-income geographies.

M&T originated 8% of its small business loans in moderate-income geographies which is similar to the aggregate's performance of 8%. The bank's small business performance in moderate-income geographies is slightly below the demographics of moderate-income geographies, where 9% of all small businesses operate.

Overall performance in 2011 was comparable to 2010.

Distribution by Borrower Income and Revenue Size of Business: M&T's distribution of borrowers in the Syracuse, New York assessment area reflects, given the product lines offered, good penetration among customers of different income levels and businesses of different sizes. Overall, lending to moderate-income borrowers was excellent while lending to low-income borrowers was adequate. Lending to small businesses was adequate. The following table summarizes lending performance to LMI borrowers and small businesses:

MSA 45060 (SYRACUSE, NY)				
Product	Low-income Borrowers		Moderate-income Borrowers	
	M & T Performance	2010 Aggregate Comparison	M & T Performance	2010 Aggregate Comparison
Home Purchase	Good	Significantly Above	Excellent	Similar
Refinance	Adequate	Below	Excellent	Slightly Above
Home Improvement	Adequate	Above	Excellent	Above
	Lending to Businesses with GAR <= \$1 million		2010 Aggregate Comparison	
Small Business	Adequate		Significantly 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. In 2010, the bank made 15%, 4%, and 12% of its home purchase, refinance, and home improvement loans to low-income borrowers respectively.

M&T's performance for home purchase, refinance, and home improvement loans was significantly above, below, and above the aggregate, respectively. The aggregate made 10%, 6%,

and 9% of its home purchase, refinance, and home improvement loans to low-income borrowers, respectively. 2011 performance was comparable to 2010.

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. In 2010, the bank made 25%, 18%, and 36% of its home purchase, refinance, and home improvement loans respectively, to moderate-income borrowers. M&T’s performance for home purchase, refinance, and home improvement loans was similar, slightly above, and above the aggregate group of lenders, respectively. The aggregate made 23%, 16%, and 25% of its home purchase, refinance, and home improvement loans, respectively, to moderate-income borrowers. 2011 performance was comparable to 2010.

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. In 2010, the bank made 49% of its small business loans to these businesses, compared to the 88% of business establishments in the MSA with GAR of \$1 million or less. Performance was significantly above the aggregate which made 25% of its loans to businesses with GAR of \$1 million or less. The bank made 65% of its small business loans in amounts of \$100,000 or less, which was below the aggregate which made 91% of its small business loans in amounts of \$100,000 or less. The average loan size was \$129,000. 2011 performance was comparable to 2010.

Community Development Lending: M&T’s was a leader in community development lending activity in MSA 45060 (Syracuse, NY) with 18 loan originations totaling \$109 million, or 11% of the bank’s community development activity in New York State. M&T’s lending efforts were targeted to revitalization and stabilization, which represented \$80 million or 73% of community development lending activity. M&T ranked 2nd out of six similarly-situated banks when comparing annualized community development loans to deposits within MSA 45060. New commitments represented 98% of all community development lending activity.

Community Development Lending MSA 45060		
Purpose	#	\$(’000s)
Affordable Housing	3	3,178
Economic Development	5	16,250
Community Services	5	10,061
Revitalize and Stabilize	5	79,996
Totals	18	109,485

An example of community development initiatives included:

- A \$10 million loan to finance the expansion of a manufacturing facility for steam, hot water, and thermal energy transfer systems. Expansion of the facility will create 50 new jobs, many of which are for LMI individuals. The loan was part of a local economic development initiative.

- A \$5 million line of credit to provide working capital for a business constructing a new facility, relocating into a New York State Empire Zone and creating jobs previously performed in Florida.
- A \$1.5 million line of credit to a non-profit corporation to provide funding for a special home improvement loan program for LMI individuals in the City of Syracuse. The organization coordinates affordable housing efforts with the goal of improving the lives of the underserved and revitalizing the communities in which they live in upstate and central New York.

INVESTMENT TEST

M&T's investment performance in MSA 45060 was excellent. M&T made an excellent level of qualified investments in this assessment area. Qualified investments totaled \$42 million, or 21% of statewide activity, up from \$2.4 million at the previous evaluation. The bank's qualified investment activity exhibited excellent responsiveness to assessment area credit needs as detailed in the table below. M&T made occasional use of complex investments to support community development initiatives, through investments of \$10 million or 24% of total MSA qualified investments in LIHTCs. M&T's investment level compared favorably to similarly-situated large retail banks in the assessment area.

Qualified Investments MSA 45060		
Purpose	#	\$('000s)
Affordable Housing	11	5,705
Community Services	62	31,563
Revitalize & Stabilize	1	4,313
Economic Development	0	0
Total	74	41,581

Qualified investment activity included:

- A \$31 million tax-exempt bond to support a health care facility in a low-income tract in Onondaga County.
- Multiple grants totaling \$656 thousand to organizations that support affordable housing and community services to LMI individuals throughout this assessment area.

SERVICE TEST

M&T's performance under the service test in MSA 45060 (Syracuse, NY) was good based on good branch distribution and a relatively high level of community development services provided within the assessment area.

Retail Services: M&T's delivery systems were accessible to geographies and individuals of different income levels in this assessment area. M&T operated 29 branches in the Syracuse MSA. Three (10%) of these branches were located in low-income areas and 2 (7%) were in moderate-income areas, in comparison to 10% and 13% of the MSA's population residing in low- and moderate-income areas, respectively.

Alternative delivery systems slightly enhanced M&T's performance in the assessment area. M&T had 12 off-site ATM locations in the Syracuse MSA with two (17%) located in low-income tracts.

Changes in branch locations did not adversely affect the accessibility of the bank's delivery systems. M&T did not open or close any branches in MSA 45060 during the examination period.

The bank's products and services do not vary in a way that inconveniences its assessment area, particularly LMI areas geographies and/or LMI individuals. Of the 29 branches in the MSA, 27, or 93%, have early morning, late evening or Saturday hours. Of the 5 branches in LMI census tracts, 3 or 60% had extended or Saturday hours.

Community Development Services: M&T provided a relatively high level of community development services in the Syracuse MSA. 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 14 non-profit and community based organizations throughout the bank's assessment area.

Community Development Services MSA 45060	
Mortgage Education Seminars	230
Small Business Seminars	6
Technical Assistance	4
Total	240

2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: MSA 45060

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	#	Bank %	% \$(000s)	Aggregate %	% \$(000s)	#	Bank %	% \$(000s)	Aggregate %	% \$(000s)
Home Purchase										
Low	7	2.6%	1.6%	1.9%	1.3%	41	15.2%	9.1%	10.1%	5.6%
Moderate	26	9.7%	6.0%	6.8%	3.9%	67	24.9%	19.3%	23.4%	17.4%
Middle	136	50.6%	42.2%	51.3%	45.4%	60	22.3%	21.9%	25.4%	24.5%
Upper	100	37.2%	50.2%	40.0%	49.4%	63	23.4%	35.9%	32.0%	44.1%
Unknown	0	0.0%	0.0%	0.0%	0.0%	38	14.1%	13.8%	9.1%	8.4%
<i>Total</i>	<i>269</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>269</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
Refinance										
Low	4	1.0%	0.4%	0.9%	0.5%	14	3.6%	1.9%	5.5%	2.9%
Moderate	12	3.1%	1.8%	3.8%	2.2%	69	17.7%	12.0%	15.5%	10.3%
Middle	180	46.3%	44.0%	47.3%	40.5%	83	21.3%	17.3%	23.5%	19.5%
Upper	193	49.6%	53.8%	48.0%	56.8%	163	41.9%	52.7%	46.2%	57.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	60	15.4%	16.1%	9.3%	10.0%
<i>Total</i>	<i>389</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>389</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%	2.0%	0.9%	10	12.3%	4.6%	9.1%	4.6%
Moderate	6	7.4%	1.1%	7.8%	4.1%	29	35.8%	17.3%	24.9%	13.6%
Middle	44	54.3%	43.4%	53.5%	44.2%	20	24.7%	31.4%	27.0%	20.6%
Upper	31	38.3%	55.5%	36.7%	50.8%	19	23.5%	24.2%	36.9%	55.8%
Unknown	0	0.0%	0.0%	0.0%	0.0%	3	3.7%	22.6%	2.2%	5.5%
<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%	21.9%	20.2%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	15.6%	6.7%	0	0.0%	0.0%	0.0%	0.0%
Middle	4	100.0%	100.0%	53.1%	70.7%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	9.4%	2.4%	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	11	1.5%	0.8%	1.5%	1.3%	65	8.7%	4.7%	7.9%	4.2%
Moderate	44	5.9%	3.3%	5.5%	3.1%	165	22.2%	14.5%	19.9%	13.6%
Middle	364	49.0%	45.2%	49.7%	43.5%	163	21.9%	18.9%	24.6%	21.6%
Upper	324	43.6%	50.7%	43.3%	52.1%	245	33.0%	43.8%	38.8%	49.8%
Unknown	0	0.0%	0.0%	0.0%	0.0%	105	14.1%	18.2%	8.8%	10.8%
<i>Total</i>	<i>743</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>743</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
SMALL BUSINESS										
By Tract Income										
	#	Bank %	% \$(000s)	Aggregate %	% \$(000s)					
Low	38	10.4%	11.6%	11.9%	15.8%					
Moderate	30	8.2%	4.1%	8.0%	6.3%					
Middle	168	46.0%	45.6%	45.5%	49.6%					
Upper	129	35.3%	38.7%	32.0%	27.7%					
Unknown	0	0.0%	0.0%	0.0%	0.0%					
Tract Unknown	0	0.0%	0.0%	2.6%	0.6%					
<i>Total</i>	<i>365</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>					
By Revenue										
\$1 Million or Less	178	48.8%	30.2%	25.4%	24.1%					
By Loan Size										
\$100,000 or less	238	65.2%	21.4%	90.6%	24.4%					
\$100,001-\$250,000	73	20.0%	27.5%	4.4%	16.7%					
\$250,001-\$1 Million	54	14.8%	51.0%	4.9%	58.9%					
<i>Total</i>	<i>365</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 14 branches in MSA 13780 (Binghamton, NY) as of December 31, 2011, representing 6% of the bank’s total number of branches in New York State. The Binghamton MSA generated 6% of M&T’s New York State deposits as of June 30, 2011, and the bank ranked first in MSA deposit market share, with 49% of deposits. Other leaders in terms of deposit market share included HSBC, NBT Bank NA, and Tioga State Bank.

To help determine the availability of community development opportunities within the assessment area, the CRA public evaluations of other financial institutions operating in these areas were reviewed. Also, members of the community were contacted to discern information about local economic conditions, local credit needs, performance of banks in the assessment area, as well as potential community development opportunities.

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 and a national rate of 13.3%.

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. In addition, the median family income for the city of Binghamton is lower than the rest of the MSA. In addition, the percent of families living in poverty in the city of Binghamton is significantly higher than both the MSA as a whole, and the 2010 national rate of 15.1% and limits lending opportunities in the area.

HUD MEDIAN FAMILY INCOMES		
AREA	2010	2011
MSA 13780	\$60,400	\$61,000

2000 AND 2010 CENSUS INCOME		
Area	Median Family Income	% of Families Below Poverty Level
MSA 13780 (Yr: 2000)	\$44,100	8.2%
City of Binghamton (Yr: 2000)	\$25,665	23.7%
City of Binghamton (Yr: 2010)	\$30,627	30%

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	
2010	2011
\$110,300	\$113,800

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 \$110,300 as of December 2010 and increased slightly to \$113,800 in 2011.

Labor, Employment and Economic Conditions

In the first half of 2011, the Binghamton metropolitan area saw only modest job growth, both in the private sector and in government. In contrast with much of New York State, Binghamton's manufacturing sector added jobs in the first half of 2011. Professional and business services, education and health services and trade, transportation and utilities have also contributed to overall job gains. Small business financing remains an important credit need, given that small businesses represent a significant portion of the businesses in the MSA.

AVERAGE ANNUAL UNEMPLOYMENT RATES		
Area	2010	2011
MSA 13780	8.8%	8.4%

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

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 based on market share activity and comparison to peer banks.

M&T ranked first in deposit market share (50% market share) compared to third in home purchase lending (10% market share), third in refinance lending (10% market share), fourth in home improvement lending (11% market share), and fourth in small business lending (9% market share). Peer comparisons based on the number of loans per billion dollars of deposits indicates that M&T's overall lending compared less favorably to the performance of three similarly-situated banks.

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	665	6.7	541	6.1	73	12.9	51	10.6
Moderate-income	1,447	14.6	1,271	14.4	107	18.9	69	14.4
Middle-income	5,424	54.9	4,912	55.6	261	46.1	251	52.3
Upper-income	2,352	23.8	2,118	24.0	125	22.1	109	22.7
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	9,888	100.0	8,842	100.0	566	100.0	480	100.0
	Percentage of Total Businesses:			89.4	5.7	4.9		

HMDA and small business volume for the examination period was down 12% compared to the previous examination period despite refinance volume increasing 29%. Comparisons to the aggregate for the examination period indicated greater declines for the aggregate overall.

Geographic Distribution: M&T's overall geographic distribution of loans reflects excellent penetration in the Binghamton assessment area. Lending penetration in LMI census tracts was overall excellent for home purchase, home improvement, and small business lending and good for refinance lending. The following table summarizes lending performance in LMI census tracts in 2010:

MSA 13780 (BINGHAMTON, NY)				
Product	Low-income Tracts		Moderate-income Tracts	
	M & T Performance	2010 Aggregate Comparison	M & T Performance	2010 Aggregate Comparison
Home Purchase	Adequate	Below	Excellent	Above
Refinance	Adequate	Significantly Above	Good	Above
Home Improvement	Good	Significantly Above	Excellent	Above
Small Business	Excellent	Significantly Above	Excellent	Slightly Below

Low-income Geographies

In 2010, M&T made 1% of its home purchase, 1% of its refinance, and 4% of its home improvement loans in low-income geographies. Performance exceeded the aggregate which made less than 1% of its refinance and 1% of its home improvement lending in low-income geographies. M&T's home purchase lending activity was below the aggregate, which made 2% of its home purchase loans in low-income geographies. M&T's home improvement lending performance compares well to the demographics of the MSA, which indicate that 1% of the available owner-occupied housing units are located within low-income geographies.

M&T originated 13% of its small business loans in low-income geographies which is significantly above the aggregate's performance of 9% of small business loans in low-income geographies. The bank's small business performance in low-income geographies is also significantly above the demographics of the low-income geographies, where 7% of small businesses are located.

Performance in 2011 was weaker in home purchase and home improvement lending.

Moderate-income Geographies

In 2010, M&T made 15% of its home purchase, 9% of its refinance, and 11% of its home improvement loans in moderate-income geographies, exceeding the aggregate's performance of 11% for home purchase loans, 6% for its refinance loans, and 8% for home improvement loans. The bank's home purchase and home improvement lending performance also compares well to the demographics of the MSA, which indicate that 9% of the available owner-occupied housing units are located within moderate-income geographies.

M&T originated 16% of its small business loans in moderate-income geographies which is slightly above the aggregate's performance of 14%. The bank's small business performance in moderate-income geographies is slightly above the demographics of moderate-income geographies, where 14% of all small businesses operate.

Performance in 2011 was comparable to 2010.

Distribution by Borrower Income and Revenue Size of Business: M&T’s distribution of loans to borrowers in the Binghamton assessment area reflects, given the product lines offered, good penetration among customers of different income levels and businesses of different sizes. Overall, lending to moderate-income borrowers was excellent while lending to low-income borrowers was adequate. Lending to small businesses was adequate. The table below summarizes lending performance to LMI borrowers and small businesses:

Low-income Borrowers

M&T’s HMDA lending performance in lending to low-income borrowers was adequate overall when compared to the 19% of families in the MSA which are of low-income and the performance of the aggregate. In 2010, the bank made 5%, 8%, and 29% 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 was below, above and significantly above the aggregate levels, respectively. The aggregate made 10%, 6%, and 14% of its home purchase, refinance, and home improvement loans, respectively, to low-income borrowers. 2011 performance was slightly stronger than 2010.

MSA 13780 (BINGHAMTON, NY)				
Product	Low-income Borrowers		Moderate-income Borrowers	
	M & T Performance	2010 Aggregate Comparison	M & T Performance	2010 Aggregate Comparison
Home Purchase	Adequate	Below	Excellent	Above
Refinance	Adequate	Above	Excellent	Above
Home Improvement	Excellent	Significantly Above	Excellent	Similar
	Lending to Businesses with GAR <= \$1 million		2010 Aggregate Comparison	
Small Business	Adequate		Above	

Moderate-income Borrowers

M&T’s HMDA-lending performance to moderate-income borrowers was excellent when compared to the 19% of families in the MSA who are of moderate-income. In 2010, the bank made 38%, 25%, and 22% 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 lenders; while its performance for home improvement loans was similar. The aggregate made 28%, 20%, and 20% of its home purchase, refinance, and

home improvement loans, respectively, to moderate-income borrowers. 2011 performance was comparable to 2010.

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. In 2010, the bank made 52% of its small business loans to these businesses, compared to the 89% of business establishments in the MSA with GAR of \$1 million or less. Performance was above the aggregate which made 37% to businesses with GAR of \$1 million or less. The bank made 65% 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. The average loan size was \$144,000. 2011 performance was comparable to 2010.

Community Development Lending:

M&T's made an adequate level of community development loans in MSA 13780 (Binghamton, NY) with 10 loan originations totaling \$11 million, or 1% of the bank's New York State community development lending activity. Performance within the MSA was directed at economic development initiatives, which represented 90% of community development lending activity within the MSA. M&T compared favorably to four similarly-situated banks when comparing annualized community development loans to deposits within MSA 13780. New commitments represented 72% of all community development lending activity.

Community Development Lending MSA 13780		
Purpose	#	\$('000s)
Affordable Housing	3	225
Economic Development	3	10,022
Community Services	4	850
Revitalize and Stabilize	0	0
Totals	10	11,097

Examples of community development initiatives included:

- A \$4.1 million participation in a SBA 504 loan for construction of a hotel that will create jobs for LMI individuals in the Binghamton area.
- A \$500,000 line of credit to a 150 bed nursing facility for senior LMI individuals. The facility is located in a moderate-income area. Seventy percent of all revenues for the facility comes from Medicaid.
- A \$350,000 line of credit to a non-profit corporation that provides social services to the residents of Broome County. Services include operation of a food pantry, 2011 flood relief assistance including food, shelter, and clothing, housing for the developmentally disabled, and residential group homes for children.

INVESTMENT TEST

M&T's investment performance in MSA 13780 was adequate. M&T made an adequate level of qualified investments in this assessment area. Qualified investments totaled \$2 million or 1% of

state activity. The bank’s qualified investment activity exhibited good responsiveness to assessment area credit needs as detailed in the table below. Qualified investments supported affordable housing initiatives and organizations that provide community development services that benefit LMI families. M&T’s investment level was average, when compared to similarly-situated large retail banks in the assessment area.

M&T made significant use of complex investments to support community development initiatives through investments in LIHTCs, which totaled \$1 million or 44% of total MSA qualified investments.

Qualified Investments MSA 13780		
Purpose	#	\$(‘000s)
Affordable Housing	10	1,914
Community Services	38	342
Economic Development	0	0
Revitalize & Stabilize	0	0
Total	48	2,256

Qualified investment activity included:

- A \$1 million investment in a multi-property LIHTC project.
- A \$135 thousand deposit in a community development credit union.
- Multiple grants totaling \$177 thousand to organizations that support affordable housing and community services to LMI individuals throughout the assessment area.

SERVICE TEST

M&T’s performance under the service test in MSA 13780 (Binghamton, NY) was excellent based on excellent branch distribution and its leadership position in providing community development services within the assessment area.

Retail Services: M&T’s delivery systems were readily accessible to geographies and individuals of different income levels in this assessment area. M&T operated 14 branches in the Binghamton MSA. Two (14%) of these branches were located in low-income areas and 2 (14%) were in moderate-income areas, which compares favorably to 3% and 15% of the MSA’s population residing in low- and moderate-income areas, respectively.

Alternative delivery systems enhanced M&T’s performance in the assessment area. M&T had 8 off-site ATM locations in the assessment area with two (25%) located in moderate-income tracts.

Changes in branch locations in the assessment area did not adversely affect the accessibility of the bank’s delivery systems. During the evaluation period, M&T closed one branch, which was

located in a moderate-income tract. M&T did not open any new branches in MSA 45060 during the examination period.

Services did not vary in a way that inconveniences its assessment area, particularly LMI geographies and/or LMI individuals. Of the 14 branches in the MSA, 8, or 57%, have early morning, late evening or Saturday hours. Of the 4 branches in LMI census tracts, 2, or 50%, had extended or Saturday hours.

Community Development Services: M&T was a leader in providing community development services in the assessment area, as shown in the table to the right. The majority of the seminars produced by M&T related to mortgage education. In addition, management and staff served as directors, advisors or committee members to 11 non-profit and community based organizations throughout the bank's assessment area.

Community Development Services MSA 13780	
Mortgage Education Seminars	41
Small Business Seminars	6
Financial Literacy Seminars	1
Technical Assistance	1
Total	49

2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: MSA 13780

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	#	Bank %	Bank % \$(000s)	Aggregate %	Aggregate % \$(000s)	#	Bank %	Bank % \$(000s)	Aggregate %	Aggregate % \$(000s)
Home Purchase										
Low	2	1.0%	0.6%	1.7%	1.1%	11	5.3%	3.2%	10.0%	5.9%
Moderate	31	15.0%	10.7%	10.7%	7.5%	79	38.3%	30.7%	28.4%	22.4%
Middle	111	53.9%	52.4%	56.1%	52.6%	46	22.3%	22.2%	27.4%	27.3%
Upper	62	30.1%	36.3%	31.5%	38.8%	54	26.2%	38.3%	28.0%	39.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	16	7.8%	5.7%	6.1%	5.4%
<i>Total</i>	<i>206</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>206</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
Refinance										
Low	2	0.9%	0.5%	0.4%	0.3%	17	8.0%	5.7%	5.7%	3.3%
Moderate	19	9.0%	5.1%	6.3%	4.1%	53	25.0%	17.1%	19.5%	14.1%
Middle	108	50.9%	43.2%	56.0%	51.6%	51	24.1%	19.7%	24.6%	21.2%
Upper	83	39.2%	51.1%	37.2%	44.0%	75	35.4%	50.5%	42.5%	53.1%
Unknown	0	0.0%	0.0%	0.0%	0.0%	16	7.5%	7.0%	7.7%	8.3%
<i>Total</i>	<i>212</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>212</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
Home Improvement										
Low	2	3.6%	2.0%	1.2%	0.5%	16	29.1%	19.1%	14.4%	4.0%
Moderate	6	10.9%	10.7%	7.9%	4.6%	12	21.8%	24.9%	20.4%	13.0%
Middle	37	67.3%	61.0%	65.2%	60.0%	13	23.6%	18.5%	25.1%	23.2%
Upper	10	18.2%	26.3%	25.7%	34.8%	14	25.5%	37.6%	37.5%	57.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	2.6%	2.6%
<i>Total</i>	<i>55</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>55</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%	13.6%	11.5%	0	0.0%	0.0%	0.0%	0.0%
Moderate	4	57.1%	96.2%	50.0%	80.4%	0	0.0%	0.0%	0.0%	0.0%
Middle	1	14.3%	0.7%	27.3%	6.6%	0	0.0%	0.0%	0.0%	0.0%
Upper	2	28.6%	3.1%	9.1%	1.5%	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%
<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>
HMDA Totals										
Low	6	1.3%	0.4%	1.1%	1.5%	44	9.2%	3.2%	8.4%	4.2%
Moderate	60	12.5%	34.6%	8.5%	11.5%	144	30.0%	16.6%	23.3%	16.5%
Middle	257	53.5%	33.6%	56.9%	48.9%	110	22.9%	14.6%	25.7%	22.2%
Upper	157	32.7%	31.4%	33.4%	38.2%	143	29.8%	31.0%	35.6%	43.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	39	8.1%	34.7%	6.9%	13.9%
<i>Total</i>	<i>480</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>480</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	29	12.6%	12.2%	8.5%	11.3%					
Moderate	37	16.1%	7.6%	14.4%	12.8%					
Middle	99	43.0%	39.4%	48.7%	44.0%					
Upper	65	28.3%	40.8%	26.7%	31.3%					
Unknown	0	0.0%	0.0%	0.0%	0.0%					
Tract Unknown	0	0.0%	0.0%	1.7%	0.5%					
<i>Total</i>	<i>230</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>					
By Revenue										
\$1 Million or Less	119	51.7%	27.1%	36.8%	38.9%					
By Loan Size										
\$100,000 or less	150	65.2%	18.2%	92.5%	37.1%					
\$100,001-\$250,000	45	19.6%	24.0%	4.3%	20.9%					
\$250,001-\$1 Million	35	15.2%	57.8%	3.2%	42.0%					
<i>Total</i>	<i>230</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 10580 (ALBANY-SCHENECTADY-TROY, NY)

DESCRIPTION OF INSTITUTION’S OPERATIONS

As of December 31, 2011, M&T operated 13 branches, representing 6% of its New York State branches, in this MSA. The bank was ranked eighth in terms of deposit market share, as of June 30, 2011, 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

To help determine the availability of community development opportunities within the assessment area, the CRA public evaluations of other financial institutions operating in these areas were reviewed. Also, members of the community were contacted to discern information about local economic conditions, local credit needs, performance of banks in the assessment area, as well as potential community development opportunities.

Demographic Characteristics

M & T’s assessment area includes Albany, Rensselaer, Saratoga and Schenectady Counties. The 2011 population estimates for the city of Albany show a 2% increase to 97,660. This mirrors the overall increase for the MSA population, which was 870,966 in July 2011, up 10% from July 2000. The 2000 Census also reports that 11.1% of the MSA’s population is aged 65 and older, compared to the national average of 13%. Many senior citizens already own homes and generally do not need home purchase, home refinance or home improvement loans, which may reduce lending opportunities.

Income Characteristics

The table at right lists HUD median family income figures during the examination period.

HUD MEDIAN FAMILY INCOMES		
AREA	2010	2011
MSA 10580	\$75,500	\$77,000

The median family income for the city of Albany is lower than the rest of the MSA, according to the 2000 and 2010 Census. In addition, the percent of families living in poverty in the city is significantly higher than both the MSA as a whole, and the 2010 national rate of 15.1% and limits lending opportunities in the area.

2000 AND 2010 CENSUS INCOMES		
Area	Median Family Income	% of Families < Poverty Level
MSA 10580 (Yr. 2000)	\$53,308	6.4%
City of Albany (Yr: 2000)	\$39,932	16 %
City of Albany (Yr: 2010)	\$52,460	28.2%

Housing Characteristics

MEDIAN HOME SALES PRICES		
Area	2010	2011*
MSA 10580	\$195,700	\$193,800

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. The area's dominant industry is state government, a feature which helped cushion the area from the latest economic downturn but which, more recently, has been a liability, as public sector jobs have been reduced. The area possesses a burgeoning high-tech industry base, and this has been a source of job growth in recent years. The University at Albany is an important part of the local economy, and is a leader in the field of nano-technology. More broadly, metropolitan Albany held up better than most other metro areas during the recent economic downturn, as employment fell 3.3 percent between its peak in mid-2008 and the end of 2009. However, in 2010, while private-sector employment began to recover, steep job losses in state government—a key sector—more than offset those gains. Thus, total employment in this metro area slipped to new lows at the end of 2010.

In the first few months of 2011, employment has edged down further from its lows, weighed down by ongoing job cuts in state and local government. However, private sector employment has continued to expand, led by good job gains in the financial activities, professional & business services and health & education sectors. In the first few months of 2011, home prices rebounded somewhat and were virtually unchanged from a year ago and down just 6 percent from their peak in the summer of 2007.

As shown in the chart below, jobless rates increased during the examination period in the City of Albany. Unemployment rates for the MSA are lower than the state averages for 2010 and 2011 respectively, reflecting generally a strong area economy overall.

AVERAGE ANNUAL UNEMPLOYMENT RATES		
Area	2010	2011
MSA 10580	7.4%	7.2%
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	3,244	8.9	2,663	8.3	326	13.8	255	13.4
Moderate-income	4,183	11.5	3,608	11.2	324	13.7	251	13.2
Middle-income	18,330	50.4	16,289	50.7	1,110	46.9	931	48.8
Upper-income	10,644	29.2	9,571	29.8	604	25.5	469	24.6
Unknown-income	4	0.0	2	0.0	2	0.1	0	0.0
Total Assessment Area	36,405	100.0	32,133	100.0	2,366	100.0	1,906	100.0
		Percentage of Total Businesses:		88.3		6.5		5.2

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 was good based on market share activity and comparison to peer banks.

M&T ranked eighth in deposit market share (4% market share) compared to sixth in home purchase lending (4% market share), 13th in refinance lending (2% market share), 6th in home improvement lending (4% market share), and 14th in small business lending (2% market share).

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

HMDA and small business volume for the examination period was down 21% compared to the previous examination period despite home improvement volume increasing 62%. Comparisons to the aggregate for the examination period indicated greater declines for the aggregate overall.

Geographic Distribution: M&T's overall geographic distribution of loans reflects good penetration in the Albany assessment area. Lending penetration in LMI census tracts was excellent for home purchase loans, good for home improvement and small business lending and adequate for refinance lending. The following table summarizes lending performance in LMI census tracts in 2010:

MSA 10580 (ALBANY-SCHENECTADY-TROY, NY)				
Product	Low-income Tracts		Moderate-income Tracts	
	M & T Performance	2010 Aggregate Comparison	M & T Performance	2010 Aggregate Comparison
Home Purchase	Excellent	Significantly Above	Excellent	Similar
Refinance	Adequate	Above	Adequate	Similar
Home Improvement	Good	Significantly Above	Good	Similar
Small Business	Excellent	Significantly Above	Good	Slightly Below

Low-income Geographies

In 2010, M&T made 7% of its home purchase, 2% of its refinance, and 4% of its home improvement loans in low-income geographies. Performance exceeded the aggregate, which made 2% of its home purchase, 1% of its refinance and 2% of its home improvement lending in low-income geographies. M&T's home purchase lending performance compares well to the demographics of the MSA, which indicate that 3% of the available owner-occupied housing units are located within low-income geographies.

M&T originated 13% of its small business loans in low-income geographies which is significantly above the aggregate's performance of 8% of small business loans in low-income geographies. The bank's small business performance in low-income geographies is also significantly above the demographics of the low-income geographies, where 9% of small businesses are located.

Performance in 2011 was weaker in refinance and small business lending, and similar in home purchase and home improvement lending.

Moderate-income Geographies

In 2010, M&T made 11% of its home purchase, 7% of its refinance, and 10% of its home improvement loans in moderate-income geographies, similar to the aggregate’s performance of 10% for home purchase loans, 6% for refinance loans, and 10% for home improvement loans. The bank’s home purchase lending performance also compares well to the demographics of the MSA, which indicate that 11% of owner-occupied housing units are located within moderate-income geographies.

M&T originated 9% of its small business loans in moderate-income geographies which is slightly below the aggregate’s performance of 11%. The bank’s small business performance in moderate-income geographies is slightly below the demographics of moderate-income geographies, where 12% of all small businesses operate.

Performance in 2011 was below 2010’s performance as home purchase lending was good and home improvement lending was adequate.

Distribution by Borrower Income and Revenue Size of Business: M&T’s distribution of loans to borrowers in the Albany-Schenectady-Troy assessment area reflects, given the product lines offered, good penetration among customers of different income levels and businesses of different sizes. Overall, lending to moderate-income borrowers was excellent while lending to low-income borrowers was adequate. Lending to small businesses was poor. The following table summarizes lending performance to LMI borrowers and small businesses:

MSA 10580 (ALBANY-SCHNECTADY-TROY, NY)				
Product	Low-income Borrowers		Moderate-income Borrowers	
	M & T Performance	2010 Aggregate Comparison	M & T Performance	2010 Aggregate Comparison
Home Purchase	Good	Significantly Above	Excellent	Similar
Refinance	Adequate	Above	Excellent	Slightly Above
Home Improvement	Poor	Below	Excellent	Similar
	Lending to Businesses with GAR <= \$1 million		2010 Aggregate Comparison	
Small Business	Poor		Slightly Above	

Low-income Borrowers

M&T’s HMDA lending performance in lending to low-income borrowers was adequate overall when compared to the 19% of families in the MSA which are of low-income and the

performance of the aggregate. In 2010, the bank made 14%, 7%, and 8% 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 was significantly above, above and below the aggregate levels, respectively. The aggregate made 9%, 5%, and 11% of its home purchase, refinance, and home improvement loans to low-income borrowers, respectively. 2011 performance was slightly weaker than 2010.

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. In 2010, the bank made 30%, 23%, and 22% of its home purchase, refinance, and home improvement loans, respectively, to moderate-income borrowers. M&T's performance for home purchase and home improvement loans was similar to the aggregate group of lenders; while its performance for refinance loans was slightly above. The aggregate made 27%, 19%, and 21% of its home purchase, refinance, and home improvement loans, respectively, to moderate-income borrowers. 2011 performance was comparable to 2010.

Small Business Lending

M&T provided a poor level of lending to small business borrowers with gross annual revenue (GAR) of \$1 million or less. In 2010, the bank made 29% of its small business loans to these businesses, compared to the 88% of business establishments in the MSA with GAR of \$1 million or less. Performance was slightly above the aggregate which made 24% 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 89% of its small business loans in amounts of \$100,000 or less. The average loan size was \$231,000. 2011 performance was comparable to 2010.

Community Development Lending:

M&T made a relatively high level of community development loans in MSA 10580 (Albany-Schenectady-Troy, NY), with 18 loan originations totaling \$61 million, or 6% of the bank's New York State community development lending activity.

Performance within the Albany MSA was directed at both revitalization and stabilization and economic development initiatives, with 45% of community development lending to revitalization and stabilization initiatives and 42% of community development activity directed to economic development initiatives respectively. M&T ranked 1st out of seven similarly-situated banks when comparing annualized community development loans to deposits within MSA 10580. New commitments represented 66% of all community development lending activity.

Community Development Lending MSA 10580		
Purpose	#	\$('000s)
Affordable Housing	2	7,600
Economic Development	8	25,415
Community Services	5	850
Revitalize and Stabilize	3	27,353
Totals	18	61,218

Examples of community development initiatives included:

- A \$15 million loan to construct a supermarket in a low-income tract in downtown Albany. Construction of the supermarket will help revitalize the low-income tract and bring jobs, the majority of which are for LMI individuals, to the area.
- A \$5.4 million line of credit to a community development corporation that provides financing to small businesses across the State of New York.
- A \$4.5 million loan for expansion of a supermarket in a low-income area of Albany. The supermarket will provide services to the residents of the area and be a source of employment.

INVESTMENT TEST

M&T's investment performance in MSA 10580 was good. The bank made a significant level of qualified investments in this assessment area. Qualified investments totaled \$3 million or 2% of state activity. M&T's qualified investment activity exhibited adequate responsiveness to assessment area credit needs as detailed in the table below. Qualified investments supported affordable housing initiatives and organizations that provide community development services that benefit LMI families.

Qualified Investments MSA 10580		
Purpose	#	\$('000s)
Affordable Housing	42	2,840
Community Services	88	244
Economic Development	0	0
Revitalize & Stabilize	0	0
Total	130	3,084

Of the total qualified investments, 88% consisted of mortgage backed securities, which are viewed qualitatively as less responsive to community development needs of LMI communities. M&T's investment level compared favorably to similarly-situated large retail banks in the assessment area.

Qualified investment activity included:

- Nine mortgage-backed securities totaling \$2.7 million comprised primarily of loans to LMI individuals in LMI geographies.
- Multiple grants totaling \$379 thousand to organizations that support affordable housing and community services to LMI individuals throughout this assessment area.

SERVICE TEST

M&T's performance under the service test in MSA 10580 (Albany-Schenectady-Troy, NY) was excellent based on excellent branch distribution and leadership in providing community development services.

Retail Services: M&T's delivery systems were readily accessible to geographies and individuals of different income levels in this assessment area. M&T operates 13 branches in this assessment area. Two (15%) of these branches were located in low-income areas and 1 (8%) was in a moderate-income area, in comparison to 8% and 14% of the MSA's population residing in low- and moderate-income areas, respectively.

Alternative delivery systems enhanced M&T's performance in the assessment area. M&T had 6 off-site ATM locations in the assessment area with two (33%) located in low-income tracts.

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

Services did not vary in a way that inconvenienced the assessment area, particularly LMI geographies and/or LMI individuals. Of the 13 branches in the MSA, 9 or 69% have early morning, late evening or Saturday hours. Of the 3 branches in LMI census tracts, 1 or 33% had extended or Saturday hours.

Community Development Services: M&T was a leader in providing 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 14 non-profit and community based organizations in the Albany assessment area.

Community Development Services MSA 10580	
Mortgage Education Seminars	60
Financial Literacy Seminars	6
Small Business Seminars	1
Total	67

2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: MSA 10580

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	#	Bank %	% \$(000s)	%	Aggregate % \$(000s)	#	Bank %	% \$(000s)	%	Aggregate % \$(000s)
Home Purchase										
Low	29	6.8%	3.8%	2.4%	1.3%	59	13.8%	7.9%	8.6%	4.6%
Moderate	47	11.0%	6.9%	10.0%	6.9%	126	29.5%	23.5%	27.3%	21.1%
Middle	229	53.6%	52.5%	54.7%	52.8%	97	22.7%	24.9%	26.3%	26.1%
Upper	122	28.6%	36.8%	32.9%	39.0%	85	19.9%	32.7%	31.7%	42.3%
Unknown	0	0.0%	0.0%	0.0%	0.0%	60	14.1%	11.1%	6.0%	5.9%
Total	427	100.0%	100.0%	100.0%	100.0%	427	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	5	1.8%	0.9%	1.3%	0.7%	18	6.5%	3.6%	5.0%	2.8%
Moderate	18	6.5%	4.1%	6.0%	4.2%	64	23.2%	18.8%	18.5%	13.9%
Middle	135	48.9%	46.9%	52.0%	49.9%	68	24.6%	22.7%	26.2%	24.2%
Upper	118	42.8%	48.1%	40.8%	45.2%	92	33.3%	43.5%	42.0%	50.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	34	12.3%	11.4%	8.4%	9.1%
Total	276	100.0%	100.0%	100.0%	100.0%	276	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	2	3.9%	4.7%	2.0%	1.8%	4	7.8%	7.0%	11.3%	6.3%
Moderate	5	9.8%	9.2%	10.4%	6.9%	11	21.6%	14.9%	21.3%	16.4%
Middle	25	49.0%	33.1%	55.2%	51.1%	17	33.3%	24.7%	25.4%	22.7%
Upper	19	37.3%	53.0%	32.4%	40.2%	13	25.5%	23.4%	39.3%	50.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	6	11.8%	30.0%	2.7%	4.5%
Total	51	100.0%	100.0%	100.0%	100.0%	51	100.0%	100.0%	100.0%	100.0%
Multi-Family										
Low	0	0.0%	0.0%	22.6%	12.9%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	24.2%	10.7%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	45.2%	33.9%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	8.1%	42.6%	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	36	4.8%	2.8%	1.8%	1.2%	81	10.7%	6.2%	6.6%	3.6%
Moderate	70	9.3%	5.9%	7.7%	5.4%	201	26.7%	21.5%	21.9%	16.7%
Middle	389	51.6%	49.9%	53.2%	50.8%	182	24.1%	24.1%	26.1%	24.6%
Upper	259	34.4%	41.4%	37.3%	42.6%	190	25.2%	36.5%	37.9%	46.1%
Unknown	0	0.0%	0.0%	0.0%	0.0%	100	13.3%	11.7%	7.4%	9.1%
Total	754	100.0%	100.0%	100.0%	100.0%	754	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
		Bank			Aggregate					
	#	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	% \$(000s)
Low	24	12.6%	10.9%	8.2%	11.1%					
Moderate	17	8.9%	6.8%	10.6%	12.4%					
Middle	95	50.0%	55.0%	48.2%	47.6%					
Upper	54	28.4%	27.4%	30.7%	28.3%					
Unknown	0	0.0%	0.0%	0.0%	0.0%					
Tract Unknown	0	0.0%	0.0%	2.3%	0.6%					
Total	190	100.0%	100.0%	100.0%	100.0%					
By Revenue										
\$1 Million or Less	55	28.9%	7.8%	24.3%	23.0%					
By Loan Size										
\$100,000 or less	87	45.8%	9.9%	88.9%	20.5%					
\$100,001-\$250,000	50	26.3%	21.4%	4.9%	16.2%					
\$250,001-\$1 Million	53	27.9%	68.7%	6.2%	63.3%					
Total	190	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 Appendices G, E and F. 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	Consistent	Consistent
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	Consistent	Consistent	Below
MSA 21300	Consistent	Below	Below
Non-MSA Group D	Consistent	Consistent	Below

STATE OF MARYLAND

CRA RATING FOR MARYLAND²: 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;
- A good distribution of loans among individuals of different income levels and businesses of different sizes;
- Adequate responsiveness to assessment area credit needs; 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. MSA 12580 has 95% of deposits and 83% of HMDA and small business loans were 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 A (Caroline County, Dorchester County, Talbot County)
4. MD Non-MSA Group B (St. Mary's County)
5. MD Non-MSA Group C (Worcester County)
6. MD Non-MSA Group D (Garrett County)

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.

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 136 branches in the Maryland assessment areas, representing 18% of all branches. Maryland branches also generated 26% of deposits as of June 30, 2011 and 13% of HMDA and small business loans. Exhibit 5 summarizes key assessment area data 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 and borrower distribution of HMDA-related and small business loans in this assessment area was good.

Community Development Loans: M&T' was a leader in community development lending throughout the State of Maryland. During the examination period, community development lending in Maryland totaled \$501 million with 97% involving new originations originated since the prior CRA examination. Community development lending increased 18% on an annualized basis compared to the prior CRA evaluation.

Community development lending initiatives targeted affordable housing and economic development initiatives (33% and 28% of total statewide initiatives respectively). The remainder of community development lending targeted community service initiatives and revitalization and stabilization initiatives, which represented 18% and 20% of total activity respectively.

INVESTMENT TEST

In the State of Maryland assessment area, M&T's performance under the investment test was excellent. M&T had an excellent level of qualified community development investments and exhibited excellent responsiveness to credit and community development needs. In the Maryland assessment areas, M&T made 248 qualified investments, totaling approximately \$109 million or 23% of the bank's total qualified investments. This includes \$47 million or 43% of total in LIHTCs which are responsive to the community's pressing needs for affordable housing. The bank's performance in the State of Maryland was based primarily on its performance in MSA 12580 (Baltimore-Towson, MD).

SERVICE TEST

M&T's performance under the service test in the Maryland assessment areas was excellent. This conclusion is based primarily on excellent performance in MSA 12580 (Baltimore-Towson, MD).

Exhibit 5: 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	Maryland Totals
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	122,796	6,020	4,460	1,763	6,079	3,844	3,527	148,489
Bus. est. % AA bus. est.	83%	4%	3%	1%	4%	3%	2%	100%
Number of Branches¹	113	10	4	3	3	2	1	136
Branches % all branches	83%	7%	3%	2%	2%	1%	1%	100%
Branches in LMI tracts	27	2	0	2	2	0	0	33
LMI branches % AA LMI branches	82%	6%	0%	6%	6%	0%	0%	100%
Branch Deposits (\$'000s)²	14,302	358	155	83	77	67	32	15,074
Deposits % AA deposits	95%	2%	1%	0.6%	0.5%	0.4%	0.2%	100%
Deposit Market Share (% / Rank in Mkt)	24/2	11/4	9/5	13/3	4/9	5/6	3/8	15/2
Home Purchase Originations³	661	57	15	22	18	25	7	805
HP originations % AA orig.	82%	7%	2%	3%	2%	3%	1%	100%
Refinance Originations³	1,774	212	57	43	51	43	21	2,201
Refi orig. % AA orig.	81%	10%	3%	2%	2%	2%	1%	100%
Home Improvement Originations³	569	55	12	18	6	3	10	673
Home Improvement orig. % AA orig.	85%	8%	2%	3%	1%	0%	1%	100%
Small Business Originations³	1,742	129	64	50	15	26	15	2,041
SB orig. % AA orig.	85%	6%	3%	2%	1%	1%	1%	100%
Combined Loan Totals	4,746	453	148	133	90	97	53	5,720
% of AA Orig.	83%	8%	3%	2%	2%	2%	1%	100%

(1) Branch numbers are as of 12/31/2011. (2) Branch deposits and deposit market share are from the FDIC as of 6/30/11. (3) Originations are loans reported under HMDA or CRA small business reporting for 2010 and 2011. (4) Demographic information was obtained from the 2000 Census. (5) Business establishments

METROPOLITAN AREA

(FULL REVIEW)

MSA 12580 (BALTIMORE-TOWSON, MD)

DESCRIPTION OF INSTITUTION'S OPERATIONS

As of December 31, 2011, M&T operated 113 branches in the MSA, representing 83% of its branches in Maryland. Based on deposits reported to the Federal Deposit Insurance Corporation as of June 30, 2011, these branches contained approximately \$14.3 billion in deposits, or 95% of the bank's total branch deposits in Maryland. As of June 30, 2011, M&T ranked 2nd in MSA 12580 with 24% of the retail deposit market. Bank of America, NA is the leader in deposit market share in the MSA; other top depository institutions include PNC National Association, Wells Fargo Bank National Association and Branch Banking and Trust Co.

PERFORMANCE CONTEXT

To help determine the availability of community development opportunities within the assessment area, the CRA public evaluations of other financial institutions operating in these areas were reviewed. Also, members of the community were contacted to discern information about local economic conditions, local credit needs, performance of banks in the assessment area, as well as potential community development opportunities.

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 2010 and 2011 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	2010	2011
MSA 12580	\$82,200	\$84,500

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

The table to the right provides the median home sales price for MSA 12580. According to the 2000 Census, 62% of MSA housing is owner-occupied and 31% are 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 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.

MEDIAN HOME SALES PRICES		
Area	2010	2011
MSA 12580	\$246,100	\$230,000

Source: National Association of Realtors

Labor, Employment and Economic Characteristics

The Baltimore-Towson, MD MSA is a diverse region that includes both urban and suburban areas. 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. The local economy continues to benefit from hiring associated with relocation of certain Department of Defense activities to Fort George G. Meade as a result of the BRAC (Base Realignment and Closure Act) initiative. The region’s proximity to Washington DC and the core of federal government operations is also a major strength for the local economy.

As shown in the table below, unemployment levels are trending downward, but have remained significantly high during the examination period. According to Manpower.com, the job market is expected to hire at a healthy pace during the third quarter of 2012.

AVERAGE ANNUAL UNEMPLOYMENT RATES		
Area	2010	2011
MSA 12580	8.3%	7.5%
City of Baltimore	11.9%	10.5%
State of Maryland	7.8%	7.0%

Contact was made with an individual knowledgeable of local economic conditions and area credit needs in the City of Baltimore. The contact stated that high levels of area unemployment especially for the City of

Baltimore persist and are a cause for concern. The contact noted that credit demand remains limited due to unemployment, under-employment, and pessimistic economic outlooks. Given these factors, the contact indicated that local financial institutions are nonetheless serving the needs of the local markets.

In contrast, a local economic development official in Baltimore County described the area’s economic conditions as improving, and noted lower unemployment rates as a positive economic indicator.

Detailed performance context data for the assessment area is provided in the following assessment area demographics table.

Assessment Area Demographics								
Assessment Area: MSA 12580 Baltimore-Towson, MD								
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	5,984	4.9	5,239	4.8	404	4.9	341	5.8
Moderate-income	18,065	14.7	15,667	14.4	1,334	16.3	1,064	18.2
Middle-income	51,859	42.2	45,492	41.8	3,694	45.1	2,673	45.8
Upper-income	46,842	38.1	42,354	38.9	2,743	33.5	1,745	29.9
Unknown-income	46	0.0	28	0.0	10	0.1	8	0.1
Total Assessment Area	122,796	100.0	108,780	100.0	8,185	100.0	5,831	100.0
	Percentage of Total Businesses:			88.6			6.7	4.7

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 responsiveness to retail credit needs in the MSA was adequate based on market share activity and comparison to peer banks.

M&T ranked second in deposit market share (24% market share) compared to 20th in home purchase lending (1% market share), 17th in refinance lending (1% market share), 3rd in home improvement lending (7% market share), and 9th in small business lending (3% market share). Peer Comparisons based on the number of loans per billion dollars of deposits indicate that the bank’s lending volume is below the performance of similarly-situated banks.

HMDA and small business volume for the examination period was up 7% compared to the previous examination with refinance lending volume increasing 17% and home improvement volume increasing 94%. Comparisons to the aggregate for the examination period indicated that aggregate volume declined overall.

Geographic Distribution: M&T's overall geographic distribution of loans reflects good penetration in the MSA 12580 assessment area. Lending penetration in LMI census tracts was excellent for home purchase and home improvement loans and good for refinance and small business loans. The following table summarizes the performance related to lending in LMI census tracts in 2010.

MSA 12580 (BALTIMORE-TOWSON, MD)				
Product	Low-income Tracts		Moderate-income Tracts	
	M & T Performance	2010 Aggregate Comparison	M & T Performance	2010 Aggregate Comparison
Home Purchase	Excellent	Significantly Above	Excellent	Above
Refinance	Adequate	Significantly Above	Good	Above
Home Improvement	Excellent	Significantly Above	Excellent	Significantly Above
Small Business	Good	Significantly Above	Good	Above

Low-income Geographies

In 2010, M&T made 5% of its home purchase, 2% of its refinance, and 7% of its home improvement loans in low-income geographies, exceeding the aggregate's 3%, 1%, and 3% for home purchase, refinance and home improvement loans, respectively. 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 originated 5% of its small business loans in low-income geographies which was significantly above the aggregate's 3%. The bank's performance is slightly below the demographics of the assessment area where 5% of the small business establishments are located.

Home purchase and home improvement performance in 2011 was also excellent, but refinance performance was poor. Small business performance in 2011 was excellent.

Moderate-income Geographies

In 2010, M&T made 19% of its home purchase, 10% of its refinance, and 29% of its home improvement loans in moderate-income geographies, exceeding the aggregate's 13%, 8%, and 12%, respectively. The bank's home purchase and home improvement 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 14% of its small business loans in moderate-income geographies exceeding the aggregate's 11%. The bank's performance in moderate-income geographies is slightly below the demographics of the assessment area in moderate-income geographies, where 15% of all small businesses operate. Overall, performance in all products in 2011 was similar to 2010 performance.

Distribution by Borrower Income and Revenue Size of Business: M&T's distribution of borrowers in the Baltimore-Towson, Maryland assessment area reflects, given the product lines offered, good penetration among customers of different income levels and businesses of different sizes. Overall, lending to moderate-income borrowers was excellent while lending to low-income borrowers and small businesses was adequate. The table on the next page summarizes lending performance to LMI borrowers and small businesses:

Low-income Borrowers

M&T's HMDA 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. In 2010, the bank made 8%, 8%, and 29% of its home purchase, refinance, and home improvement loans, respectively, to low-income borrowers.

M&T's performance for home purchase loans was similar to the aggregate group of lenders, while refinance and home improvement loans was significantly above. The aggregate made 9%, 5%, and 12% of its home purchase, refinance, and home improvement loans, respectively, to low-income borrowers. 2011 performance was comparable to 2010.

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. In 2010, the bank made 16%, 17%, and 29% of its home purchase, refinance, and home improvement loans, respectively, to moderate-income borrowers. M&T's performance for home purchase lending was below to the aggregate group of lenders, while its performance for refinance and home improvement loans was above. The aggregate made 24%, 13%, and 19% of its home purchase, refinance, and home improvement loans to moderate-income borrowers, respectively. 2011 performance was comparable to 2010.

2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: MSA 12580

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	Bank		Aggregate			Bank		Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	19	5.4%	3.1%	2.8%	1.5%	29	8.3%	4.4%	9.1%	4.4%
Moderate	66	18.9%	11.3%	13.4%	8.8%	56	16.0%	10.7%	24.0%	17.4%
Middle	152	43.4%	37.0%	44.9%	40.3%	49	14.0%	13.9%	23.1%	22.2%
Upper	112	32.0%	48.4%	38.9%	49.3%	77	22.0%	36.8%	33.3%	46.1%
Unknown	1	0.3%	0.1%	0.0%	0.0%	139	39.7%	34.2%	10.4%	9.9%
<i>Total</i>	<i>350</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>350</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
Refinance										
Low	22	2.3%	1.2%	1.4%	0.8%	80	8.4%	4.1%	4.9%	2.6%
Moderate	96	10.1%	5.5%	7.9%	5.1%	161	16.9%	10.8%	13.3%	9.3%
Middle	434	45.4%	39.9%	40.3%	35.5%	180	18.8%	15.1%	19.2%	16.7%
Upper	402	42.1%	53.2%	50.4%	58.6%	359	37.6%	52.5%	41.2%	50.2%
Unknown	1	0.1%	0.1%	0.0%	0.0%	175	18.3%	17.6%	21.4%	21.3%
<i>Total</i>	<i>955</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>955</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
Home Improvement										
Low	17	6.6%	12.1%	3.2%	1.8%	73	28.5%	8.7%	12.3%	4.8%
Moderate	74	28.9%	43.1%	12.1%	6.9%	74	28.9%	28.1%	19.1%	13.5%
Middle	120	46.9%	25.1%	45.2%	37.9%	52	20.3%	27.8%	23.4%	21.9%
Upper	45	17.6%	19.7%	39.5%	53.4%	47	18.4%	16.1%	37.7%	49.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	10	3.9%	19.2%	7.6%	10.6%
<i>Total</i>	<i>256</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>256</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%	10.4%	7.3%	0	0.0%	0.0%	0.0%	0.0%
Moderate	3	25.0%	15.2%	27.1%	20.4%	0	0.0%	0.0%	0.0%	0.0%
Middle	6	50.0%	63.2%	44.8%	51.5%	0	0.0%	0.0%	0.0%	0.0%
Upper	3	25.0%	21.6%	17.7%	20.8%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	12	100.0%	100.0%	100.0%	100.0%
<i>Total</i>	<i>12</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>12</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
HMDA Totals										
Low	58	3.7%	1.4%	1.9%	1.1%	182	11.6%	2.9%	6.4%	3.2%
Moderate	239	15.2%	10.5%	9.7%	6.5%	291	18.5%	7.7%	16.7%	11.7%
Middle	712	45.3%	46.5%	41.8%	37.2%	281	17.9%	10.3%	20.5%	18.2%
Upper	562	35.7%	41.6%	46.6%	55.1%	483	30.7%	32.0%	38.7%	48.2%
Unknown	2	0.1%	0.1%	0.0%	0.0%	336	21.4%	47.0%	17.8%	18.8%
<i>Total</i>	<i>1,573</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>1,573</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	39	4.5%	5.8%	2.8%	3.2%					
Moderate	122	14.0%	15.0%	10.5%	11.9%					
Middle	373	42.8%	41.3%	41.1%	42.4%					
Upper	337	38.7%	37.9%	43.6%	41.8%					
Unknown	0	0.0%	0.0%	0.0%	0.0%					
Tract Unknown	0	0.0%	0.0%	1.9%	0.6%					
<i>Total</i>	<i>871</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>					
By Revenue										
\$1 Million or Less	419	48.1%	30.5%	30.4%	33.2%					
By Loan Size										
\$100,000 or less	581	66.7%	24.3%	92.1%	28.8%					
\$100,001-\$250,000	160	18.4%	24.5%	3.8%	16.6%					
\$250,001-\$1 Million	130	14.9%	51.2%	4.2%	54.6%					
<i>Total</i>	<i>871</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>					

Originations and Purchases

MSA 12580 (BALTIMORE-TOWSON, MD)				
Product	Low-income Borrowers		Moderate-income Borrowers	
	M & T Performance	2010 Aggregate Comparison	M & T Performance	2010 Aggregate Comparison
Home Purchase	Adequate	Similar	Good	Below
Refinance	Adequate	Significantly Above	Excellent	Above
Home Improvement	Excellent	Significantly Above	Excellent	Significantly Above
	Lending to Businesses with GAR <= \$1 million		2010 Aggregate Comparison	
Small Business	Adequate		Significantly Above	

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. In 2010, the bank made 48% of its small business loans to these businesses, compared to the 89% of business establishments in the MSA with GAR of \$1 million or less. Performance was significantly above the aggregate which made 30% of its small business loan to businesses with GAR of \$1 million or less. The bank made 67% of its small business loans in amounts of \$100,000 or less, which was below the aggregate which made 92% of its small business loans in amounts of \$100,000 or less. The average loan size was \$140,000. 2011 performance was comparable to 2010.

Community Development Loans:

M&T was a leader in community development lending activity in MSA 12580 (Baltimore-Towson, MD) with 30 loan originations totaling \$473 million, or 94% of the bank's Maryland community development lending. M&T ranked 1st out of five similarly-situated banks when comparing annualized community development loans to deposits within the MSA 12580 assessment area. New commitments represented 99% of all community development lending activity. Community development lending increased 15% on an annualized basis compared to the prior CRA evaluation.

Community Development Lending MSA 12580		
Purpose	#	\$('000s)
Affordable Housing	6	153,074
Economic Development	7	141,353
Community Services	9	75,698
Revitalize and Stabilize	8	102,604
Totals	30	472,729

Performance within the MSA was directed at affordable housing initiatives with 32% of all community development activity and economic development with 30% of all community development activity.

Examples of community development initiatives included:

- A \$55 million loan to construct a hotel located in an empowerment zone in Baltimore. Permanent financing for the hotel will be through New Markets Tax Credits. Construction of the hotel will bring jobs for LMI individuals.
- A \$10 million line of credit to an organization providing social services to people impacted by poverty in the Baltimore area. The organization is located in a moderate-income tract. Services include operation of food pantries, group homes for those with developmental disabilities and affordable housing programs for the homeless.
- An \$8 million loan for construction and start-up costs for a charter school that will target LMI students. Over 65% of the students receive free or reduced rate lunches.

INVESTMENT TEST

M&T's investment performance in MSA 12580 was excellent. The bank made an excellent level of qualified investments in this assessment area. Qualified investments totaled \$83 million or 77% of state activity. M&T's qualified investment activity exhibited excellent responsiveness to assessment area credit needs, through primarily supporting affordable housing initiatives and organizations that provide community development services for LMI families. M&T made extensive use of innovative or complex investments to support community development initiatives, through investments in LIHTCs and New Market Tax Credits projects, as well as equity investments in a neighborhood stabilization program. 88% of all qualified investments in MSA 12580 were innovative or complex. M&T's investment level, however, compared less favorably to similarly-situated large retail banks in the assessment area.

Qualified Investments MSA 12580		
Purpose	#	\$(‘000s)
Affordable Housing	49	79,597
Community Services	142	1,979
Revitalize & Stabilize	5	627
Economic Development	1	1,000
Total	197	83,203

Qualified investment activity also included:

- Two equity investments totaling \$22 million in a neighborhood stabilization project that will provide funding to LMI and middle-income persons for the acquisition and redevelopment of foreclosed, abandoned, or vacant residential properties in Baltimore, Maryland.
- Eight mortgage-backed securities totaling \$7 million supported by loans to LMI individuals.
- Multiple grants totaling \$2.3 million to organizations that support affordable housing, economic development, and community services to LMI individuals, as well as revitalization and stabilization of LMI communities throughout this assessment area.

SERVICE TEST

M&T's performance under the service test in MSA 12580 (Baltimore-Towson, MD) was excellent based on good branch distribution and leadership in providing community development services.

Retail Services: M&T's delivery systems were accessible to geographies and individuals of different income levels in the assessment area. M&T operated 113 branches in MSA 12580. Of the total branches, 4 (4%) were located in low-income areas and 23 (20%) were in moderate-income areas, compared to 9% and 20% of the MSA's population that resides in low- and moderate-income areas, respectively.

Alternative delivery systems enhanced the bank's performance in the assessment area. M&T had 161 off-site ATM locations in the MSA; 20 (12%) of which were located in low-income tracts and 27 (17%) were in moderate-income tracts.

The bank's record of opening and closing branches did not adversely affect the accessibility of its delivery system, particularly to LMI geographies and/or LMI individuals. During the evaluation period, M&T opened one new branch, which was not in a LMI area. The bank closed 10 branches, of which two were in moderate-income tracts.

The bank's hours and services are tailored the needs and convenience of its assessment area, particularly LMI geographies and/or LMI individuals. Of the bank's 113 branches in the MSA, 104, or 92%, have either-early morning, late evening hours, or Saturday hours. Of the 27 branches in LMI census tracts, 24, or 89%, had extended or Saturday hours.

Community Development Services: M&T was a leader in providing community development services in this MSA. The table below 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 56 non-profit and community based organizations throughout the bank's assessment area.

Community Development Services	
MSA 12580	
Mortgage Education Seminars	248
Small Business Seminars	7
Financial Literacy Seminars	5
Technical Assistance	1
Total	261

METROPOLITAN and NONMETROPOLITAN AREAS

(LIMITED REVIEW)

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

STATE OF PENNSYLVANIA

CRA RATING FOR PENNSYLVANIA³: SATISFACTORY

The lending test is rated: High Satisfactory

The investment test is rated: High Satisfactory

The service test is rated: Outstanding

The major factors supporting the rating include:

- A relatively high level of community development lending;
- An significant 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 a full-scope analysis 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 6, the full scope assessment areas provide 73% of branch deposits and 64% of loan originations in the state.

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.

Limited reviews were conducted for the following Pennsylvania assessment areas:

- PA Non-MSA Group C (Adams, Bedford, Franklin and Huntingdon, Counties PA)
- MSA 39740 (Reading, PA)
- MSA 29540 (Lancaster, PA)
- MSA 44300 (State College, PA)
- MSA 48700 (Williamsport, 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, 2011, M&T operated 23% of its branches in its Pennsylvania assessment areas. The FDIC reported that as of June 30, 2011, 13% of all branch deposits were held in the Pennsylvania assessment areas. Pennsylvania also generated approximately 21% of the bank's combined total home purchase, home improvement, refinance and small business originations 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: Good responsiveness to assessment area credit needs.

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 3: Summary of Key Assessment Area Data: State of Pennsylvania Assessment Areas

	MSA 49620	MSA 25420	MSA 42540	Non-MSA Group A	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 B	PA Totals
Total Population⁴	381,751	465,472	560,625	475,766	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%	13%	11%	3%	6%	8%	11%	3%	3%	14%	3%	3%	3%	100%
Families	105,861	122,754	148,520	125,805	35,267	76,881	98,882	124,865	28,628	31,916	170,289	32,890	32,947	36,602	1,172,107
Families % of AA families	9%	10%	13%	11%	3%	7%	8%	11%	2%	3%	15%	3%	3%	3%	100%
Total Census Tracts⁴	82	102	168	112	34	61	82	94	29	27	140	29	28	23	1,011
Tracts % AA tracts	8%	10%	17%	11%	3%	6%	8%	9%	3%	3%	14%	3%	3%	2%	100%
LMI tracts	17	30	22	11	7	3	25	16	8	6	43	4	6	0	198
LMI tracts % all AA LMI tracts	9%	15%	11%	6%	4%	2%	13%	8%	4%	3%	22%	2%	3%	0%	100%
Total Owner-Occupied Units⁴	112,816	127,751	158,663	139,619	37,561	80,223	104,693	122,264	29,673	32,653	176,872	33,863	36,728	38,742	1,232,121
Units % of AA units	9%	10%	13%	11%	3%	7%	8%	10%	2%	3%	14%	3%	3%	3%	100%
Business Establishments⁵	16,588	22,335	24,325	17,721	4,682	12,719	15,781	22,266	5,649	4,978	29,339	5,112	4,323	6,075	191,893
Bus. est. % AA bus. est.	9%	12%	13%	9%	2%	7%	8%	12%	3%	3%	15%	3%	2%	3%	100%
Number of Branches¹	21	22	16	27	9	16	12	8	3	4	6	2	4	1	151
Branches % all branches	14%	15%	11%	18%	6%	11%	8%	5%	2%	3%	4%	1%	3%	1%	100%
Branches in LMI tracts	5	9	2	5	2	3	1	1	0	1	1	0	0	0	30
LMI branches % AA LMI branches	17%	30%	7%	17%	7%	10%	3%	3%	0%	3%	3%	0%	0%	0%	100%
Branch Deposits (\$'000s)²	1,453	1,456	937	817	693	519	557	254	222	237	102	78	74	33	7,432
Deposits % AA deposits	20%	20%	13%	11%	9%	7%	7%	3%	3%	3%	1%	1%	1%	0.4%	100%
Deposit Market Share (%) / Rank	23/1	12/2	9/3	12/1	33/1	12/4	6/5	3/10	10/5	12/6	1/25	4/8	4/8	1/13	3/6
Home Purchase Originations³	445	211	258	200	103	244	84	75	46	48	44	24	19	7	1,808
HP originations % AA orig.	25%	12%	14%	11%	6%	13%	5%	4%	3%	3%	2%	1%	1%	0%	100%
Refinance Originations³	654	462	447	326	212	437	155	206	160	121	84	67	55	23	3,409
Refi orig. % AA orig.	19%	14%	13%	10%	6%	13%	5%	6%	5%	4%	2%	2%	2%	1%	100%
Home Improvement Originations³	160	101	146	210	110	133	47	36	29	36	17	22	42	4	1,093
Home Improvement orig. % AA orig.	15%	9%	13%	19%	10%	12%	4%	3%	3%	3%	2%	2%	4%	0%	100%
Small Business Originations³	600	456	343	477	275	325	186	228	97	59	166	39	62	15	3,328
SB orig. % AA orig.	18%	14%	10%	14%	8%	10%	6%	7%	3%	2%	5%	1%	2%	0%	100%
Combined Loan Totals	1,859	1,230	1,194	1,213	700	1,139	472	545	332	264	311	152	178	49	9,638
% of AA Orig.	19%	13%	12%	13%	7%	12%	5%	6%	3%	3%	3%	2%	2%	1%	100%

(1) Branch numbers are as of 12/31/2011. (2) Branch deposits and deposit market share are from the FDIC as of 6/30/11. (3) Originations are loans reported under HMDA or CRA small business reporting for 2010 and 2011. (4) Demographic information was obtained from the 2000 Census. (5) Business establishments information was reported by D&B for 2011.

Geographic and Borrower Distribution: The geographic distribution of HMDA-related and small business loans reflected good penetration in LMI geographies. This conclusion is based on good distribution in MSA 49620 (York-Hanover, PA), MSA 25420 (Harrisburg-Carlisle, PA), PA Non-MSA Group A, and MSA 11020 (Altoona, PA), as well as adequate distribution in MSA 42540 (Scranton-Wilkes-Barre, PA).

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 MSA 49620 (York-Hanover), MSA 25420 (Harrisburg-Carlisle), PA Non-MSA Group A, MSA 42540 (Scranton, Wilkes-Barre), and MSA 11020 (Altoona).

Community Development Loans: M&T made a relatively high level of community development loans in the State of Pennsylvania. This conclusion is based on excellent performance in MSA 25420 (Harrisburg-Carlisle), and good performance in MSA 49620 (York-Hanover), MSA 42540 (Scranton-Wilkes-Barre), and Non MSA Group A. Performance in MSA 11020 (Altoona) was adequate.

During the examination period, community development lending in Pennsylvania totaled \$246 million with 94% involving new originations originated since the prior CRA examination. Community development lending increased 7% on an annualized basis compared to the prior CRA evaluation. Statewide, 52% of M&T's community development lending targeted community service initiatives and 28% economic development initiatives. Community contacts in the state identified revitalization and stabilization and economic development related to job creation as important credit needs.

INVESTMENT TEST

In the State of Pennsylvania assessment area, M&T had a significant level of qualified community development investments that exhibited good responsiveness to credit and community development needs. This conclusion is based on a significant level of qualified investments in the Harrisburg (MSA 25420), Scranton Wilkes-Barre (MSA 42540) and the Altoona (MSA 11020) assessment areas and an excellent level of qualified investments in the York (MSA 49620) and PA Non MSA Group A assessment areas. The bank made 568 qualified investments, totaling approximately \$38 million within the Pennsylvania assessment areas. Of the total investment activity in the Pennsylvania assessment area, 92% supported affordable housing initiatives. Investments in LIHTCs, which are considered complex because of their intricate accounting requirements, accounted for \$24 million or 63% of total investments in the State of Pennsylvania. Qualified investments also included \$10 million in mortgage-backed securities. Investment activity in the State of Pennsylvania was primarily in MSA 49620 (York-Hanover, PA) with \$7 million of investments, Non-MSA Group A with \$7 million, MSA 25420 (Harrisburg-Carlisle, PA) with \$5 million, and the limited scope assessment area MSA 29540 (Lancaster, PA) with \$11 million.

SERVICE TEST

M&T's performance under the service test in the State of Pennsylvania was excellent. This conclusion was based on excellent performance in MSA 49620 (York, PA), MSA 25420 (Harrisburg-Carlisle, PA), MSA 42540 (Scranton-Wilkes-Barre, PA), MSA 11020 (Altoona, PA), and in the PA non-MSA Group A assessment area.

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, Wells Fargo Bank, NA, and PNC Bank.

As of December 31, 2011, M&T operated 27 branches in the York MSA. Based on deposits reported to the Federal Deposit Insurance Corporation as of June 30, 2011, M&T ranks 1st in the York MSA, with \$1.5 billion in deposits, or 23% of the retail deposit market

PERFORMANCE CONTEXT

To help determine the availability of community development opportunities within the assessment area, the CRA public evaluations of other financial institutions operating in these areas were reviewed. Also, members of the community were contacted to discern information about local economic conditions, local credit needs, performance of banks in the assessment area, as well as potential community development opportunities.

Demographic Characteristics

According to the 2000 Census, MSA 49620 had a population of 382,000 and is estimated to have increased 14 percent to 436,770 as of July 1, 2011. The MSA's population is spread throughout York County; the city of York is the largest municipality but contains only 10% of the total county population. 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	2010	2011
MSA 49620	\$68,700	\$69,300

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.

AVERAGE HOME PRICE		
Area	2010	2011
York-Hanover MSA	\$169,000	\$157,000

Source: U.S. Department of Housing and Urban Development, Sept 2011

The housing market in York County 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 above shows that the median sales price for existing single-family homes declined approximately 7 percent between September 2010 and September 2011, echoing the decrease in housing values throughout the US.

Labor, Employment and Economic Characteristics

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

AVERAGE ANNUAL UNEMPLOYMENT RATES		
Area	2010	2011
York-Hanover MSA	8.6%	7.8%
State of Pennsylvania	8.5%	7.9%

Much of the York MSA employment still depends on the manufacturing sector, with food manufacturing accounting for nearly 16 percent of all manufacturing jobs. While manufacturing jobs have declined since 2000, job growth going forward is expected to continue in several sectors, including education and health services and the transportation and utility sectors.

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

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 the MSA was good based on market share activity and comparison to peer banks.

M&T ranked first in deposit market share (23% market share) compared to fifth in home purchase lending (4% market share), fifth in refinance lending (3% market share), fourth in home improvement lending (6% market share), and sixth in small business lending (7% market share).

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.

HMDA and small business volume for the examination period was down 18% compared to the previous examination. Comparisons to the aggregate for the examination period indicated greater declines for the aggregate overall.

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	795	4.8	643	4.4	77	7.5	75	9.0
Moderate-income	1,266	7.6	1,087	7.4	107	10.4	72	8.7
Middle-income	13,219	79.7	11,818	80.2	769	74.9	632	76.1
Upper-income	1,308	7.9	1,182	8.0	74	7.2	52	6.3
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	16,588	100.0	14,730	100.0	1,027	100.0	831	100.0
	Percentage of Total Businesses:			88.8		6.2		5.0

Geographic Distribution: M&T's overall geographic distribution of loans reflects good penetration in the York-Hanover assessment area. Lending penetration in LMI census tracts was excellent overall for home improvement and small business lending and good overall for home purchase lending. Refinance lending was adequate. The table on the next page summarizes lending performance in LMI census tracts in 2010.

Low-income Geographies

In 2010, M&T made 3% of its home purchase, 1% of its refinance, and 1% of its home improvement loans in low-income geographies. Home purchase performance exceeded the aggregate, which made 1% of its home purchase loans in low-income geographies. In addition, refinance and home improvement performance was similar to the aggregate, which made less than 1% of its refinance and 1% of its home improvement lending in low-income geographies. M&T's home purchase lending performance also compares well to the demographics of the MSA, which indicate that 2% of the available owner-occupied housing units are located within low-income geographies.

M&T originated 6% of its small business loans in low-income geographies which is above the aggregate's performance of 5% of small business loans in low-income geographies. The bank's small business performance in low-income geographies is also significantly above the demographics of the low-income geographies, where 5% of small businesses are located.

Performance in 2011 was comparable to 2010.

MSA 40380 (YORK-HANOVER, PA)				
Product	Low-income Tracts		Moderate-income Tracts	
	M & T Performance	2010 Aggregate Comparison	M & T Performance	2010 Aggregate Comparison
Home Purchase	Excellent	Significantly Above	Good	Above
Refinance	Adequate	Similar	Adequate	Slightly Below
Home Improvement	Good	Similar	Excellent	Significantly Above
Small Business	Excellent	Above	Excellent	Similar

Moderate-income Geographies

In 2010, M&T made 7% of its home purchase, 2% of its refinance, and 9% of its home improvement loans in moderate-income geographies, exceeding the aggregate's performance of 5% for home purchase loans and 3% for home improvement loans. Refinance lending performance, at 2%, was slightly below the aggregate, at 3%. The bank's home purchase and home improvement lending performance also compares well to the demographics of the MSA, which indicate that 6% of the available owner-occupied housing units are located within moderate-income geographies.

M&T originated 8% of its small business loans in moderate-income geographies which is similar to the aggregate's performance of 8%. The bank's small business performance in moderate-income geographies is similar to the demographics of moderate-income geographies, where 8% of all small businesses operate.

Home purchase performance in 2011 was weaker than 2010 performance while refinance, home improvement, and small business performance was comparable to 2010.

Distribution by Borrower Income and Revenue Size of Business: M&T’s distribution of borrowers in the York-Hanover, Pennsylvania assessment area reflects, given the product lines offered, good penetration among customers of different income levels and businesses of different sizes. Overall, lending to moderate-income borrowers was excellent while lending to low-income borrowers was good. Lending to small businesses was good. The following table summarizes lending performance to LMI borrowers and small businesses:

MSA 49620 (YORK-HANOVER, PA)				
Product	Low-income Borrowers		Moderate-income Borrowers	
	M & T Performance	2010 Aggregate Comparison	M & T Performance	2010 Aggregate Comparison
Home Purchase	Good	Above	Excellent	Slightly Above
Refinance	Adequate	Slightly Above	Excellent	Slightly Above
Home Improvement	Excellent	Significantly Above	Excellent	Slightly Above
	Lending to Businesses with GAR <= \$1 million		2010 Aggregate Comparison	
Small Business	Good		Significantly Above	

Low-income Borrowers

M&T’s HMDA lending performance in lending to low-income borrowers was good overall when compared to the 16% of families in the MSA which are of low-income and the performance of the aggregate. In 2010, the bank made 15%, 6%, and 27% 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 was above, slightly above, and significantly above, respectively, the aggregate. The aggregate made 12%, 5%, and 12% of its home purchase, refinance, and home improvement loans, respectively, to low-income borrowers. 2011 performance was comparable to 2010.

Moderate-income Borrowers

M&T’s HMDA-lending performance to moderate-income borrowers was excellent when compared to the 20% of families in the MSA who are of moderate-income. In 2010, the bank made 30%, 22%, and 29% of its home purchase, refinance, and home improvement loans, respectively, to moderate-income borrowers. M&T’s performance for home purchase, refinance,

and home improvement loans was slightly above the aggregate group of lenders. The aggregate made 27%, 17%, and 23% of its home purchase, refinance, and home improvement loans to moderate-income borrowers, respectively. 2011 performance was comparable to 2010.

Small Business Lending

M&T provided a good level of lending to small business borrowers with gross annual revenue (GAR) of \$1 million or less. In 2010, the bank made 61% of its small business loans to these businesses, compared to the 89% of business establishments in the MSA with GAR of \$1 million or less. Performance was significantly above the aggregate, which made 39% to businesses with GAR of \$1 million or less. The bank made 62% of its small business loans in amounts of \$100,000 or less, which was below the aggregate, which made 88% of its small business loans in amounts of \$100,000 or less. The average loan size was \$144,000. 2011 performance was slightly weaker than 2010.

Community Development Lending:

M&T made a relatively high level of community development lending loans in MSA 49620 (York-Hanover, PA) with five loan originations totaling \$6 million, or 2% of the bank’s Pennsylvania community development lending activity. M&T ranked 3rd out of six similarly-situated banks when comparing annualized community development loans to deposits within MSA 49620. New commitments represented 90% of all community development lending activity. Community development lending declined 63% on an annualized basis compared to the prior CRA evaluation.

Community Development Lending MSA 49620		
Purpose	#	\$(’000s)
Affordable Housing	2	589
Economic Development	1	4,578
Community Services	2	500
Revitalize and Stabilize	0	0
Totals	5	5,667

Performance within the York MSA included:

- A \$4.6 million commercial mortgage to an organization promoting economic development on the south side of the City of York, PA. The organization provides job training and community development services to the residents of the area. The property is located in a low-income census tract.
- A \$250,000 term loan to a charter school that serves a majority of LMI students.

INVESTMENT TEST

M&T's investment performance in MSA 49620 was excellent. The bank made an excellent level of qualified investments in this assessment area. Qualified investments totaled \$7 million or 19% of state activity, primarily supporting affordable housing initiatives. M&T's qualified investment activity exhibited adequate responsiveness to assessment area credit needs as detailed in the table above. Of the total qualified investments, 46% consisted of mortgage-backed securities, which are viewed qualitatively as less responsive to community development needs of LMI communities.

Qualified Investments MSA 49620		
Purpose	#	\$('000s)
Affordable Housing	15	6,701
Community Services	31	302
Revitalize and Stabilize	4	59
Economic Development	3	12
Total	53	7,074

M&T made significant use of complex investments to support community development initiatives through investments in LIHTCs, which totaled to \$3 million or 47% of MSA investments, enhancing performance in this MSA. M&T's investment level compared favorably to similarly-situated large retail banks in the assessment area.

Qualified investments included:

- A LIHTC investment totaling \$3 million to support affordable housing throughout the MSA.
- Eight mortgage-backed securities totaling \$3 million supported by loans to LMI individuals.
- Multiple grants totaling \$497 thousand to organizations that support affordable housing, economic development, and community services to LMI individuals, as well as revitalization and stabilization of LMI communities throughout this assessment area.

SERVICE TEST

M&T's performance under the service test in MSA 49620 (York-Hanover, PA) was excellent based on excellent branch distribution and leadership in providing community development services.

Retail Services: M&T's delivery systems were readily accessible to geographies and individuals of different income levels in this assessment area. M&T operates 27 branches in this assessment area, of which one (4%) was located in a low-income area and 4 (15%) were in moderate-income areas. This compares favorably to the 4% and 8% of the MSA's population residing in low- and moderate-income areas, respectively.

Alternative delivery systems enhanced M&T's performance in the assessment area. M&T had 56 off-site ATM locations in the assessment area with 4 (7%) located in low-income areas and 8 (14%) in moderate-income areas.

Changes in branch locations did not adversely affect the accessibility of the bank's delivery systems. During the evaluation period, M&T closed one branch, which was not in a LMI tract. M&T did not open any new branches in MSA 49620 during the examination period.

The bank's hours and services do not vary in a way that inconveniences its assessment area, particularly LMI geographies and/or individuals. Of the 27 branches in the MSA, 23, or 85%, had early morning, late evening or Saturday hours. Of the 5 branches in LMI census tracts, 2, or 40%, had extended or Saturday hours.

Community Development Services:

M&T was a leader in providing community development services in the York-Hanover assessment area. 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 6 non-profit and community based organizations in the York-Hanover assessment area.

Community Development Services MSA 49620	
Mortgage Education Seminars	91
Small Business Seminars	2
Total	93

2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: MSA 49620

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	Bank		Aggregate			Bank		Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	7	3.1%	3.5%	1.3%	0.8%	34	15.1%	10.4%	11.6%	6.9%
Moderate	15	6.7%	4.4%	5.0%	2.7%	68	30.2%	24.3%	27.2%	22.4%
Middle	185	82.2%	81.7%	84.7%	84.4%	59	26.2%	25.4%	25.2%	26.0%
Upper	18	8.0%	10.4%	9.1%	12.1%	43	19.1%	26.7%	26.2%	35.6%
Unknown	0	0.0%	0.0%	0.0%	0.0%	21	9.3%	13.1%	9.8%	9.1%
Total	225	100.0%	100.0%	100.0%	100.0%	225	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	2	0.6%	0.3%	0.6%	0.4%	21	5.9%	3.6%	5.3%	3.1%
Moderate	7	2.0%	0.9%	2.5%	1.6%	77	21.8%	15.8%	17.3%	12.7%
Middle	304	85.9%	84.5%	84.4%	82.8%	104	29.4%	28.2%	24.9%	22.2%
Upper	41	11.6%	14.4%	12.4%	15.1%	127	35.9%	44.7%	36.9%	44.7%
Unknown	0	0.0%	0.0%	0.0%	0.0%	25	7.1%	7.7%	15.5%	17.3%
Total	354	100.0%	100.0%	100.0%	100.0%	354	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	1	1.4%	0.2%	1.4%	1.2%	19	27.1%	4.0%	11.8%	5.7%
Moderate	6	8.6%	1.5%	3.2%	2.5%	20	28.6%	12.2%	23.3%	15.8%
Middle	58	82.9%	97.1%	84.3%	79.9%	14	20.0%	16.6%	25.8%	22.1%
Upper	5	7.1%	1.2%	11.0%	16.5%	14	20.0%	50.4%	35.3%	48.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	3	4.3%	16.9%	3.8%	8.4%
Total	70	100.0%	100.0%	100.0%	100.0%	70	100.0%	100.0%	100.0%	100.0%
Multi-Family										
Low	0	0.0%	0.0%	13.3%	54.8%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	13.3%	1.1%	0	0.0%	0.0%	0.0%	0.0%
Middle	3	100.0%	100.0%	73.3%	44.0%	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%	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	10	1.5%	1.3%	0.9%	2.4%	74	11.3%	5.5%	7.9%	4.4%
Moderate	28	4.3%	2.0%	3.4%	2.0%	165	25.3%	17.0%	21.0%	15.7%
Middle	550	84.4%	85.4%	84.5%	82.0%	177	27.1%	24.4%	25.0%	22.8%
Upper	64	9.8%	11.4%	11.2%	13.6%	184	28.2%	34.7%	33.1%	40.1%
Unknown	0	0.0%	0.0%	0.0%	0.0%	52	8.0%	18.5%	13.0%	17.0%
Total	652	100.0%	100.0%	100.0%	100.0%	652	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
		Bank			Aggregate					
	#	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	%
Low	19		6.2%		7.8%		4.6%		5.7%	
Moderate	25		8.1%		6.2%		7.6%		10.3%	
Middle	236		76.9%		77.0%		76.3%		73.8%	
Upper	27		8.8%		9.0%		9.1%		9.8%	
Unknown	0		0.0%		0.0%		0.0%		0.0%	
Tract Unknown	0		0.0%		0.0%		2.3%		0.4%	
Total	307		100.0%		100.0%		100.0%		100.0%	
By Revenue										
\$1 Million or Less	188		61.2%		44.8%		38.6%		39.0%	
By Loan Size										
\$100,000 or less	191		62.2%		19.2%		87.7%		26.7%	
\$100,001-\$250,000	71		23.1%		30.0%		6.0%		18.6%	
\$250,001-\$1 Million	45		14.7%		50.8%		6.2%		54.7%	
Total	307		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, 2011, M&T maintained 28 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, 2011, these branches contained \$1.5 billion in deposits, or 20% 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 12% 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, credit unions, and non-bank financial institutions. M&T's primary competitors in the MSA are PNC Bank, Wells Fargo Bank, Metro Bank, Sovereign Bank, and Citizens Bank of PA.

PERFORMANCE CONTEXT

To help determine the availability of community development opportunities within the assessment area, the CRA public evaluations of other financial institutions operating in these areas were reviewed. Also, members of the community were contacted to discern information about local economic conditions, local credit needs, performance of banks in the assessment area, as well as potential community development opportunities.

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, and the city of Harrisburg's "distressed city" status under PA Act 47 has impacted the assessment area economy. State payrolls declined as revenues remained below projections and the state cuts costs to prevent the budget deficit from widening. 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	2010	2011
MSA 25420	\$71,000	\$72,500
State of Pennsylvania	\$54,100	\$54,900

Housing Characteristics

Over the evaluation period, the cost of housing decreased only slightly in the Harrisburg-Carlisle MSA, and remains relatively affordable. In 2011, the average price of a home in the MSA was 1% lower than 2010 as shown in the chart to the right.

AVERAGE HOME PRICE		
AREA	2010	2011
MSA 25420	\$142,800	\$140,900

Source: Moody's Economy.com, Inc.

Within this assessment area, 65% of housing units are owner-occupied. 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 to relocate 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 the state government, followed by 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	2010	2011
MSA 25420	7.7%	7.2%
Dauphin County	8.1%	7.6%
Cumberland County	7.0%	6.7%
State of Pennsylvania	8.5%	7.9%

Source: Department of Labor

As shown in the chart to the left, the unemployment rate for the Harrisburg-Carlisle MSA is decreasing and remains lower than the state unemployment rate. Unemployment is higher in Dauphin County, compared to Cumberland County, primarily due to high unemployment in the city of Harrisburg.

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	522	2.3	438	2.2	33	2.2	51	3.8
Moderate-income	3,409	15.3	2,922	15.0	253	17.1	234	17.3
Middle-income	13,444	60.2	11,715	60.1	900	60.7	829	61.4
Upper-income	4,960	22.2	4,427	22.7	296	22.0	237	17.5
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	22,335	100.0	19,502	100.0	1,482	100.0	1,351	100.0
	Percentage of Total Businesses:			87.3		6.6		6.0

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 the MSA was good based on market share activity and comparison to peer banks.

M&T ranked second in deposit market share (13% market share) compared to 18th in home purchase lending (2% market share), 17th in refinance lending (2% market share), 7th in home improvement lending (3% market share), and 8th 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 lending volume is consistent with the performance of similarly-situated banks.

HMDA and small business volume for the examination period was down 19% compared to the previous examination, despite refinance lending volume increasing 25%. Comparisons to the aggregate for the examination period indicated slightly greater declines for the aggregate overall.

Geographic Distribution: M&T’s overall geographic distribution of loans reflects good penetration in the Harrisburg Carlisle assessment area. Lending penetration in LMI census tracts was excellent for home purchase, home improvement, and small business lending and adequate for refinance lending. The following table summarizes lending performance in LMI census tracts in 2010:

MSA 25420 (HARRISBURG-CARLISLE, PA)				
Product	Low-income Tracts		Moderate-income Tracts	
	M & T Performance	2010 Aggregate Comparison	M & T Performance	2010 Aggregate Comparison
Home Purchase	Excellent	Significantly Above	Excellent	Significantly Above
Refinance	Adequate	Significantly Above	Adequate	Above
Home Improvement	Adequate	Significantly Below	Excellent	Significantly Above
Small Business	Adequate	Slightly Below	Excellent	Above

Low-income Geographies

In 2010, M&T made 3% of its home purchase and 1% of its refinance loans in low-income geographies. M&T did not make any home improvement loans in low-income geographies. Performance in home purchasing lending exceeded the aggregate which made 1% of its home purchase loans in low-income geographies. M&T’s performance for refinance lending was similar to the aggregate, which also made 1% of its refinance loans in low-income geographies. Home improvement performance is significantly below the aggregate, which made 1% of its home improvement loans in low-income geographies. However, the aggregate made only 13 home improvement loans in the low-income census tract in 2010. M&T’s home purchase lending performance also compares well to the demographics of the MSA, which indicate that 2% of the available owner-occupied housing units are located within low-income geographies.

In 2010, M&T originated 1% of its small business loans in low-income geographies which is slightly below the aggregate, which made 2% of its small business loans in low-income geographies. The bank’s small business performance in low-income geographies is also below the demographics of the low-income geographies, where 2% of small businesses are located.

2011 home improvement performance was excellent and is reflected in the overall rating. Home purchase, refinance, and small business performance in 2011 was comparable to 2010 performance.

Moderate-income Geographies

In 2010, M&T made 21% of its home purchase, 9% of its refinance, and 22% of its home improvement loans in moderate-income geographies, exceeding the aggregate's performance of 13% for home purchase loans, 7% for refinance loans, and 10% of its home improvement loans. The bank's home purchase and home improvement lending performance also compares well to the demographics of the MSA, which indicate that 14% of the available owner-occupied housing units are located within moderate-income geographies.

M&T originated 18% of its small business loans in moderate-income geographies which is above the aggregate's performance of 13%. The bank's small business performance in moderate-income geographies is also above the demographics of moderate-income geographies, where 15% of all small businesses operate.

Performance in 2011 was comparable to 2010.

Distribution by Borrower Income and Revenue Size of the Business: M&T's distribution of borrowers in the Harrisburg-Carlisle, Pennsylvania assessment area reflects, given the product lines offered, good penetration among customers of different income levels and businesses of different sizes. Overall, lending to moderate-income borrowers was excellent while lending to low-income borrowers was good. Lending to small businesses was adequate. The following table summarizes lending performance to LMI borrowers and small businesses:

MSA 25420 (HARRISBURG-CARLISLE, PA)				
Product	Low-income Borrowers		Moderate-income Borrowers	
	M & T Performance	2010 Aggregate Comparison	M & T Performance	2010 Aggregate Comparison
Home Purchase	Excellent	Above	Excellent	Slightly Above
Refinance	Adequate	Slightly Above	Excellent	Slightly Above
Home Improvement	Excellent	Significantly Above	Excellent	Significantly Above
	Lending to Businesses with GAR <= \$1 million		2010 Aggregate Comparison	
Small Business	Adequate		Above	

Low-income Borrowers

M&T's HMDA lending performance in lending to low-income borrowers was good overall when compared to the 17% of families in the MSA which are of low-income and the performance of the aggregate. In 2010, the bank made 18%, 7%, and 31% of its home purchase, refinance, and home improvement loans to low-income borrowers respectively.

M&T's performance for home purchase, refinance, and home improvement loans was above, slightly above, and significantly above the aggregate, respectively. The aggregate made 12%, 6%, and 10% of its home purchase, refinance, and home improvement loans to low-income borrowers, respectively. 2011 performance was comparable to 2010.

Moderate-income Borrowers

M&T's HMDA-lending performance to moderate-income borrowers was excellent when compared to the 19% of families in the MSA who are of moderate-income. In 2010, the bank made 32%, 22%, and 36% 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 slightly above the aggregate group of lenders; while the performance for home improvement loans was significantly above the aggregate. The aggregate made 26%, 18%, and 22% of its home purchase, refinance, and home improvement loans to moderate-income borrowers, respectively. 2011 performance was slightly weaker than 2010.

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. In 2010, the bank made 53% 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 above the aggregate which made 36% of its small business loans to businesses with GAR of \$1 million or less. The bank made 57% of its small business loans in amounts of \$100,000 or less, which was below the aggregate which made 87% of its small business loans in amounts of \$100,000 or less. The average loan size was \$157,000. 2011 performance was comparable to 2010.

Community Development Lending:

M&T was a leader in community development lending performance in MSA 25420 (Harrisburg-Carlisle, PA) as M&T made 11 community development loans totaling \$55 million, or 22% of M&T's community development lending in Pennsylvania. New commitments represented 100% of all community development lending activity. Revitalization and Stabilization initiatives represented 18% and loans supporting community services constituted 78% of total community development lending activity. M&T ranked 1st out of seven similarly-situated banks when comparing annualized community development loans to deposits within MSA 25420. Community development lending increased 63% on an annualized basis compared to the prior CRA evaluation.

Community Development Lending MSA 25420		
Purpose	#	\$('000s)
Affordable Housing	0	0
Economic Development	1	2,000
Community Services	7	42,629
Revitalize and Stabilize	3	10,000
Totals	11	54,629

Examples of community development loan activity included:

- A \$10 million construction loan to provide financing for construction of an office building in a low-income area of Harrisburg. The project is being constructed in accordance with the City of Harrisburg’s downtown redevelopment plan.
- A \$2 million line of credit to a corporation that provides transitional services for LMI individuals. Contracts are primary with the Pennsylvania Department of Corrections.
- A \$15,000 revolving credit facility to an organization that provides community development services to a largely LMI community. Over 55% of the organization’s revenues are from Medicaid.

INVESTMENT TEST

M&T’s investment performance in MSA 25420 was good. The bank made a significant level of qualified investments in this assessment area. Qualified investments totaled \$5 million or 13% of state activity, primarily supporting affordable housing initiatives and organizations that provide community development services for LMI families.

Qualified Investments MSA 25420		
Purpose	#	\$(000s)
Affordable Housing	21	4,086
Community Services	87	539
Revitalize & Stabilize	6	63
Economic Development	12	129
Total	126	4,817

M&T’s qualified investment activity exhibited adequate responsiveness to assessment area credit needs as detailed in the table above. Of the MSA total qualified investments, 84% consisted of mortgage-backed securities, which are viewed qualitatively as less responsive to community development needs of LMI communities. M&T’s investment level was generally consistent with similarly-situated large retail banks in the assessment area.

Qualified investment activity also included multiple grants totaling \$788 thousand to organizations that support affordable housing, economic development, and community services to LMI individuals, as well as revitalization and stabilization of LMI communities throughout this assessment area.

SERVICE TEST

M&T’s performance under the service test in MSA 25420 (Harrisburg-Carlisle, PA) was excellent based on excellent branch distribution and the provision of a relatively high level of community development services.

Retail Services: M&T’s delivery systems were readily accessible to geographies and individuals of different income levels in this assessment area. M&T operates 28 branches in this assessment area, of which one (4%) was located in a low-income area and 9 (32%) were in moderate-income areas. This compares favorably to the 4% and 18% of the MSA’s population residing in low- and moderate-income areas, respectively.

Alternative delivery systems enhanced the bank's performance in the Harrisburg-Carlisle MSA. M&T had 34 off-site ATM locations in the assessment area, with 2 (6%) located in low-income areas and 4 (12%) in moderate-income areas.

M&T's record of opening and closing branches did not adversely affect the accessibility of its delivery systems. During the evaluation period, M&T closed one branch, which was not located in a LMI tract. M&T did not open any new branches in MSA 25420 during the examination period.

The bank's hours and services were tailored to the convenience and needs of its assessment area, including LMI geographies and/or LMI individuals. Of the 28 branches in the MSA, 24, or 86%, have early morning, late evening hours, or Saturday hours.

Community Development Services: M&T provided a relatively high level of 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 21 non-profit and community based organizations in the Harrisburg-Carlisle assessment area.

Community Development Services MSA 25420	
Mortgage Education Seminars	46
Small Business Seminars	2
Technical Assistance	2
Total	50

2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: MSA 25420

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	Bank		Aggregate			Bank		Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	3	2.7%	1.7%	0.8%	0.4%	20	17.7%	12.1%	11.8%	7.0%
Moderate	24	21.2%	14.4%	13.0%	8.8%	36	31.9%	26.3%	26.4%	20.8%
Middle	57	50.4%	48.8%	56.0%	55.1%	22	19.5%	22.5%	24.7%	24.2%
Upper	29	25.7%	35.1%	30.2%	35.7%	22	19.5%	25.4%	28.0%	38.8%
Unknown	0	0.0%	0.0%	0.0%	0.0%	13	11.5%	13.6%	9.1%	9.3%
<i>Total</i>	<i>113</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>113</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
Refinance										
Low	2	0.8%	0.4%	0.5%	0.3%	16	6.8%	4.0%	5.7%	3.3%
Moderate	21	8.9%	6.7%	7.0%	5.0%	52	21.9%	15.7%	17.7%	13.2%
Middle	138	58.2%	57.4%	56.0%	53.9%	64	27.0%	23.4%	24.4%	22.2%
Upper	76	32.1%	35.5%	36.5%	40.9%	94	39.7%	53.0%	38.1%	46.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	11	4.6%	3.9%	14.0%	15.3%
<i>Total</i>	<i>237</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>237</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%	0.9%	0.6%	14	31.1%	5.5%	10.0%	4.6%
Moderate	10	22.2%	4.6%	10.1%	6.5%	16	35.6%	31.4%	21.6%	14.7%
Middle	25	55.6%	46.1%	61.1%	60.4%	10	22.2%	8.4%	28.4%	24.5%
Upper	10	22.2%	49.3%	27.9%	32.4%	5	11.1%	54.7%	38.2%	52.3%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	1.8%	3.8%
<i>Total</i>	<i>45</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>45</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%	1.8%	0.3%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	35.1%	22.8%	0	0.0%	0.0%	0.0%	0.0%
Middle	1	100.0%	100.0%	63.2%	77.0%	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%
<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	5	1.3%	0.7%	0.6%	0.3%	50	12.6%	5.8%	7.9%	4.4%
Moderate	55	13.9%	8.1%	9.1%	6.9%	104	26.3%	17.5%	20.6%	15.2%
Middle	221	55.8%	58.5%	56.4%	55.2%	96	24.2%	20.9%	24.7%	22.2%
Upper	115	29.0%	32.7%	33.9%	37.7%	121	30.6%	41.3%	34.9%	42.3%
Unknown	0	0.0%	0.0%	0.0%	0.0%	25	6.3%	14.5%	12.0%	16.0%
<i>Total</i>	<i>396</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>396</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	3		1.3%		1.0%		1.6%		1.7%	
Moderate	41		17.8%		16.5%		13.0%		13.1%	
Middle	129		56.1%		52.4%		57.1%		60.0%	
Upper	57		24.8%		30.1%		26.5%		24.8%	
Unknown	0		0.0%		0.0%		0.0%		0.0%	
Tract Unknown	0		0.0%		0.0%		1.8%		0.3%	
<i>Total</i>	<i>230</i>		<i>100.0%</i>		<i>100.0%</i>		<i>100.0%</i>		<i>100.0%</i>	
By Revenue										
\$1 Million or Less	<i>121</i>		<i>52.6%</i>		<i>36.4%</i>		<i>36.2%</i>		<i>41.6%</i>	
By Loan Size										
\$100,000 or less	132		57.4%		18.6%		87.3%		26.2%	
\$100,001-\$250,000	65		28.3%		31.1%		6.2%		19.0%	
\$250,001-\$1 Million	33		14.3%		50.3%		6.5%		54.8%	
<i>Total</i>	<i>230</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 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-bank financial institutions. M&T's primary competitors are PNC Bank, Wells Fargo Bank, NA, First National Community Bank, Community Bank, N.A. and Citizens Bank of PA.

As of December 31, 2011, M&T maintained 17 branches in the MSA, or 10% of all its retail branches in Pennsylvania. Based on deposits reported to the Federal Deposit Insurance Corporation as of June 30, 2011, M&T ranks third in MSA 42540, with 9% of the retail deposit market share. M&T's branches hold approximately \$937 million or 13% of the bank's deposits in Pennsylvania.

PERFORMANCE CONTEXT

To help determine the availability of community development opportunities within the assessment area, the CRA public evaluations of other financial institutions operating in these areas were reviewed. Also, members of the community were contacted to discern information about local economic conditions, local credit needs, performance of banks in the assessment area, as well as potential community development opportunities.

Demographic Characteristics

According to the 2000 Census, the MSA has a population of approximately 561 thousand and is estimated to have increased slightly to 563 thousand as of July 1, 2011. 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.

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.

HUD MEDIAN FAMILY INCOME		
AREA	2010	2010
MSA 42540	\$56,500	\$58,100

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.

Housing Characteristics

Of the 253 thousand housing units in MSA 42540, 63% are owner-occupied. In LMI tracts, the level of owner-occupancy is 8%. Approximately 10% of housing units in the MSA are vacant, which discourages lending for new housing construction.

AVERAGE HOME PRICE		
Area	2010	2011
MSA 42540	\$118,400	\$115,400

Source: Moody's Economy.com

The cost of housing in MSA 42540 remains relatively low. Home prices decreased about three percent during the evaluation period. 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. Manufacturing employment is showing signs of stabilizing. However, government remains a sizeable weight, as employment is at its lowest since the late 1990s. Many of these manufacturing jobs have been replaced by jobs in low-paying industries and occupations.

AVERAGE ANNUAL UNEMPLOYMENT RATES		
Area	2010	2011
MSA 42540	9.5%	9.3%
City of Scranton	9.6%	9.7%
City of Wilkes-Barre	10.5%	10.5%
City of Hazelton	13.0%	12.5%
State of Pennsylvania	8.5%	7.9%

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 in Hazelton, in Luzerne County.

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 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	702	2.9	569	2.7	69	4.4	64	4.1
Moderate-income	2,191	9.0	1,932	9.1	125	8.0	134	8.7
Middle-income	17,130	70.4	14,883	70.1	1,123	72.2	1,124	72.6
Upper-income	4,302	17.7	3,837	18.1	238	15.3	227	14.7
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	24,325	100.0	21,221	100.0	1,555	100.0	1,549	100.0
	Percentage of Total Businesses:			87.2		6.4		6.4

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 the MSA was good based on market share activity and comparison to peer banks.

M&T ranked fourth in deposit market share (8% market share) compared to 6th in home purchase lending (3% market share), 8th in refinance lending (3% market share), 7th in home improvement lending (4% market share), and 13th 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 consistent with the performance of similarly-situated banks.

HMDA and small business volume for the examination period was down 27% compared to the previous examination. Comparisons to the aggregate for the examination period indicated slightly greater declines for the aggregate overall.

Geographic Distribution: M&T’s overall geographic distribution of loans reflects adequate penetration in the Scranton-Wilkes Barr assessment area. This conclusion is based on adequate 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. HMDA performance in low-income tracts is considered adequate based on the performance context. The following table summarizes 2010 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	2010 Aggregate Comparison	M & T Performance	2010 Aggregate Comparison
Home Purchase	Adequate	Similar	Poor	Significantly Below
Refinance	Adequate	Similar	Adequate	Above
Home Improvement	Adequate	Similar	Good	Slightly Above
Small Business	Very Poor	Significantly Below	Excellent	Significantly Above

Low-income Geographies

In 2010, opportunities for HMDA-related lending in the one low-income census tract are limited as the tract has only 46 owner-occupied housing units. This is confirmed by the performance of the aggregate which made only 9 HMDA-related loans in the low-income census tract in 2010. M&T made no HMDA-related or small business loans in low-income census tracts in 2010. M&T’s small business performance is considered very poor as the bank did not make any small business loans in the low-income census tract while 3% of all business establishments are located there. The aggregate made 3% of its small business loans within the low-income census tract. 2011 HMDA performance is also considered adequate based on the performance context. 2011 performance was comparable to 2010 performance.

Moderate-income Geographies

In 2010, M&T made 2% of its home purchase, 5% of its refinance, and 7% of its home improvement loans in moderate-income geographies, slightly above the aggregate’s 4% for refinance and 6% for home improvement loans and significantly below the aggregate’s 7% for home purchase loans. M&T’s HMDA-related lending was below 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 14% of its small business loans in moderate-income geographies exceeding the demographics of the assessment as 9% of all businesses are located in moderate-income geographies. M&T's performance also was above the aggregate which made 7% of its small business loans in moderate-income geographies. 2011 HMDA performance was stronger while small business performance was adequate.

Distribution by Borrower Income and Revenue Size of Business: M&T's distribution of borrowers in the Scranton-Wilkes-Barre assessment area reflects, given the product lines offered, good penetration among customers of different income levels and businesses of different sizes. Overall, lending to moderate-income borrowers was good while lending to low-income borrowers was adequate. Lending to small businesses was adequate. The following table summarizes lending performance to LMI borrowers and small businesses:

MSA 42540 (SCRANTON-WILKES-BARRE, PA)				
Product	Low-income Borrowers		Moderate-income Borrowers	
	M & T Performance	2010 Aggregate Comparison	M & T Performance	2010 Aggregate Comparison
Home Purchase	Poor	Slightly Below	Excellent	Above
Refinance	Adequate	Below	Good	Slightly Above
Home Improvement	Excellent	Above	Excellent	Above
	Lending to Businesses with GAR <= \$1 million		2010 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 19% of families in the MSA which are of low-income and the performance of the aggregate. In 2010, the bank made 8%, 3%, and 18% 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 was slightly below, below, and above the aggregate group of lenders, respectively. The aggregate made 10%, 5%, and 14% of its home purchase, refinance, and home improvement loans, respectively, to low-income borrowers. 2011 performance was comparable to 2010.

Moderate-income Borrowers

M&T's HMDA-lending performance to moderate-income borrowers was good when compared to the 19% of families in the MSA who are of moderate-income. In 2010, the bank made 32%, 17%, and 25% of its home purchase, refinance, and home improvement loans to moderate-

income borrowers respectively. M&T's performance for refinance loans was slightly above the aggregate group of lenders; while performance of home purchase and home improvement loans was above the aggregate. The aggregate made 23%, 15%, and 20% of its home purchase, refinance, and home improvement loans, respectively, to moderate-income borrowers. 2011 performance was comparable to 2010.

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. In 2010, the bank made 54% 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 43% to businesses with GAR of \$1 million or less. The bank made 66% of its small business loans in amounts of \$100,000 or less, which was below the aggregate which made 88% of its small business loans in amounts of \$100,000 or less. The average loan size was \$138,000. 2011 performance was comparable 2010.

Community Development Lending:

M&T made a relatively high level of community development loans in MSA 42540 (Scranton-Wilkes-Barre, PA), totaling \$27 million, or 11% of the bank's community development lending in Pennsylvania. M&T ranked 1st out of six similarly-situated banks when comparing annualized community development loans to deposits within MSA 42540. New commitments represented 76% of all community development lending activity.

Community Development Lending MSA 42540		
Purpose	#	\$('000s)
Affordable Housing	0	0
Economic Development	5	20,350
Community Services	0	0
Revitalize and Stabilize	1	6,438
Totals	6	26,788

Community development lending supporting economic development initiatives represented 76% while loans supporting revitalization were 24% of total community development lending activity.

Examples of community development initiatives included the following:

- A \$7.5 million loan for infrastructure improvements to an area targeted for redevelopment through grants from the State of Pennsylvania.
- A \$1 million equipment loan to a small business expanding its operations. The business is located in a Keystone Opportunity Zone and will bring jobs to the area.

INVESTMENT TEST

M&T's investment performance in MSA 42540 was good. The bank made a significant level of qualified investments in this assessment area. Qualified investments totaled \$2 million or 4% of state activity. M&T's qualified investment activity exhibited adequate responsiveness to assessment area credit needs as detailed in the table. Of the MSA total qualified investments,

75% consisted of mortgage-backed securities. M&T's investment level was generally consistent, when compared to similarly-situated large retail banks in the assessment area.

Qualified Investments MSA 42540		
Purpose	#	\$('000s)
Affordable Housing	8	1,155
Community Services	63	371
Economic Development	3	7
Revitalize & Stabilize	1	<1
Total	75	1,533

Qualified investments also included multiple grants totaling \$383 thousand to organizations that support affordable housing, economic development, and community services to LMI individuals, as well as revitalization and stabilization of LMI communities throughout this assessment area.

SERVICE TEST

M&T's performance under the service test in MSA 42540 (Scranton-Wilkes-Barre, PA) was excellent based on excellent branch distribution and leadership in providing community development services.

Retail Services: M&T's delivery systems were readily accessible to geographies and individuals of different income levels in this assessment area. M&T operated 17 branches in this assessment area. Two (12%) of the branches were in moderate-income areas, in comparison to 10% of the MSA's population residing in moderate-income areas. There were no branches in low-income census tracts.

Alternative delivery systems did not enhance the bank's performance in this assessment area. M&T had 9 off-site ATM locations in the assessment area; however, none were located in LMI areas.

Changes in branch locations did not adversely affect the accessibility of the bank's delivery systems. During the evaluation period, M&T did not close or open any branches in MSA 42540 during the examination period.

The bank's hours and services were tailored to the convenience and needs of the assessment area, including LMI geographies and/or LMI individuals. Of the 17 branches in the MSA, 15, or 88%, have early morning, late evening or Saturday hours. Of the two branches located in LMI census tracts, both had extended or Saturday hours.

Community Development Services:

M&T was a leader in providing community development services in the Scranton-Wilkes-Barre assessment area. 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 in the Scranton Wilkes-Barre assessment area.

Community Development Services MSA 42540	
Mortgage Education Seminars	63
Small Business Seminars	1
Financial Literacy Seminars	1
Total	65

2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: MSA 42540

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	Bank		Aggregate			Bank		Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	0	0.0%	0.0%	0.1%	0.1%	12	8.3%	3.9%	9.7%	4.9%
Moderate	3	2.1%	1.5%	6.6%	4.0%	47	32.4%	23.0%	23.3%	16.5%
Middle	116	80.0%	71.0%	69.0%	61.9%	33	22.8%	23.2%	24.9%	23.4%
Upper	26	17.9%	27.6%	24.3%	34.0%	42	29.0%	43.3%	33.8%	48.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	11	7.6%	6.6%	8.3%	7.1%
Total	145	100.0%	100.0%	100.0%	100.0%	145	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	0	0.0%	0.0%	0.0%	0.0%	7	2.9%	1.2%	5.3%	2.7%
Moderate	13	5.4%	3.4%	3.9%	2.4%	41	16.9%	11.4%	14.7%	9.8%
Middle	171	70.7%	63.5%	65.5%	60.6%	61	25.2%	19.2%	21.1%	17.6%
Upper	58	24.0%	33.1%	30.6%	37.0%	118	48.8%	63.1%	48.6%	58.8%
Unknown	0	0.0%	0.0%	0.1%	0.0%	15	6.2%	5.1%	10.3%	11.1%
Total	242	100.0%	100.0%	100.0%	100.0%	242	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	0	0.0%	0.0%	0.1%	0.1%	12	17.6%	11.8%	13.8%	5.2%
Moderate	5	7.4%	5.2%	5.9%	3.9%	17	25.0%	29.9%	19.8%	12.2%
Middle	54	79.4%	85.6%	77.0%	71.8%	15	22.1%	16.8%	22.8%	21.2%
Upper	9	13.2%	9.2%	17.0%	24.3%	24	35.3%	41.4%	40.7%	56.5%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	2.9%	4.8%
Total	68	100.0%	100.0%	100.0%	100.0%	68	100.0%	100.0%	100.0%	100.0%
Multi-Family										
Low	0	0.0%	0.0%	2.1%	1.1%	0	0.0%	0.0%	0.0%	0.0%
Moderate	1	100.0%	100.0%	12.5%	21.6%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	79.2%	60.2%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	6.3%	17.1%	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%
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%	0.1%	0.1%	31	6.8%	2.3%	7.6%	3.5%
Moderate	22	4.8%	2.9%	5.0%	3.4%	105	23.0%	15.6%	17.9%	11.9%
Middle	341	74.8%	66.2%	68.0%	61.5%	109	23.9%	20.5%	22.4%	19.3%
Upper	93	20.4%	30.9%	27.0%	35.0%	184	40.4%	56.1%	42.9%	54.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	27	5.9%	5.7%	9.1%	11.3%
Total	456	100.0%	100.0%	100.0%	100.0%	456	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%	2.8%	3.1%			
Moderate	22	13.5%	17.7%	17.7%	17.7%	7.2%	6.1%			
Middle	114	69.9%	63.1%	63.1%	63.1%	65.6%	67.8%			
Upper	27	16.6%	19.2%	19.2%	19.2%	20.9%	22.4%			
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%	3.5%	0.7%			
Total	163	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%			
By Revenue										
\$1 Million or Less	88	54.0%	32.9%	43.3%	44.4%					
By Loan Size										
\$100,000 or less	107	65.6%	22.1%	88.3%	31.0%					
\$100,001-\$250,000	32	19.6%	26.9%	6.3%	19.4%					
\$250,001-\$1 Million	24	14.7%	51.0%	5.3%	49.5%					
Total	163	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-bank financial institutions. M&T's primary competitors are Susquehanna Bank, Sovereign Bank, Wells Fargo Bank, and First Columbia Bank and Trust.

As of December 31, 2011, M&T maintained 28 branches in the assessment area, or 16% of its retail branches in Pennsylvania. These branches held approximately \$817 million, or 11% of the bank's deposits in Pennsylvania as of June 30, 2011. M&T ranked first in the assessment area, with 12% of the retail deposit market.

PERFORMANCE CONTEXT

To help determine the availability of community development opportunities within the assessment area, the CRA public evaluations of other financial institutions operating in these areas were reviewed. Also, members of the community were contacted to discern information about local economic conditions, local credit needs, performance of banks in the assessment area, as well as potential community development opportunities.

Demographic Characteristics

This group of non-metropolitan counties is a mainly rural area of Pennsylvania, 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.

Natural gas exploration and extraction companies expanded steadily throughout the recession and companies have applied for hundreds of well permits in Bradford, Sullivan, Columbia, and other counties in the Marcellus Shale Region⁴. Job creation based on the amount of drilling taking place, land leasing, and tax revenue generation resulting from the drilling has improved the area's

⁴According to the Marcellus Shale Education and Training Center, the Marcellus Shale Region runs across the Southern Tier and Finger Lakes regions of New York, in northern and western Pennsylvania, eastern Ohio, through western Maryland, and throughout most of West Virginia extending across the state line into extreme western Virginia.

economic outlook. The main beneficiary of the increased well activity has been the hospitality industry.

Drilling companies bring experienced workers into the area to assist in setting up work sites and to complete the initial drilling stages, lifting hospitality demand. However, affordable rental housing has become a pressing need in the area. While much has been made of the potential environmental impact of the gas drilling on the region, as well as the likely benefits of an economic boon to the area, the impact on the local housing market has also been significant. The influx of new workers and new money has driven up prices and exhausted the existing supply of homes, apartments, and hotel rooms. Although this has been good for local residential property owners (rents have risen and vacancy rates are down), local wages have not kept pace with the new market. Many low-wage workers are being priced out of the rental market.

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, the Pennsylvania non-MSA/MD median family income increased slightly, as shown in the table at right. The U.S. Department of Housing and Urban Development calculates a Non-Metro/PA comparison that is the median of all census tracts located in non-metropolitan statistical areas in the state. The 2000 Census indicates that 37% of families in M&T’s Pennsylvania Non-MSA Group A assessment area are designated as LMI, and 7% of assessment area families live below the poverty level.

HUD MEDIAN FAMILY INCOME		
AREA	2010	2011
Pennsylvania State Non-MSA/MD	\$54,100	\$54,900

Housing Characteristics

MEDIAN HOME VALUE	
Area	2009
Bradford County	\$105,546
Columbia County	\$131,300
Montour County	\$146,748
Northumberland County	\$92,100
Schuylkill County	\$92,800
Snyder County	\$127,067
Sullivan County	\$129,229
Union County	\$148,371

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. 2009 is the most recent year for which pricing data is available by county in non-metropolitan areas. Aggregate data indicate that house prices in central Pennsylvania have decreased moderately, with the exception of Bradford and Schuylkill counties, where prices increased. Central Pennsylvania, like much of the rest of the state, has avoided the worst of the housing crisis. Generally, the home prices and

median family income levels make this region generally affordable.

Labor, Employment and Economic Characteristics

Unemployment rates decreased during the evaluation period in each of the assessment area's counties except Northumberland County. Unemployment rates vary throughout the area as indicated in the accompanying table. In 2011, Bradford County had the lowest unemployment rate in the assessment area at 5.9%, mainly due to job gains from the gas industry. Northumberland County had the highest unemployment rate at 9.8%.

AVERAGE ANNUAL UNEMPLOYMENT RATES		
Area	2010	2011
Bradford County	6.7%	5.9%
Columbia County	8.9%	8.1%
Montour County	6.6%	6.2%
Northumberland County	6.6%	9.8%
Schuylkill County	10.3%	9.5%
Snyder County	8.7%	8.0%
Sullivan County	7.6%	6.8%
Union County	8.9%	7.9%
State of Pennsylvania	8.1%	7.9%

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	1,811	10.2	1,578	10.1	88	9.1	145	12.4
Middle-income	13,453	75.9	11,810	75.8	738	76.1	905	77.1
Upper-income	2,457	13.9	2,189	14.1	144	14.8	124	10.6
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	17,721	100.0	15,577	100.0	970	100.0	1,174	100.0
	Percentage of Total Businesses:			87.9	5.5	6.6		

**CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN 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 the MSA was good based on market share activity and comparison to peer banks.

M&T ranked first in deposit market share (12% market share) compared to 9th in home purchase lending (3% market share), 6th in refinance lending (4% market share), 4th in home improvement lending (8% market share), and 7th in small business lending (6% market share). Peer Comparisons based on the number of loans per billion dollars of deposits indicates that the bank’s lending volume is consistent with the performance of similarly-situated banks.

HMDA and small business volume for the examination period was down 16% compared to the previous examination. Comparisons to the aggregate for the examination period indicated greater declines for the aggregate overall.

Geographic Distribution: M&T’s overall geographic distribution of loans reflects good penetration in the PA Non-MSA assessment area based on performance in moderate-income census tracts, as there are no low-income census tracts.

Performance in 2010 was good as home improvement, and small business exceeded the demographics of the assessment area. Home purchase lending was considered good based on overall good performance in 2011. Refinance lending was poor. Home improvement and small business lending performance was excellent and exceeded the performance of the aggregate while home purchase and refinance lending was below the aggregate’s performance. The table below summarizes the performance related to lending in moderate-income tracts for 2010.

PA NON MSA GROUP A				
Product	Low-income Tracts		Moderate-income Tracts	
	M & T Performance	2010 Aggregate Comparison	M & T Performance	2010 Aggregate Comparison
Home Purchase	N/A	N/A	Good	Below
Refinance	N/A	N/A	Poor	Below
Home Improvement	N/A	N/A	Excellent	Significantly Above
Small Business	N/A	N/A	Excellent	Above

Moderate-income Geographies

In 2010, M&T made 5% of its home purchase, 2% of its refinance, and 14% of its home improvement loans in moderate-income geographies, exceeding the aggregate's performance of 7% of its home improvement loans. Home purchase and refinance lending performance was below the aggregate's performance of 7% and 4% for home purchase and refinance lending, respectively. The bank's home improvement lending performance also compares well to the demographics of the MSA, which indicate that 8% of the available owner-occupied housing units are located within moderate-income geographies.

M&T originated 13% of its small business loans in moderate-income geographies which is above the aggregate, which originated 8% of its small business loans in moderate-income geographies. The bank's small business performance is above the demographics of moderate-income geographies, where 10% of all small businesses operate.

Performance in 2011 was stronger than 2010 for home purchase lending while refinance, home improvement and small business performance was comparable to 2010.

Distribution by Borrower Income and Revenue Size of Business: M&T's distribution of borrowers in the Pennsylvania Non-MSA Group A assessment area reflects, given the product lines offered, good penetration among customers of different income levels and businesses of different sizes. Overall, lending to low and moderate-income borrowers and small businesses was good. The following table summarizes lending performance to LMI borrowers and small businesses:

PA NON-MSA (GROUP A)				
Product	Low-income Borrowers		Moderate-income Borrowers	
	M & T Performance	2010 Aggregate Comparison	M & T Performance	2010 Aggregate Comparison
Home Purchase	Good	Above	Excellent	Above
Refinance	Adequate	Similar	Adequate	Similar
Home Improvement	Excellent	Significantly Above	Excellent	Slightly Above
	Lending to Businesses with GAR <= \$1 million		2010 Aggregate Comparison	
Small Business	Good		Significantly Above	

Low-income Borrowers

M&T's HMDA lending performance in lending to low-income borrowers was good overall when compared to the 17% of families in the MSA which are of low-income and the performance of

the aggregate. In 2010, the bank made 13%, 5%, and 24% 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 was above, similar to, and significantly above the aggregate which made 10%, 5%, and 12% of its home purchase, refinance, and home improvement loans, respectively, to low-income borrowers. 2011 performance was comparable to 2010.

Moderate-income Borrowers

M&T's HMDA-lending performance to moderate-income borrowers was good when compared to the 20% of families in the MSA who are of moderate-income. In 2010, the bank made 29%, 14%, and 22% of its home purchase, refinance, and home improvement loans, respectively, to moderate-income borrowers. M&T's performance for home purchase, refinance, and home improvement loans was above, similar to, and slightly above the aggregate group of lenders, which made 23%, 14%, and 19% of its home purchase, refinance, and home improvement loans, respectively, to moderate-income borrowers. 2011 performance was comparable to 2010.

Small Business Lending

M&T provided a good level of lending to small business borrowers with gross annual revenue (GAR) of \$1 million or less. In 2010, the bank made 61% of its small business loans to these businesses, compared to the 88% of business establishments in the MSA with GAR of \$1 million or less. Performance was significantly above the aggregate which made 39% of its small business loans businesses with GAR of \$1 million or less. The bank made 72% of its small business loans in amounts of \$100,000 or less, which was slightly below the aggregate, which made 89% of its small business loans in amounts of \$100,000 or less. The average loan size was \$122,000. 2011 performance was slightly weaker than 2010.

Community Development Lending:

M&T made a relatively high level of community development loans in Non-MSA Group A totaling \$19 million, or 8% of community development lending in Pennsylvania. Community service initiatives represented 85% of total community development lending activity. M&T ranked 2nd out of five similarly-situated banks when comparing annualized community development loans to deposits within the non MSA assessment area. New commitments represented 100% all community development lending activity. Community development lending increased 29% on an annualized basis compared to the prior CRA evaluation.

Community Development Lending PA Non-MSA (Group A)		
Purpose	#	\$('000s)
Affordable Housing	1	2,000
Economic Development	1	800
Community Services	3	16,178
Revitalize and Stabilize	0	0
Totals	5	18,978

New loans include the following:

- A \$5.6 million commercial mortgage to acquire a nursing facility serving largely LMI residents. Over 55% of the facility's revenues come from Medicaid.
- An \$800,000 line of credit to a community development corporation used to provide interim bridge financing for economic development projects in Schuylkill County.

INVESTMENT TEST

M&T's investment performance in Non-MSA Group A was excellent. The bank made an excellent level of qualified investments in this assessment area, totaling \$7 million or 19% of state activity. The MSA investments primarily supported affordable housing initiatives, through investments in LIHTCs. M&T's qualified investment activity exhibited excellent responsiveness to assessment area credit needs as detailed in the table below:

Qualified Investments PA NON-MSA (GROUP A)		
Purpose	#	\$('000s)
Affordable Housing	10	6,801
Community Services	58	237
Economic Development	3	6
Revitalize & Stabilize	0	0
Total	71	7,044

M&T made extensive use of complex investments to support community development initiatives. Investments in LIHTCs, which are considered complex, amounted to \$6.558 million or 93% of the total MSA qualified investments. M&T's investment level compared favorably to similarly-situated large retail banks in the assessment area.

Qualified investments also included multiple grants totaling \$130 thousand to organizations that support affordable housing, economic development, and community services to LMI individuals throughout this assessment area.

SERVICE TEST

M&T's performance under the service test in the Non-Metropolitan Group A assessment area in central Pennsylvania was excellent based on excellent branch distribution and provision of a relatively high level of community development services.

Retail Services: M&T's delivery systems were readily accessible to geographies and individuals of different income levels in this assessment area. M&T operated 28 branches in this assessment area. Five (18%) of the total branches were in moderate-income areas, which compares favorably to 9% of the MSA's population residing in moderate-income areas.

Alternative delivery systems slightly enhanced the bank's performance in this Non-MSA assessment area group. M&T had 17 off-site ATM locations in the assessment area, of which one, or 6%, was located in a moderate-income area.

Changes in branch locations did not adversely affect the accessibility of the bank's delivery systems. During the evaluation period, M&T closed one branch in this assessment area, which was not located in a LMI tract. M&T did not open any new branches in this Non-MSA assessment area group during the examination period.

The bank's hours and services were tailored to the convenience and needs of the assessment area, including LMI geographies and/or LMI individuals. Of the 28 branches in the MSA, 23, or 82%, have early morning, late evening hours, or Saturday hours. Five of the branches with extended hours are located in LMI areas.

Community Development Services:

M&T provided a relatively high level of community development services in this Non-MSA Group A assessment area.

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 7 non-profit and community based organizations in the PA Non MSA assessment area.

Community Development Services PA Non-MSA (Group A)	
Mortgage Education Seminars	15
Small Business Seminars	3
Total	18

2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: PA Non-MSA Group A

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	Bank		Aggregate			Bank		Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	0	0.0%	0.0%	0.0%	0.0%	15	13.3%	6.9%	9.5%	4.9%
Moderate	6	5.3%	3.7%	7.2%	4.3%	33	29.2%	21.1%	23.1%	16.9%
Middle	93	82.3%	76.9%	75.5%	71.8%	26	23.0%	23.2%	24.2%	22.0%
Upper	14	12.4%	19.4%	17.1%	23.9%	33	29.2%	43.3%	35.0%	47.9%
Unknown	0	0.0%	0.0%	0.1%	0.0%	6	5.3%	5.4%	8.2%	8.3%
Total	113	100.0%	100.0%	100.0%	100.0%	113	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	0	0.0%	0.0%	0.0%	0.0%	10	5.3%	2.4%	4.9%	2.4%
Moderate	4	2.1%	1.7%	3.9%	2.5%	26	13.8%	8.9%	14.0%	9.7%
Middle	147	77.8%	75.2%	77.0%	73.6%	45	23.8%	21.5%	23.1%	19.5%
Upper	38	20.1%	23.2%	18.8%	23.7%	91	48.1%	60.2%	47.6%	57.3%
Unknown	0	0.0%	0.0%	0.3%	0.2%	17	9.0%	7.0%	10.4%	11.1%
Total	189	100.0%	100.0%	100.0%	100.0%	189	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	0	0.0%	0.0%	0.0%	0.0%	23	24.5%	8.0%	12.3%	4.8%
Moderate	13	13.8%	5.0%	6.8%	4.1%	21	22.3%	5.9%	18.7%	11.2%
Middle	70	74.5%	52.2%	80.1%	76.3%	26	27.7%	30.6%	24.3%	20.9%
Upper	11	11.7%	42.7%	10.8%	18.7%	21	22.3%	45.6%	42.4%	59.7%
Unknown	0	0.0%	0.0%	2.3%	0.9%	3	3.2%	9.9%	2.4%	3.4%
Total	94	100.0%	100.0%	100.0%	100.0%	94	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%	9.5%	1.3%	0	0.0%	0.0%	0.0%	0.0%
Middle	2	100.0%	100.0%	81.0%	96.1%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	9.5%	2.6%	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%	0.0%	0.0%	48	12.1%	4.0%	7.4%	3.4%
Moderate	23	5.8%	2.4%	5.4%	3.2%	80	20.1%	12.6%	17.7%	12.2%
Middle	312	78.4%	75.0%	76.8%	73.4%	97	24.4%	22.3%	23.6%	20.2%
Upper	63	15.8%	22.6%	17.2%	23.2%	145	36.4%	54.0%	42.5%	53.2%
Unknown	0	0.0%	0.0%	0.5%	0.2%	28	7.0%	7.1%	8.8%	11.0%
Total	398	100.0%	100.0%	100.0%	100.0%	398	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
		Bank			Aggregate					
	#	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	% \$(000s)
Low	0	0.0%		0.0%		0.0%		0.0%		0.0%
Moderate	31	12.6%		16.0%		8.5%		8.6%		8.6%
Middle	162	65.6%		62.4%		70.8%		73.4%		73.4%
Upper	54	21.9%		21.7%		15.3%		17.2%		17.2%
Unknown	0	0.0%		0.0%		0.0%		0.0%		0.0%
Tract Unknown	0	0.0%		0.0%		5.5%		0.9%		0.9%
Total	247	100.0%		100.0%		100.0%		100.0%		100.0%
By Revenue										
\$1 Million or Less	150	60.7%		31.6%		38.5%		36.6%		36.6%
By Loan Size										
\$100,000 or less	177	71.7%		25.8%		88.9%		28.4%		28.4%
\$100,001-\$250,000	43	17.4%		27.3%		6.2%		21.5%		21.5%
\$250,001-\$1 Million	27	10.9%		46.9%		4.9%		50.1%		50.1%
Total	247	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, 2011, 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, 2011, these branches contained approximately \$693 million in deposits, or 9% of the bank's total branch deposits in the state. M&T ranks first in MSA 11020, with 33% of the retail deposit market.

There are 13 banks operating branches in the Altoona MSA, primarily community banks. The top five banks control 81% 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

To help determine the availability of community development opportunities within the assessment area, the CRA public evaluations of other financial institutions operating in these areas were reviewed. Also, members of the community were contacted to discern information about local economic conditions, local credit needs, performance of banks in the assessment area, as well as potential community development opportunities.

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 slightly decreased two percent to 127 thousand as of July 1, 2011. Although the population of both the city and county has remained fairly stable, a relatively high proportion of residents are senior citizens, with 18% and 16% of Blair County and the City of Altoona's population over the age of 65, respectively. 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 36% 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	2010	2011
MSA 11020	\$53,200	\$54,900

Housing Characteristics

With negligible foreclosure activity and relatively stable housing prices, the housing market is poised for growth in 2012. Of the 55 thousand housing units in MSA 11020, 68% are owner-occupied. Only 14% of all owner-occupied units are located in the LMI census tracts.

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	2010	2011
MSA 11020	7.6%	7.0%
State of Pennsylvania	8.5%	7.9%

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 have 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.

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 the MSA was good based on market share activity and comparison to peer banks.

M&T ranked first in deposit market share (34% market share) compared to 5th in home purchase lending (5% market share), 6th in refinance lending (6% market share), 3rd in home improvement lending (10% market share), and 3rd in small business lending (11% market share). Peer

comparisons based on the number of loans per billion dollars of deposits indicate that the bank's lending volume is consistent with the performance of similarly-situated banks.

HMDA and small business volume for the examination period was down 6% compared to the previous examination despite refinance volume increasing 42% and home improvement volume increasing 25%. Comparisons to the aggregate for the examination period indicated greater declines for the aggregate overall.

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	198	4.2	166	4.1	16	4.6	16	6.3
Moderate-income	684	14.6	594	14.6	61	17.5	29	11.4
Middle-income	3,320	70.9	2,904	71.2	233	67.0	183	71.8
Upper-income	480	10.3	415	10.2	38	10.9	27	10.6
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	4,682	100.0	4,079	100.0	348	100.0	255	100.0
	Percentage of Total Businesses:			87.1		7.4		5.4

Geographic Distribution: M&T's overall geographic distribution of loans reflects good penetration in the Altoona assessment area. This conclusion is based on good HMDA-related penetration in moderate-income census tracts and excellent small business lending penetration in moderate-income-income tracts. Performance is based primarily on penetration in moderate-income census tracts as opportunities in the one low-income tract are limited. Less than 1% of all owner-occupied housing units are in the low-income census tract. HMDA performance in the low-income census tract is considered adequate based on the performance context. The following table summarizes performance in LMI census tracts in 2010:

MSA 11020 (ALTOONA, PA)				
Product	Low-income Tracts		Moderate-income Tracts	
	M & T Performance	2010 Aggregate Comparison	M & T Performance	2010 Aggregate Comparison
Home Purchase	Adequate	Similar	Good	Below
Refinance	Adequate	Similar	Adequate	Slightly Below
Home Improvement	Adequate	Similar	Excellent	Slightly Above
Small Business	Adequate	Below	Excellent	Significantly Above

Low-income Geographies

In 2010, M&T made no HMDA-related loans in low-income census tracts in 2010, however, opportunities for HMDA-related lending in the one low-income census tract are limited as the tract has only 62 owner-occupied housing units. This is also confirmed by the performance of the aggregate which made only 6 HMDA-related loans in the low-income census tract in 2010. M&T's small business performance is considered adequate as M&T made 2% of its small business loans in the low-income census tract while 4% of all business establishments are located there. The aggregate made 3% of its small business loans within the low-income census tract. 2011 HMDA-related and small business performance was comparable to 2010 performance.

Moderate-income Geographies

In 2010, M&T made 8% of its home purchase, 5% of its refinance, and 20% of its home improvement loans in moderate-income geographies, slightly above the aggregate's 16% for home improvement lending but below the aggregate's 6% for refinance lending and 14% for home purchase lending. The bank's home improvement 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 23% of its small business loans in moderate-income geographies exceeding the aggregate's 12%. The bank's performance also exceeds the demographics of the moderate-income geographies, where 15% of small businesses operate.

Performance in 2011 was similar to 2010 performance except for home purchase lending which was stronger.

Distribution by Borrower Income and Revenue Size of Business: M&T's distribution of borrowers in the Altoona, Pennsylvania assessment area reflects, given the product lines offered, good penetration among customers of different income levels and businesses of different sizes. Overall, lending to low and moderate-income borrowers was good while lending to small

businesses was adequate. The following table summarizes lending performance to LMI borrowers and small businesses:

MSA 11020 (ALTOONA, PA)				
Product	Low-income Borrowers		Moderate-income Borrowers	
	M & T Performance	2010 Aggregate Comparison	M & T Performance	2010 Aggregate Comparison
Home Purchase	Good	Above	Excellent	Slightly Above
Refinance	Adequate	Above	Adequate	Similar
Home Improvement	Excellent	Significantly Above	Excellent	Significantly Above
	Lending to Businesses with GAR <= \$1 million		2010 Aggregate Comparison	
Small Business	Adequate		Above	

Low-income Borrowers

M&T's HMDA lending performance to low-income borrowers was good overall when compared to the 18% of families in the MSA which are of low-income and the performance of the aggregate. In 2010, the bank made 13%, 6%, and 18% of its home purchase, refinance, and home improvement loans, respectively, to low-income borrowers.

M&T's performance for home purchase and refinance loans was above the aggregate; while the performance of home improvement loans was significantly above the aggregate. The aggregate made 10%, 5%, and 11% of its home purchase, refinance, and home improvement loans, respectively, to low-income borrowers. 2011 performance was comparable to 2010.

Moderate-income Borrowers

M&T's HMDA-lending performance to moderate-income borrowers was good when compared to the 19% of families in the MSA who are of moderate-income. In 2010, the bank made 30%, 12%, and 29% of its home purchase, refinance, and home improvement loans to moderate-income borrowers respectively. M&T's performance for home purchase, refinance, and home improvement loans was slightly above, similar to, and significantly above the aggregate group of lenders, respectively. The aggregate made 27%, 13%, and 19% of its home purchase, refinance, and home improvement loans to moderate-income borrowers, respectively. 2011 performance was slightly stronger than 2010.

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. In 2010, the bank made 50% 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 above the aggregate which made 36% of its small business loans to businesses with GAR of \$1 million or less. The bank made 50% of its small business loans in amounts of \$100,000 or less, which was below the aggregate, which made 82% of its small business loans in amounts of \$100,000 or less. The average loan size was \$185,000. 2011 performance was comparable to 2010.

Community Development Lending:

M&T made an adequate level of community development loans in MSA 11020 (Altoona, PA). Community development lending in MSA 11020 totaling \$8 million or 3% of community development lending in Pennsylvania. There were no new community development commitments compared to the prior CRA evaluation.

Community Development Lending MSA 11020		
Purpose	#	\$('000s)
Affordable Housing	0	0
Economic Development	2	8,098
Community Services	0	0
Revitalize and Stabilize	0	0
Totals	2	8,098

- Community development lending activity included an \$8 million loan for construction of a mall in an area targeted for redevelopment by the state of Pennsylvania.

INVESTMENT TEST

M&T's investment performance in MSA 11020 was good. The bank made a good level of qualified investments in this assessment area. Qualified investments totaled \$705 thousand or 2% of state activity, primarily supporting affordable housing initiatives and organizations that provide community development services for LMI families.

Qualified Investments MSA 11020		
Purpose	#	\$('000s)
Affordable Housing	6	469
Community Services	46	204
Economic Development	3	31
Revitalize & Stabilize	1	1
Total	56	705

M&T's qualified investment activity exhibited adequate responsiveness to assessment area credit needs as detailed in the table. Of the MSA total qualified investments, 39% consisted of mortgage-backed securities, which are viewed qualitatively as less responsive to community development needs of LMI communities. M&T's investment level compared favorably to similarly-situated large retail banks in the assessment area.

Qualified investments also included multiple grants totaling \$277 thousand to organizations that support affordable housing, economic development, and community services to LMI individuals, as well as revitalization and stabilization of LMI communities throughout this assessment area.

SERVICE TEST

M&T's performance under the service test in MSA 11020 (Altoona, PA) was excellent based on excellent branch distribution and a relatively high level of community development services.

Retail Services: M&T's delivery systems were readily accessible to geographies and individuals of different income levels in this assessment area. M&T operated 9 branches in this assessment area. Two (22%) of the total branches were in moderate-income areas, which compares favorably to 16% of the MSA's population residing in moderate-income areas.

Alternative delivery systems enhanced the bank's performance in this assessment area. M&T had 17 off-site ATM locations in the assessment area, of which three, or 18%, were located in a moderate-income area.

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 branches in this assessment area.

The bank's hours and services were tailored to the convenience and needs of its assessment area, including LMI geographies and/or LMI individuals. Of the 9 branches in the MSA, all have either early morning, late evening hours, or Saturday hours.

Community Development Services: M&T provided a relatively high level of community development services in the Altoona MSA. Community development services consisted of mortgage education seminars targeting LMI borrowers and first time homebuyers. In addition, management and staff served as directors, advisors or committee members to 7 non-profit and community based organizations in the Altoona assessment area.

Community Development Services MSA 11020	
Mortgage Education Seminars	100
Total	100

2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: MSA 11020

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	Bank		Aggregate			Bank		Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	0	0.0%	0.0%	0.1%	0.0%	7	13.2%	6.8%	10.4%	5.6%
Moderate	4	7.5%	4.1%	14.4%	9.1%	16	30.2%	24.3%	26.7%	19.7%
Middle	44	83.0%	83.1%	73.2%	73.1%	12	22.6%	19.9%	21.5%	20.7%
Upper	5	9.4%	12.8%	12.3%	17.8%	13	24.5%	38.5%	33.0%	46.6%
Unknown	0	0.0%	0.0%	0.0%	0.0%	5	9.4%	10.4%	8.4%	7.5%
<i>Total</i>	<i>53</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>53</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
Refinance										
Low	0	0.0%	0.0%	0.1%	0.1%	7	6.3%	3.6%	4.8%	2.1%
Moderate	6	5.4%	2.9%	6.2%	4.1%	13	11.6%	6.7%	12.8%	7.5%
Middle	81	72.3%	65.1%	77.1%	74.2%	17	15.2%	9.8%	22.4%	17.2%
Upper	25	22.3%	31.9%	16.6%	21.5%	60	53.6%	70.5%	50.3%	61.8%
Unknown	0	0.0%	0.0%	0.0%	0.0%	15	13.4%	9.4%	9.8%	11.4%
<i>Total</i>	<i>112</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>112</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%	0.6%	0.2%	9	17.6%	7.6%	10.7%	5.3%
Moderate	10	19.6%	13.0%	16.0%	13.4%	15	29.4%	7.5%	19.4%	14.5%
Middle	37	72.5%	85.4%	73.4%	75.7%	12	23.5%	22.1%	26.2%	26.0%
Upper	4	7.8%	1.6%	10.0%	10.7%	10	19.6%	15.2%	40.1%	48.7%
Unknown	0	0.0%	0.0%	0.0%	0.0%	5	9.8%	47.6%	3.6%	5.5%
<i>Total</i>	<i>51</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>51</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%	28.6%	9.4%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	71.4%	90.6%	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%	0.2%	0.1%	23	10.6%	4.5%	7.3%	3.3%
Moderate	20	9.3%	3.6%	10.1%	6.1%	44	20.4%	10.6%	17.9%	11.5%
Middle	162	75.0%	70.0%	75.4%	74.0%	41	19.0%	12.6%	22.6%	18.6%
Upper	34	15.7%	26.4%	14.3%	19.8%	83	38.4%	61.0%	43.6%	56.4%
Unknown	0	0.0%	0.0%	0.0%	0.0%	25	11.6%	11.3%	8.6%	10.2%
<i>Total</i>	<i>216</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>216</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	3	2.1%	0.6%		3.0%	1.9%				
Moderate	32	22.7%	18.0%		12.0%	11.4%				
Middle	85	60.3%	62.7%		66.5%	68.3%				
Upper	21	14.9%	18.7%		12.9%	16.6%				
Unknown	0	0.0%	0.0%		0.0%	0.0%				
Tract Unknown	0	0.0%	0.0%		5.7%	1.8%				
<i>Total</i>	<i>141</i>	<i>100.0%</i>	<i>100.0%</i>		<i>100.0%</i>	<i>100.0%</i>				
By Revenue										
\$1 Million or Less	71	50.4%	32.8%		36.4%	35.9%				
By Loan Size										
\$100,000 or less	70	49.6%	12.7%		81.5%	20.6%				
\$100,001-\$250,000	42	29.8%	30.6%		10.2%	23.8%				
\$250,001-\$1 Million	29	20.6%	56.6%		8.3%	55.6%				
<i>Total</i>	<i>141</i>	<i>100.0%</i>	<i>100.0%</i>		<i>100.0%</i>	<i>100.0%</i>				

METROPOLITAN AND NONMETROPOLITAN AREAS

(LIMITED REVIEW)

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)

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	Consistent	Below
MSA 29540	Consistent	Consistent	Below
MSA 44300	Consistent	Consistent	Consistent
MSA 48700	Consistent	Consistent	Consistent
MSA 10900	Consistent	Consistent	Below
MSA 30140	Consistent	Below	Below
Non-MSA Group D	Consistent	Below	Below
Non-MSA Group B	Consistent	Below	Below

MULTISTATE METROPOLITAN AREA

(FULL REVIEW)

MSA 37980 (PHILADELPHIA-CAMDEN-WILMINGTON- PA-NJ-DE-MD)⁵

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:

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

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), plus New Castle County, Delaware, and Cecil County, Maryland, which are located in the Wilmington Metropolitan Division (MD 48864).

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.

M&T operates 54 branches in MSA 37980, as of December 31, 2011, representing 7% of all branches. The majority of assessment area deposits and branches are in the Philadelphia MD. Based on deposits reported to the Federal Deposit Insurance Corporation as of June 30, 2011, M&T ranks 10th in MSA 37980, with \$7 billion in deposits, or 2% of the retail deposit market.

PERFORMANCE CONTEXT

To help determine the availability of community development opportunities within the assessment area, the CRA public evaluations of other financial institutions operating in these areas were reviewed. Also, members of the community were contacted to discern information about local economic conditions, local credit needs, performance of banks in the assessment area, as well as potential community development opportunities.

Demographic Characteristics

According to the 2000 Census, the assessment area has a population of approximately 4.4 million. This population is concentrated in the city of Philadelphia, which contains 34% of assessment area residents. Of the area’s 348 LMI census tracts, 249, or 72% 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.

The city of Wilmington, DE, with a population of 72,644, is the largest city in Delaware. Of the area’s 348 LMI census tracts, 18, or 5%, are located in the city of Wilmington. Wilmington is a national financial center for the credit card industry and a center for retail banking. The Wilmington deposit market is dominated by large super-regional banks.

Income Characteristics

The 2010 and 2011 HUD-adjusted median family income estimates for the assessment area MDs are shown in the accompanying table.

HUD MEDIAN FAMILY INCOMES		
AREA	2010	2011
MD 37964 (Philadelphia, PA)	\$76,200	\$78,100
MD 48864 (Wilmington, DE)	\$78,300	\$80,800

The 2000 Census indicates that 39% of families in the assessment area 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. In the city of Wilmington, 59% of families are designated as LMI and 17% 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	2010	2011
MSA 37980	\$227,200	\$216,000

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 of Philadelphia, 45% rate in the city of Wilmington, 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 44 years, housing stock in the assessment area tends to be older. Forty five percent of housing in the Philadelphia MD, 33% of housing in the Wilmington MD, and 58% of housing in the City of Philadelphia, and 56% of housing in the city of Wilmington 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. In addition, community groups noted a need for lines of credit which many non-profit organizations rely on to cover operating expenses.

According to the U.S. Department of Labor, unemployment has decreased slightly across the MSA. As shown in the chart to the right, Philadelphia County and the 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	2010	2011
MSA 37980	8.9%	8.6%
Philadelphia MD	8.5%	8.3%
Bucks County, PA	7.7%	7.3%
Chester County, PA	6.5%	6.1%
Delaware County, PA	8.3%	8.0%
Montgomery County, PA	7.2%	6.7%
Philadelphia County, PA	10.8%	10.8%
Wilmington MD	8.7%	7.9%
New Castle County, DE	8.1%	7.3%
Cecil County, MD	10.2%	8.9%
State of Pennsylvania	8.1%	7.9%
State of Delaware	7.7%	7.3%
State of Maryland	7.5%	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	131	11.6	110,953	9.9	38,360	34.6	241,428	21.5
Moderate-income	217	19.2	215,949	19.3	32,502	15.1	192,714	17.2
Middle-income	401	35.5	398,984	35.6	17,934	4.5	234,619	20.9
Upper-income	362	32.0	395,866	35.3	7,067	1.8	452,991	40.4
Unknown-income	19	1.7	0	0.0	0	0.0	0	0.0
Total Assessment Area	1,130	100.0	1,121,752	100.0	95,863	8.5	1,121,752	100.0
	Housing Units by Tract	Housing Types by Tract						
		Owner-occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	206,490	88,622	7.7	42.9	81,365	39.4	36,503	17.7
Moderate-income	384,827	204,969	17.8	53.3	143,615	37.3	36,243	9.4
Middle-income	638,260	420,580	36.5	65.9	188,232	29.5	29,448	4.6
Upper-income	569,693	439,562	38.1	77.2	112,317	19.7	17,814	3.1
Unknown-income	353	13	0.0	3.7	2	0.6	338	95.8
Total Assessment Area	1,799,623	1,153,746	100.0	64.1	525,531	29.2	120,346	6.7
	Total Businesses by Tract	Businesses by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
	#	%	#	%	#	%	#	%
Low-income	15,499	7.4	13,211	7.2	1,026	7.3	1,262	10.7
Moderate-income	30,863	14.7	26,762	14.5	1,984	14.1	2,117	17.9
Middle-income	68,786	32.7	60,551	32.8	4,575	32.5	3,660	30.9
Upper-income	94,019	44.7	83,159	45.1	6,238	44.4	4,622	39.0
Unknown-income	1,223	0.6	806	0.4	238	1.7	179	1.5
Total Assessment Area	210,390	100.0	184,489	100.0	14,061	100.0	11,840	100.0
	Percentage of Total Businesses:			87.7		6.7		5.6

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 the MSA was good based on market share activity and comparison to peer banks.

Based on deposits reported to the Federal Deposit Insurance Corporation as of June 30, 2010, M&T ranked thirty-sixth in deposit market share (less than 1% market share) compared to 42nd in home purchase lending (less than 1% market share), 52nd in refinance lending (less than 1% market share), 44th in home improvement lending (less than 1% market share), and 27th in small business lending (less than 1% market share). Peer Comparisons based on the number of loans

per billion dollars of deposits indicates that the bank’s lending volume compared favorably with the performance of similarly-situated banks.

HMDA and small business volume for the examination period was up 46% compared to the previous examination with home purchase, refinance and home improvement lending volume increasing 33%, 52% and 85%, respectively. Comparisons to the aggregate for the examination period indicated that aggregate volume declined overall.

Geographic Distribution: M&T’s overall geographic distribution of loans reflects adequate penetration in the Philadelphia metropolitan assessment area. Lending penetration in LMI census tracts was adequate overall for home purchase, refinance, and small business lending and good for home improvement lending. The following table summarizes the bank’s 2010 performance:

MSA 37980 (PHILADELPHIA-CAMDEN-WILMINGTON, PA-NJ-DE-MD)				
Product	Low-income Tracts		Moderate-income Tracts	
	M & T Performance	2010 Aggregate Comparison	M & T Performance	2010 Aggregate Comparison
Home Purchase	Adequate	Similar	Adequate	Below
Refinance	Poor	Below	Adequate	Slightly Below
Home Improvement	Adequate	Below	Good	Slightly Below
Small Business	Poor	Significantly Below	Good	Slightly Below

Low-income Geographies

In 2010, M&T made 4% of its home purchase, 1% of its refinance, and 5% of its home improvement loans in low-income census tracts, similar to the aggregate’s 4% for home purchase loans, below the aggregate’s 2% for refinance and 7% for home improvement loans. The bank’s HMDA and small business lending is below the demographics of the assessment area, which indicate that 8% of the available owner-occupied housing units and 7% of all businesses are located within low-income census tracts. M&T originated 2% of its small business loans in low-income census tracts, significantly below the aggregate’s 4% for small business loans. Performance in 2011 was stronger for refinance and small business lending and comparable for home purchase and home improvement lending.

Moderate-income Geographies

In 2010, M&T made 11% of its home purchase, 7% of its refinance, and 16% of its home improvement loans in moderate-income census tracts, below the aggregate’s 17% for home purchase loans, slightly below the aggregate’s 9% for refinance loans and 18% for home improvement loans. The bank’s home purchase performance is below 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 10% of its small business loans in moderate-income geographies, slightly below the aggregate's 11%. The bank's performance is below the demographics of the assessment area, where 15% of all small businesses operate in moderate-income census tracts. Performance in 2011 was comparable although small business performance was excellent.

Distribution by Borrower Income and Revenue Size of Business: M&T's distribution of borrowers in the Philadelphia-Camden-Wilmington (Multi-State MSA) assessment area reflects, given the product lines offered, adequate penetration among customers of different income levels and businesses of different sizes. Overall, lending to moderate-income borrowers was good while lending to low-income borrowers was poor. Lending to small businesses was adequate. The following table summarizes lending performance to LMI borrowers and small businesses:

MSA 37980 (PHILADELPHIA-CAMDEN-WILMINGTON)				
Product	Low-income Borrowers		Moderate-income Borrowers	
	M & T Performance	2010 Aggregate Comparison	M & T Performance	2010 Aggregate Comparison
Home Purchase	Very Poor	Significantly Below	Excellent	Similar
Refinance	Adequate	Below	Good	Similar
Home Improvement	Excellent	Significantly Above	Good	Slightly Below
	Lending to Businesses with GAR <= \$1 million		2010 Aggregate Comparison	
Small Business	Adequate		Significantly Above	

Low-income Borrowers

M&T's HMDA lending performance in lending to low-income borrowers was poor overall when compared to the 22% of families in the MSA which are of low-income and the performance of the aggregate. In 2010, the bank made 6%, 3%, and 30% of its home purchase, refinance, and home improvement loans to low-income borrowers respectively.

M&T's performance for home purchase, refinance and home improvement loans was significantly below, below, and significantly above the aggregate group of lenders, respectively. The aggregate made 12%, 5%, and 16% of its home purchase, refinance, and home improvement loans to low-income borrowers, respectively. 2011 performance was slightly stronger than 2010.

Moderate-income Borrowers

M&T's HMDA-lending performance to moderate-income borrowers was good when compared to the 17% of families in the MSA who are of moderate-income. In 2010, the bank made 23%,

13%, and 16% 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 similar to the aggregate group of lenders, while the performance for home improvement loans was slightly below. The aggregate made 23%, 14%, and 21% of its home purchase, refinance, and home improvement loans to moderate-income borrowers, respectively. 2011 performance was slightly stronger than 2010.

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. In 2010, the bank made 49% of its small business loans to these businesses, compared to the 88% of business establishments in the MSA with GAR of \$1 million or less. Performance was significantly above the aggregate which made 30% to businesses with GAR of \$1 million or less. The bank 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. The average loan size was \$170,000. 2011 performance was slightly weaker than 2010.

Community Development Lending:

M&T was a leader in community development lending in MSA 37980 with 23 community development loans, totaling \$84 million or 3% of all community development activity. Lending was concentrated in MD 37954 (Philadelphia, PA) where virtually all community development lending was originated. M&T ranked 1st out of six similarly-situated banks when comparing annualized community development loans to deposits within the MSA 37980 assessment area. New commitments represented 84% of all community development lending activity. Performance was excellent as community development lending increased 110% on an annualized basis from the last examination. As indicated in the above chart, community development lending was responsive to identified needs within the MSA.

Community Development Lending MSA 37980		
Purpose	#	\$('000s)
Affordable Housing	8	14,503
Economic Development	2	15,200
Community Services	10	43,595
Revitalize and Stabilize	3	10,936
Total	23	84,234

Examples of community development lending include:

- A \$7 million commercial mortgage to a school which has a majority of students that are LMI.
- A \$15 million participation in a loan to construct a fuel cell to generate electricity in New Castle, Delaware. Construction of the facility will create over 500 jobs at the manufacturing facility many of which will be LMI.
- A \$3 million line of credit to a non-profit organization that constructs affordable housing.

INVESTMENT TEST

M&T's investment performance in MSA 37980 was good. The bank made a significant level of qualified investments in this assessment area. Qualified investments totaled \$29 million or 6% of M&T's overall qualified investment activity. M&T's qualified investment activity exhibited good responsiveness to assessment area credit needs as detailed in the table below. Investments in this assessment area primarily supported affordable housing initiatives. Of the total qualified investments, 39% consisted of mortgage-backed securities, which are viewed qualitatively as less responsive to community development needs of LMI communities.

Qualified Investments MSA 37980		
Purpose	#	\$(‘000s)
Affordable Housing	56	26,294
Community Services	66	785
Economic Development	16	1,458
Revitalize & Stabilize	0	0
Total	138	28,537

M&T made significant use of complex investments to support community development initiatives through investments in LIHTCs, which totaled \$12 million or 43% of MSA investments. M&T's investment level compared somewhat less favorably to similarly-situated large retail banks in the assessment area.

Examples of qualified investment activity included:

- A \$2 million bond to a municipal housing authority in New Castle County, DE to provide affordable housing for LMI persons.
- Multiple grants totaling \$410 thousand to organizations that support affordable housing, economic development and community services to LMI individuals.

SERVICE TEST

M&T's performance under the service test in MSA 37980 was adequate based on good branch distribution and the provision of an adequate level of community development services.

Retail Services: M&T's delivery systems were accessible to portions of geographies and individuals of different income levels in this assessment area. M&T operated 54 branches in this assessment area, of which four (7%) were in low-income areas and nine (17%) were in moderate-income areas. This compares adequately to the demographics, which indicate 11% and 20% of the MSA's population reside in low- and moderate-income areas, respectively.

Alternative delivery systems slightly enhanced the bank's performance in this Non-MSA assessment area group. M&T had 54 off-site ATM locations in the assessment area, of which

four (7%) were located in low-income areas and six (11%) were located in a moderate-income areas.

The bank's record of opening and closing branches did not adversely affect the accessibility of its delivery systems. M&T closed one branch during the evaluation period, which was not located in a LMI tract. During the evaluation period, M&T did not open any new branches in this assessment area.

The bank's hours and services were tailored to the convenience and needs of the assessment area, particularly LMI geographies and/or LMI individuals. Of the 54 branches in the MSA, 46 or 85% have early morning, late evening or Saturday hours. Of the 13 branches in LMI census tracts, 10 or 77% had extended or Saturday hours.

Community Development Services: M&T provided an adequate level of community development services in MSA 37980. 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, and advisors to 41 non-profit organizations in the Philadelphia MSA.

Community Development Services MSA 37980	
Mortgage Education Seminars	31
Small Business Seminars	5
Technical Assistance	1
Total	37

2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: MSA 37980

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	Bank		Aggregate			Bank		Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	10	4.2%	2.4%	4.1%	2.4%	14	5.9%	3.1%	11.9%	5.8%
Moderate	27	11.4%	7.5%	17.3%	12.1%	54	22.9%	17.1%	22.8%	16.7%
Middle	90	38.1%	34.7%	37.7%	32.7%	59	25.0%	24.1%	22.2%	21.4%
Upper	109	46.2%	55.5%	40.9%	52.8%	77	32.6%	44.4%	32.8%	45.7%
Unknown	0	0.0%	0.0%	0.0%	0.0%	32	13.6%	11.2%	10.4%	10.4%
Total	236	100.0%	100.0%	100.0%	100.0%	236	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	5	1.1%	0.8%	1.6%	1.0%	14	3.2%	1.4%	4.8%	2.4%
Moderate	31	7.0%	5.1%	8.6%	5.8%	57	13.0%	7.5%	13.5%	9.1%
Middle	133	30.2%	23.5%	33.7%	27.7%	103	23.4%	19.7%	21.2%	18.0%
Upper	271	61.6%	70.6%	56.1%	65.5%	224	50.9%	62.5%	46.9%	56.8%
Unknown	0	0.0%	0.0%	0.0%	0.0%	42	9.5%	9.0%	13.7%	13.7%
Total	440	100.0%	100.0%	100.0%	100.0%	440	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	2	4.5%	13.0%	7.3%	2.9%	13	29.5%	3.0%	15.7%	5.5%
Moderate	7	15.9%	2.8%	17.7%	9.4%	7	15.9%	2.4%	20.8%	12.8%
Middle	20	45.5%	27.7%	36.9%	29.7%	9	20.5%	17.9%	23.7%	21.1%
Upper	15	34.1%	56.4%	38.0%	57.9%	14	31.8%	67.1%	36.7%	54.3%
Unknown	0	0.0%	0.0%	0.0%	0.0%	1	2.3%	9.7%	3.0%	6.3%
Total	44	100.0%	100.0%	100.0%	100.0%	44	100.0%	100.0%	100.0%	100.0%
Multi-Family										
Low	1	16.7%	0.9%	7.6%	4.7%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	27.8%	13.4%	0	0.0%	0.0%	0.0%	0.0%
Middle	2	33.3%	42.0%	41.4%	44.6%	0	0.0%	0.0%	0.0%	0.0%
Upper	3	50.0%	57.1%	23.2%	37.3%	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	2.5%	1.3%	2.6%	1.6%	41	5.6%	1.2%	7.4%	3.5%
Moderate	65	9.0%	3.4%	11.6%	8.0%	118	16.3%	6.2%	16.6%	11.3%
Middle	245	33.7%	33.4%	35.1%	29.6%	171	23.6%	12.3%	21.6%	18.6%
Upper	398	54.8%	61.9%	50.6%	60.8%	315	43.4%	32.9%	42.1%	52.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	81	11.2%	47.5%	12.3%	14.7%
Total	726	100.0%	100.0%	100.0%	100.0%	726	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
		Bank			Aggregate					
	#	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	% \$(000s)
Low	4	2.1%	3.6%	4.3%	5.0%					
Moderate	19	10.2%	11.4%	11.3%	12.5%					
Middle	90	48.1%	45.5%	30.1%	31.1%					
Upper	73	39.0%	39.0%	51.4%	49.3%					
Unknown	1	0.5%	0.4%	0.6%	1.3%					
Tract Unknown	0	0.0%	0.0%	2.3%	0.8%					
Total	187	100.0%	100.0%	100.0%	100.0%					
By Revenue										
\$1 Million or Less	92	49.2%	31.1%	30.0%	35.3%					
By Loan Size										
\$100,000 or less	113	60.4%	18.9%	92.9%	33.2%					
\$100,001-\$250,000	38	20.3%	21.5%	3.4%	15.8%					
\$250,001-\$1 Million	36	19.3%	59.6%	3.7%	51.0%					
Total	187	100.0%	100.0%	100.0%	100.0%					

Originations and Purchases

MULTISTATE METROPOLITAN AREA

(FULL REVIEW)

MSA 35620 (NEW YORK-NORTHERN NEW JERSEY-LONG ISLAND, NY-NJ-PA)⁶

CRA RATING FOR MSA 35620: SATISFACTORY

The lending test is rated: High Satisfactory

The investment test is rated: High Satisfactory

The service test is rated: High Satisfactory

The major factors supporting the rating include:

- Good responsiveness to assessment area credit needs;
- Good geographic distribution of loans in the bank's assessment areas;
- A significant level of qualified investments;
- An excellent level of community development lending;
- 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, 2011, 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 25th in deposit market share in this MSA assessment area. In addition, 8% of the bank's HMDA-related and small business loans are originated in this assessment area. For additional details, see Exhibit 1.

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.

PERFORMANCE CONTEXT

To help determine the availability of community development opportunities within the assessment area, the CRA public evaluations of other financial institutions operating in these areas were reviewed. Also, members of the community were contacted to discern information about local economic conditions, local credit needs, performance of banks in the assessment area, as well as potential community development opportunities.

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). New York City is the most populous city in the United States with an estimated population of 8.2 million in 2010, up 2% since 2000 comprising about 40% of New York State’s population. In addition, 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.

Income Characteristics

According to HUD, the MSA’s 2011 median family income was \$67,400, and 13% of MSA families subsist below the poverty level. There is a wide disparity in income levels across the MSA. For example, in Westchester County the Median Family Income (MFI) is \$106,500 with only 8% of families living below the poverty level. In contrast, the MFI in New York County is just \$64,200 and 28% of families live below the poverty level. 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.

HUD Median Family Incomes		
Area	2010	2011
MSA 35644	\$65,600	\$67,400
New York County	\$62,300	\$64,200
Putnam County	\$62,300	\$64,200
Rockland County	\$101,600	\$101,700
Westchester County	\$104,700	\$106,500
Nassau-Suffolk – Counties	\$103,600	\$106,100
Bergen-Passaic Counties	\$92,200	\$93,300

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 2010 was \$393,700 and dropped to \$378,700 in 2011. 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 decreased 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.

ANNUAL UNEMPLOYMENT RATES		
Area	2010	2011
MSA 35620*	9.0%	8.5%
Nassau-Suffolk**	7.4%	7.1%
New York City (5 Counties)**	8.8%	8.8%
Putnam-Rockland-Westchester**	6.9%	6.5%
Source: *U.S. Department of Labor **NYS Department of Labor		

New York City’s economy has expanded moderately but steadily since bottoming in late 2009. In terms of employment, the city has recouped nearly half of the 140,000 jobs lost during the downturn. One unusual aspect of the current economic recovery, in contrast with past recoveries, is that it was led by industries other than the securities industry (Wall Street), where employment has typically been a driving force in the local economy.

There were some notable cross-currents within New York City during this last recession. As was the case in the 2001-03 downturn, job losses in 2008-09 were considerably steeper in Manhattan than in the other boroughs: Manhattan employment fell by an estimated 7 percent, compared with declines of roughly 4 percent in Queens, 2 percent in Staten Island, and 1 percent in Brooklyn. The Bronx did not see any significant decline in employment during the recession. However, this understates the true effect on these boroughs, as nearly half of all workers throughout the city commute to Manhattan.

In 2011, job growth has slowed somewhat, partly reflecting job decline in government, as well as in the city’s key securities (Wall Street), retail trade, and information industries. However, other important sectors, such as professional and business services and education and health services have continued to add jobs. Additional MSA assessment area demographic information is shown on the following table:

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	32,057	5.3	27,929	5.3	1,850	4.2	2,278	6.3
Moderate-income	96,773	15.9	84,888	16.0	6,088	13.9	5,757	16.0
Middle-income	191,229	31.4	169,218	31.9	12,615	28.9	9,396	26.2
Upper-income	283,715	46.5	243,487	45.9	22,318	51.1	17,910	49.9
Unknown-income	6,230	1.0	4,862	0.9	782	1.8	586	1.6
Total Assessment Area	609,964	100.0	530,384	100.0	43,653	100.0	35,927	100.0
	Percentage of Total Businesses:			87.0		7.2		5.9

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 responsiveness to retail credit needs in the MSA was good based on market share activity and comparison to peer banks.

M&T ranked twenty-fifth in deposit market share (less than 1% market share) compared to 13th in home purchase lending (1% market share), 42nd in refinance lending (market share less than 1%), 29th in home improvement lending (market share less than 1%), and 23rd in small business lending (market share less than 1%). Peer Comparisons based on the number of loans per billion dollars of deposits indicates that the bank's lending volume compares favorably with the performance of similarly-situated banks.

HMDA and small business volume for the examination period was up 10% compared to the previous examination with home purchase, refinance and home improvement lending volume increasing 15%, 9%, and 1%, respectively. Comparisons to the aggregate for the examination period indicated that aggregate volume declined overall.

Geographic Distribution: M&T’s overall geographic distribution reflects good penetration in the New York metropolitan assessment area. This conclusion is based on overall good distribution in low- and moderate-income census tracts. Specifically, the distribution of home purchase and refinance loans was excellent. Home improvement performance was good based on adequate performance in 2011. The distribution of small business loans was poor. The following table summarizes 2010 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	2010 Aggregate Comparison	M & T Performance	2010 Aggregate Comparison
Home Purchase	Excellent	Significantly Above	Excellent	Significantly Above
Refinance	Excellent	Significantly Above	Excellent	Significantly Above
Home Improvement	Adequate	Significantly Above	Good	Slightly Above
Small Business	Poor	Significantly Below	Poor	Below

Low-income Geographies

In 2010, M&T made 4%, 2%, and 5% of its home purchase, refinance, and home improvement loans in low-income census tracts exceeding the aggregate’s 2%, 1% and 1% for home purchase, refinance and home improvement lending, respectively. The bank’s home purchase and refinance lending 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 originated 1% of its small business loans in low-income geographies, which was below the aggregate’s 3%. M&T’s performance is below the demographics of the assessment area, where 5% of all small businesses operate. Performance in 2011 was weaker as refinance lending was good, while 2011 home improvement lending was poor.

Moderate-income Geographies

In 2010, M&T made 23% of its home purchase, 13% of its refinance, and 12% of its home improvement loans in moderate-income census tracts. Performance exceeded the aggregate’s 13%, 6%, and 10% for home purchase, refinance, and home improvement loans respectively. 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 7% of its small business loans in moderate-income geographies, which was below the aggregate's 12%. M&T's performance is below the demographics of the assessment area, where 16% of all small businesses operate. Home improvement performance was weaker in 2011 while small business performance was stronger in 2011. 2011 home purchase and refinance lending performance was comparable to 2010 lending performance.

Distribution by Borrower Income and Revenue Size of Business: M&T's distribution of borrowers in the New York-New Jersey-Long Island (Multi-State MSA) assessment area reflects, given the product lines offered, adequate penetration among customers of different income levels and businesses of different sizes. Overall, lending to moderate-income borrowers was good, while lending to low-income borrowers and small businesses was adequate. The table below summarizes lending performance to LMI borrowers and small businesses:

Low-income Borrowers

M&T's HMDA lending performance in lending to low-income borrowers was adequate overall when compared to the 25% of families in the MSA which are of low-income and the performance of the aggregate. In 2010, the bank made 3%, 3%, and 15% of its home purchase, refinance, and home improvement loans, respectively, to low-income borrowers.

M&T's performance for home purchase was above the aggregate group of lenders, while performance for refinance and home improvement loans was significantly above. The aggregate made 2%, 2%, and 6% of its home purchase, refinance, and home improvement loans to low-income borrowers, respectively. 2011 performance was comparable to 2010.

MSA 35620 NEW YORK-NEW JERSEY-LONG ISLAND				
Product	Low-income Borrowers		Moderate-income Borrowers	
	M & T Performance	2010 Aggregate Comparison	M & T Performance	2010 Aggregate Comparison
Home Purchase	Adequate	Above	Good	Slightly Above
Refinance	Adequate	Significantly Above	Adequate	Above
Home Improvement	Adequate	Significantly Above	Poor	Significantly Below
	Lending to Businesses with GAR <= \$1 million		2010 Aggregate Comparison	
Small Business	Adequate		Significantly Above	

Moderate-income Borrowers

M&T's HMDA-lending performance to moderate-income borrowers was good when compared to the 16% of families in the MSA who are of moderate-income. In 2010, the bank made 14%, 11%, and 7% of its home purchase, refinance, and home improvement loans to moderate-income borrowers respectively. M&T's performance for home purchase, refinance, and home improvement loans was slightly above, above, and significantly below the aggregate group of lenders, respectively. The aggregate made 13%, 9%, and 15% of its home purchase, refinance, and home improvement loans to moderate-income borrowers, respectively. 2011 performance was slightly weaker than 2010.

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. In 2010, the bank made 38% 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 significantly above the aggregate which made 19% of its small business loans to businesses with GAR of \$1 million or less. The bank made 43% of its small business loans in amounts of \$100,000 or less, which was significantly below the aggregate which made 95% of its small business loans in amounts of \$100,000 or less. The average loan size was \$250,000. 2011 performance was slightly weaker than 2010.

Community Development Lending:

M&T's was a leader in community development lending in MSA 35620 with community development loans totaling \$756 million or 24% of the bank's community development lending. Substantially all of the community development lending was in MD 35644 (New York-White Plains-Wayne, NY-NJ). M&T ranked 1st out of five similarly-situated banks when comparing annualized community development loans to deposits within the MSA 35620 assessment area. New commitments represented 64% of all community development lending activity. Performance continues to be excellent despite a 15% decline on an annualized basis in community development lending from the last examination.

Community Development Lending MSA 35620		
Purpose	#	\$('000s)
Affordable Housing	93	352,676
Economic Development	9	97,690
Community Services	51	232,839
Revitalize and Stabilize	4	73,200
Total	157	756,405

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 47% of community development lending activity within the MSA, community service initiatives 31%, economic development 13%, and revitalization and stabilization 10%.

Examples of community development initiatives included:

- A \$2 million construction loan to provide 200 single room occupancy housing for the homeless.
- A \$5.3 million construction loan to build 56 units of HUD Section 8 affordable rental housing in the Bronx.
- A \$13.1 million loan that will revitalize moderate-income areas of Yonkers through construction of 40 market rate apartment units in accordance with the City of Yonkers's redevelopment plan for the waterfront area.
- A \$9 million letter of credit providing support for construction of an assisted living facility for LMI individuals.

INVESTMENT TEST

M&T's investment performance in MSA 35620 was good. The bank made a significant level of qualified investments in this assessment area. Qualified investments totaled \$26 million or 6% of M&T's overall qualified investment activity. M&T's qualified investment activity exhibited excellent responsiveness to assessment area credit needs as detailed in the table below.

Investments in this assessment area primarily supported affordable housing initiatives. Of the total qualified investments, 31% consisted of mortgage-backed securities, which are viewed qualitatively as less responsive to community development needs of LMI communities.

Qualified Investments MSA 35620		
Purpose	#	\$('000s)
Affordable Housing	77	24,559
Community Services	74	1,171
Revitalize & Stabilize	16	192
Economic Development	8	43
Total	175	25,965

M&T made extensive use of complex investments to support community development initiatives through investments in LIHTCs, which amounted to \$17 million or 65% of MSA investments. M&T's investment level was reasonable when compared to similarly-situated large retail banks in the assessment area.

Qualified investment activity also included:

- Eight deposits totaling \$800 thousand to credit unions that provide low-cost financial services to LMI individuals.
- Multiple grants totaling \$1.7 million to organizations that support revitalizing and stabilizing LMI areas as well as providing affordable housing, economic development, and community services to LMI individuals.

SERVICE TEST

M&T's performance under the service test in MSA 35620 was good based on adequate branch distribution and a leadership position in providing community development services.

Retail Services: M&T's delivery systems were reasonably accessible to portions of geographies and individuals of different income levels in this assessment area. M&T operated 38 branches in this assessment area, of which one (3%) was in low-income areas and three (8%) were in moderate-income areas, in comparison to 11% and 24% of the MSA's population residing in low- and moderate-income areas, respectively.

Alternative delivery systems did not enhance the bank's performance in this assessment area group. M&T had 3 off-site ATM locations in the assessment area, none of which were located in LMI areas.

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 branches in this assessment area.

The bank's hours and services did not vary in a way that inconveniences the assessment area, including LMI geographies and/or LMI individuals. Of the 38 branches in the MSA, 22 or 58% have early morning, late evening or Saturday hours. Of the four branches in LMI census tracts, 2 or 50% had extended or Saturday hours.

Community Development Services: M&T was a leader in providing community development services in the MSA during the evaluation period. The table to the right provides details regarding the level and type of services offered. The majority of the services consisted of mortgage education seminars for LMI borrowers and first time homebuyers. In addition, management and staff served as directors, advisors or committee members to 11 non-profit and community based organizations in the New York metropolitan assessment area.

Community Development Services MSA 35620	
Mortgage Education Seminars	382
Small Business Seminars	4
Technical Assistance	3
Financial Literacy Seminars	1
Total	390

2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: MSA 35620

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	Bank		Aggregate			Bank		Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	35	3.6%	3.5%	2.2%	2.0%	30	3.1%	1.2%	2.3%	0.9%
Moderate	225	23.2%	20.8%	12.9%	10.6%	140	14.4%	7.9%	12.9%	7.1%
Middle	370	38.1%	35.1%	36.1%	30.6%	198	20.4%	15.2%	22.9%	16.8%
Upper	307	31.6%	38.6%	48.7%	56.7%	292	30.1%	41.3%	54.0%	66.3%
Unknown	34	3.5%	2.0%	0.1%	0.1%	311	32.0%	34.5%	7.9%	8.9%
Total	971	100.0%	100.0%	100.0%	100.0%	971	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	10	2.2%	1.4%	0.7%	0.7%	16	3.4%	1.0%	2.1%	1.0%
Moderate	58	12.5%	10.1%	6.1%	5.1%	53	11.4%	5.5%	8.7%	5.2%
Middle	159	34.3%	28.5%	30.1%	24.9%	87	18.8%	12.3%	18.1%	13.1%
Upper	237	51.1%	60.1%	62.9%	69.1%	192	41.4%	51.8%	58.9%	68.6%
Unknown	0	0.0%	0.0%	0.0%	0.1%	116	25.0%	29.5%	12.2%	12.1%
Total	464	100.0%	100.0%	100.0%	100.0%	464	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	2	4.9%	2.8%	1.3%	1.1%	6	14.6%	0.3%	5.9%	1.8%
Moderate	5	12.2%	6.4%	9.7%	7.5%	3	7.3%	1.0%	14.8%	8.0%
Middle	18	43.9%	54.6%	36.8%	29.9%	7	17.1%	6.5%	22.0%	15.4%
Upper	16	39.0%	36.2%	52.2%	61.4%	15	36.6%	57.4%	52.1%	65.9%
Unknown	0	0.0%	0.0%	0.0%	0.0%	10	24.4%	34.9%	5.1%	9.0%
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%	14.2%	11.1%	0	0.0%	0.0%	0.0%	0.0%
Moderate	9	20.9%	12.1%	28.2%	20.8%	0	0.0%	0.0%	0.0%	0.0%
Middle	6	14.0%	5.1%	23.2%	21.2%	0	0.0%	0.0%	0.0%	0.0%
Upper	28	65.1%	82.8%	34.3%	46.3%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.1%	0.5%	43	100.0%	100.0%	100.0%	100.0%
Total	43	100.0%	100.0%	100.0%	100.0%	43	100.0%	100.0%	100.0%	100.0%
HMDA Totals										
Low	47	3.1%	1.4%	1.4%	1.8%	52	3.4%	0.6%	2.3%	0.9%
Moderate	297	19.6%	14.6%	8.9%	8.1%	196	12.9%	3.6%	10.3%	5.6%
Middle	553	36.4%	19.5%	32.4%	26.9%	292	19.2%	7.2%	19.8%	13.8%
Upper	588	38.7%	63.7%	57.2%	63.0%	499	32.9%	22.9%	56.4%	63.8%
Unknown	34	2.2%	0.7%	0.1%	0.2%	480	31.6%	65.7%	11.2%	15.9%
Total	1,519	100.0%	100.0%	100.0%	100.0%	1,519	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
		Bank			Aggregate					
	#	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	%
Low	5	1.0%	2.1%	3.1%	3.2%					
Moderate	37	7.2%	6.2%	11.9%	11.9%					
Middle	186	36.4%	45.8%	29.6%	30.7%					
Upper	281	55.0%	45.6%	53.3%	52.0%					
Unknown	2	0.4%	0.3%	0.7%	1.2%					
Tract Unknown	0	0.0%	0.0%	1.4%	0.9%					
Total	511	100.0%	100.0%	100.0%	100.0%					
By Revenue										
\$1 Million or Less	192	37.6%	23.8%	19.0%	24.2%					
By Loan Size										
\$100,000 or less	218	42.7%	9.1%	95.4%	40.5%					
\$100,001-\$250,000	138	27.0%	20.1%	2.2%	14.1%					
\$250,001-\$1 Million	155	30.3%	70.8%	2.4%	45.4%					
Total	511	100.0%	100.0%	100.0%	100.0%					

Originations and Purchases

MULTISTATE METROPOLITAN AREA

(FULL SCOPE)

MSA 47900 (WASHINGTON-ARLINGTON-ALEXANDRIA, DC-VA-MD-WV)⁷

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;
- Excellent 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, 2011 M&T has 98 branches in MSA 47900 (Washington-Arlington-Alexandria, DC-VA-MD-WV), representing 13% of the bank's branches. The bank generated 6% of deposits and extended 7% of HMDA-related and small business loans in the MSA during the examination period.

M&T is the 9th largest bank in the assessment area in terms of deposits, with a 2% market share as of June 30, 2011. The FDIC reported that the five largest institutions in terms of deposit market share were E*Trade Bank, Capital One National Association, Wells Fargo National Association, Bank of America and Sun Trust Bank.

⁷ 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

To help determine the availability of community development opportunities within the assessment area, the CRA public evaluations of other financial institutions operating in these areas were reviewed. Also, members of the community were contacted to discern information about local economic conditions, local credit needs, performance of banks in the assessment area, as well as potential community development opportunities.

Demographic Characteristics

The MSA 47900 assessment area consists of MD 13644 (Bethesda-Frederick, Rockville, 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
- Fredericksburg City, VA
- Loudoun County, VA
- Manassas City, VA
- Manassas Park City, VA
- Prince George's County, MD
- Prince William County, VA
- Spotsylvania County, VA

According to the 2000 Census, this MSA was ranked third in population of all MSAs. 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 2010 and 2011 HUD-adjusted median family incomes for MSA 47900 are listed in the accompanying table.

HUD MEDIAN FAMILY INCOME		
MSA	2010	2011
47900	\$101,7000	\$104,300

The MSA 47900 assessment area contains 76 low-income tracts, which are centralized in Washington, DC and 237 moderate-income census tracts that are spread throughout the area.

The 2000 Census shows that within this market 37% 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 remain significantly higher for the District of Columbia as compared to the MSA 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	2010	2011
MSA 47900	6.3%	5.8%
District of Columbia	10.1%	10.2%
State of Maryland	7.8%	7.0%
Commonwealth of Virginia	6.9%	6.2%

Housing Characteristics

MEDIAN HOME SALES PRICES		
Area	2010	2011
MSA 47900	\$325,300	\$325,400

Source: National Association of Realtors.

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. Only 11% of the area’s housing is valued under \$100,000 and thus could be considered affordable for low-income residents.

A local community housing official was contacted to discuss local economic conditions and community credit needs. The contact stated that the effects of the recent recession continue to linger with donations from local organizations declining. The decline in the level of community support has caused a funding gap in the services they can provide to low-and moderate income individuals to support affordable housing. The contact stated that despite difficult economic conditions, local financial institutions are adequately serving the needs of their communities.

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	76	7.9	50,872	4.7	14,498	28.5	220,126	19.4
Moderate-income	237	24.5	244,718	21.6	21,982	9.0	200,806	17.7
Middle-income	355	36.7	466,065	41.5	15,811	3.4	251,353	22.2
Upper-income	290	30.0	372,237	32.3	6,004	1.6	461,607	40.7
Unknown-income	8	0.8	0	0.0	0	0.0	0	0.0
Total Assessment Area	966	100.0	1,133,892	100.0	58,295	5.1	1,133,892	100.0
	Housing Units by Tract	Housing Types by Tract						
		Owner-occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	101,308	19,805	1.8	19.5	68,459	67.6	13,044	12.9
Moderate-income	436,448	171,322	15.8	39.3	237,830	54.5	27,296	6.3
Middle-income	713,207	478,163	44.2	67.0	207,754	29.1	27,290	3.8
Upper-income	550,283	413,467	38.2	75.1	120,210	21.8	16,606	3.0
Unknown-income	30	20	0.0	66.7	10	33.3	0	0.0
Total Assessment Area	1,801,276	1,082,777	100.0	60.1	634,263	35.2	84,236	4.7
	Total Businesses by Tract	Businesses by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
	#	%	#	%	#	%	#	%
Low-income	10,793	4.0	9,109	3.8	981	5.3	703	5.8
Moderate-income	45,713	16.8	40,446	16.7	3,044	16.5	2,223	18.4
Middle-income	106,476	39.1	94,902	39.2	6,959	37.6	4,615	38.1
Upper-income	105,855	38.8	94,591	39.1	7,065	38.2	4,199	34.7
Unknown-income	3,764	1.4	2,946	1.2	446	2.4	372	3.1
Total Assessment Area	272,601	100.0	241,994	100.0	18,495	100.0	12,112	100.0
	Percentage of Total Businesses:			88.8		6.8		4.4

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 responsiveness to retail credit needs in the MSA was adequate based on market share activity and comparison to peer banks.

M&T ranked ninth in deposit market share (2% market share) compared to 39th in home purchase lending (market share less than 1%), 49th in refinance lending (market share less than 1%), 13th in home improvement lending (2% market share), and 15th in small business lending (1% market share). Peer comparisons based on the number of loans per billion dollars of deposits indicates that the bank’s lending volume is consistent with the performance of similarly-situated banks.

HMDA and small business volume for the examination period was up 6% compared to the previous examination with refinance and home improvement lending volume increasing 5% and 89% respectively. Comparisons to the aggregate for the examination period indicated that aggregate volume declined overall.

Geographic Distribution: M&T's overall geographic distribution of loans reflects excellent penetration in the MSA. Lending penetration in LMI census tracts was excellent for home purchase, home improvement and overall small business lending. The following table summarizes the bank's 2010 performance:

MSA 47900 (WASHINGTON-ARLINGTON-ALEXANDRIA, DC-VA-MD-WV)				
Product	Low-income Tracts		Moderate-income Tracts	
	M & T Performance	2010 Aggregate Comparison	M & T Performance	2010 Aggregate Comparison
Home Purchase	Excellent	Similar	Excellent	Above
Refinance	Good	Below	Good	Slightly Above
Home Improvement	Good	Above	Excellent	Slightly Above
Small Business	Good	Slightly Above	Excellent	Above

Low-income Geographies

In 2010, M&T made 3% of its home purchase, 1% of its refinance, and 3% of its home improvement loans in low-income geographies, similar to the aggregate's 3% for home purchase loans, below the aggregate's 2% for refinance loans above the aggregate's 2% for home improvement loans. Home Purchase performance exceeded 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 originated 4% of its small business loans in low-income geographies, which was above the aggregate's 3% level of small business lending. Small business performance was similar to the demographics of the assessment area which indicated that 4% of business establishments are located in low-income geographies. Performance in 2011 was stronger for refinance lending, weaker for home improvement lending and comparable for home purchase and small business lending.

Moderate-income Geographies

In 2010, M&T made 21% of its home purchase, 12% of its refinance, and 15% of its home improvement loans in moderate-income geographies, above the aggregate's 16%, 10%, and 13% for home purchase, refinance, and home improvement loans, respectively. M&T's home purchase lending 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 18% of its small business loans in moderate-

income geographies while the aggregate originated 13%. The bank’s performance exceeded the demographics of the assessment area in moderate-income geographies where 17% of all small businesses are located. Performance in 2011 was slightly weaker in HMDA-related lending as home purchase lending was good, refinance lending was adequate and home improvement lending was good. Small business performance was good.

Distribution by Borrower Income and Revenue Size of Business: M&T’s distribution of borrowers in the MSA assessment area reflects, given the product lines offered, adequate penetration among customers of different income levels and businesses of different sizes. Overall, lending to moderate-income borrowers was good, while lending to low-income borrowers and small businesses was adequate. The following table summarizes lending performance to LMI borrowers and small businesses:

MSA 47900 WASHINGTON-ARLINGTON-ALEXANDRIA				
Product	Low-income Borrowers		Moderate-income Borrowers	
	M & T Performance	2010 Aggregate Comparison	M & T Performance	2010 Aggregate Comparison
Home Purchase	Adequate	Slightly Below	Good	Below
Refinance	Adequate	Above	Good	Slightly Above
Home Improvement	Excellent	Significantly Above	Good	Slightly Below
	Lending to Businesses with GAR <= \$1 million		2010 Aggregate Comparison	
Small Business	Adequate		Significantly Above	

Low-income Borrowers

M&T’s HMDA lending performance in lending to low-income borrowers was adequate overall when compared to the 19% of families in the MSA which are of low-income and the performance of the aggregate. In 2010, the bank made 10%, 6%, and 33% of its home purchase, refinance, and home improvement loans to low-income borrowers respectively.

M&T’s performance for home purchase, refinance and home improvement loans was slightly below, above, and significantly above the aggregate group of lenders, respectively. The aggregate made 12%, 5%, and 11% of its home purchase, refinance, and home improvement loans to low-income borrowers, respectively. 2011 performance was slightly weaker than 2010.

Moderate-income Borrowers

M&T’s HMDA-lending performance to moderate-income borrowers was good when compared to the 18% of families in the MSA who are of moderate-income. In 2010, the bank made 13%,

16%, and 15% of its home purchase, refinance, and home improvement loans, respectively, to moderate-income borrowers. M&T's performance for home purchase, refinance, and home improvement loans was below, slightly above, and slightly below the aggregate group of lenders, respectively. The aggregate made 24%, 13%, and 20% of its home purchase, refinance, and home improvement loans to moderate-income borrowers, respectively. 2011 performance was comparable to 2010.

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. In 2010, the bank made 46% of its small business loans to these businesses, compared to the 89% of business establishments in the MSA with GAR of \$1 million or less. Performance was significantly above the aggregate which made 27% to businesses with GAR of \$1 million or less. The bank made 64% of its small business loans in amounts of \$100,000 or less, which was slightly below the aggregate which made 93% of its small business loans in amounts of \$100,000 or less. The average loan size was \$159,000. 2011 performance was comparable to 2010.

Community Development Loans:

M&T was a leader in community development lending in MSA 47900 with 55 community development loans totaling \$302 million. This represented 10% of the bank's community development lending. Most of the community development lending was in the District of Columbia. M&T ranked 1st out of six similarly-situated banks when comparing annualized community development loans to deposits within the MSA 47900 assessment area. New commitments represented 97% of all community development lending activity. Performance was excellent as community development lending increased 25% on an annualized basis from the last examination.

Community Development Lending MSA 47900		
Purpose	#	\$('000s)
Affordable Housing	16	29,015
Economic Development	11	67,318
Community Services	24	66,793
Revitalize and Stabilize	4	138,600
Total	55	301,726

Community development lending efforts in the MSA targeted revitalization and stabilization of LMI areas with 46% of community development lending. The remaining community development lending went to community service, economic development and affordable housing initiatives representing 22% and 22% and 10% of total activity, respectively.

Examples of community development initiatives included:

- A \$5.5 million bridge loan for renovations to a charter school serving an LMI population, grades k-8. Permanent financing for the school is through new markets tax credits.
- A \$6.3 million multifamily loan for renovations to a 348 unit apartment complex in a low-income area of Washington DC.

- A \$4 million line of credit to an organization providing social services through the operation of group homes, shared rooming houses and independent living facilities for mentally disadvantaged individuals who are predominately LMI.

INVESTMENT TEST

M&T's investment performance in MSA 47900 was excellent. The bank made an excellent level of qualified investments in this assessment area. Qualified investments totaled \$50 million or 11% of M&T's overall qualified investment activity. M&T's qualified investment activity exhibited excellent responsiveness to assessment area credit needs as detailed in the table. Investments in this assessment area primarily supported affordable housing initiatives and organizations that provide community development services for LMI families. M&T made extensive use of complex investments to support community development initiatives through fifteen investments in LIHTC projects, which amounted to \$33 million or 67% of MSA investments. M&T's investment level compared favorably to similarly-situated large retail banks in the assessment area.

Qualified Investments MSA 47900		
Purpose	#	\$(‘000s)
Affordable Housing	33	37,197
Community Services	58	12,355
Economic Development	1	5
Revitalize & Stabilize	0	0
Total	92	49,557

Qualified investment activity included:

- An \$8 million investment bond for the construction and renovation of a public charter school in a low-income area in the District of Columbia to educate LMI children in the area.
- Multiple mortgage-backed securities totaling \$4 million supported by loans to LMI individuals.
- Multiple grants totaling \$410 thousand to organizations that support affordable housing, economic development and community services to LMI individuals.

SERVICE TEST

M&T's performance under the service test in MSA 47900 was excellent based on good branch distribution and leadership in providing community development services.

Retail Services: M&T's delivery systems were accessible to geographies and individuals of different income levels in this assessment area. M&T operated 98 branches in this assessment area, of which one (1%) of the total branches was in a low-income area and 21 (21%) were in moderate-income areas. This compares reasonably to the 5% and 23% of the MSA's population residing in low- and moderate-income areas.

Alternative delivery systems enhanced the bank's performance in this assessment area. M&T had 47 off-site ATM locations in the assessment area, of which 19 (40%) were located in moderate-income areas.

Changes in branch locations did not adversely affect the accessibility of the bank's delivery systems. During the evaluation period, M&T opened one branch, which was not located in a LMI tract. M&T closed seven branches in MSA 47900, of which two were in moderate-income tracts.

The bank's hours and services were tailored to the convenience and needs of the assessment area, including LMI geographies and/or LMI individuals. Of the 98 branches in the MSA, 89 or 91% have early morning, late evening or Saturday hours. Of the 22 branches in LMI census tracts, 20 or 91% had extended or Saturday hours.

Community Development Services: The bank was a 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 17 non-profit and community based organizations in the Washington DC metropolitan assessment area.

Community Development Services MSA 47900	
Mortgage Education Seminars	325
Small Business Seminars	13
Financial Literacy Seminars	2
Total	340

2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: MSA 47900

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	Bank		Aggregate			Bank		Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	11	2.5%	2.6%	2.8%	2.5%	44	10.2%	5.6%	12.3%	6.0%
Moderate	92	21.2%	16.4%	16.3%	12.5%	58	13.4%	10.1%	23.9%	17.4%
Middle	233	53.8%	48.6%	44.6%	37.9%	51	11.8%	14.0%	23.6%	23.4%
Upper	97	22.4%	32.4%	36.3%	47.0%	79	18.2%	28.6%	30.9%	44.1%
Unknown	0	0.0%	0.0%	0.0%	0.0%	201	46.4%	41.7%	9.3%	9.0%
Total	433	100.0%	100.0%	100.0%	100.0%	433	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	4	0.9%	1.1%	1.6%	1.4%	27	6.4%	3.2%	4.7%	2.4%
Moderate	51	12.1%	12.6%	9.7%	7.8%	66	15.6%	10.7%	12.7%	8.6%
Middle	208	49.3%	40.3%	37.0%	30.6%	88	20.9%	17.1%	20.8%	17.9%
Upper	159	37.7%	46.0%	51.7%	60.1%	162	38.4%	48.3%	43.3%	53.1%
Unknown	0	0.0%	0.0%	0.0%	0.0%	79	18.7%	20.6%	18.4%	17.9%
Total	422	100.0%	100.0%	100.0%	100.0%	422	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	3	3.3%	12.8%	2.3%	2.0%	30	33.0%	6.0%	10.9%	5.0%
Moderate	14	15.4%	12.8%	13.2%	9.5%	14	15.4%	4.2%	19.7%	14.1%
Middle	49	53.8%	52.1%	43.0%	34.4%	15	16.5%	9.2%	25.0%	21.9%
Upper	25	27.5%	22.3%	41.5%	54.2%	23	25.3%	39.2%	39.4%	50.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	9	9.9%	41.4%	5.1%	8.7%
Total	91	100.0%	100.0%	100.0%	100.0%	91	100.0%	100.0%	100.0%	100.0%
Multi-Family										
Low	6	30.0%	9.3%	20.6%	11.0%	0	0.0%	0.0%	0.0%	0.0%
Moderate	4	20.0%	10.4%	37.2%	53.7%	0	0.0%	0.0%	0.0%	0.0%
Middle	6	30.0%	54.1%	22.1%	21.7%	0	0.0%	0.0%	0.0%	0.0%
Upper	4	20.0%	26.3%	20.2%	13.7%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	20	100.0%	100.0%	100.0%	100.0%
Total	20	100.0%	100.0%	100.0%	100.0%	20	100.0%	100.0%	100.0%	100.0%
HMDA Totals										
Low	24	2.5%	5.4%	2.0%	2.0%	101	10.5%	2.4%	7.5%	3.6%
Moderate	161	16.7%	12.5%	12.1%	10.5%	138	14.3%	5.5%	16.8%	11.5%
Middle	496	51.3%	48.9%	39.7%	32.9%	154	15.9%	8.3%	21.8%	19.4%
Upper	285	29.5%	33.1%	46.1%	54.5%	264	27.3%	20.9%	38.9%	48.7%
Unknown	0	0.0%	0.0%	0.0%	0.0%	309	32.0%	62.9%	15.0%	16.7%
Total	966	100.0%	100.0%	100.0%	100.0%	966	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
	#	Bank			Aggregate					
		%	% \$(000s)		%	% \$(000s)				
Low	22	3.5%	4.5%		3.0%	4.4%				
Moderate	115	18.4%	15.3%		13.1%	12.8%				
Middle	269	43.0%	40.0%		37.2%	39.6%				
Upper	215	34.3%	38.4%		44.4%	41.4%				
Unknown	5	0.8%	1.8%		0.9%	1.3%				
Tract Unknown	0	0.0%	0.0%		1.4%	0.5%				
Total	626	100.0%	100.0%		100.0%	100.0%				
By Revenue										
\$1 Million or Less	290	46.3%	27.9%		27.4%	35.1%				
By Loan Size										
\$100,000 or less	403	64.4%	20.4%		92.5%	27.8%				
\$100,001-\$250,000	115	18.4%	21.7%		3.4%	15.8%				
\$250,001-\$1 Million	108	17.3%	57.9%		4.1%	56.5%				
Total	626	100.0%	100.0%		100.0%	100.0%				

Originations and Purchases

STATE OF DELAWARE

CRA RATING FOR DELAWARE⁸: 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 significant 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,
- An adequate level of community development lending.

SCOPE OF EXAMINATION

For the state of Delaware rating, examiners conducted a full-scope review of the Delaware Non-MSA Sussex assessment area. The Sussex County assessment area has no LMI geographies. A limited review of Kent County in the Dover MSA (MSA 20100) was also conducted. Overall conclusions for the performance in the state of Delaware are primarily based on the bank's performance in the Delaware Non-MSA Sussex assessment area.

DESCRIPTION OF INSTITUTION'S OPERATIONS

M&T's operations consist of sixteen branches located in Sussex County, a non-MSA area and eight branches in the Dover MSA (MSA 20100) assessment area. Branch deposits in the State of Delaware totaled \$1.4 billion and represent only 2% of M&T's total deposits in all assessment areas. In addition, only 1% of M&T's total HMDA and small business lending was originated in the State of Delaware.

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.

NON-METROPOLITAN AREA

(FULL REVIEW)

SUSSEX COUNTY

DESCRIPTION OF INSTITUTION'S OPERATIONS

M&T's operations consist of sixteen branches located in Sussex County, a non-MSA area, with no branches in LMI census tracts. The branches offer a full range of products. Sussex County, the southernmost of Delaware's three counties, is bordered by Maryland to the south and east. This very competitive market has 14 banks operating 75 retail branches, with several super-regional banks competing with community banks and savings banks. M&T's primary competitors are PNC Bank, Wells Fargo, and Fulton Bank.

As of December 31, 2011, M&T maintained 16 branches in the assessment area, or 67% of its retail branches in Delaware. These branches held approximately \$944 million, or 64% of the bank's deposits in Delaware, as of June 30, 2011. M&T ranked second in the assessment area, with 2% of the retail deposit market. The Sussex County deposit market is dominated by Discover Bank, which holds 92% of all deposits in the county.

PERFORMANCE CONTEXT

To help determine the availability of community development opportunities within the assessment area, the CRA public evaluations of other financial institutions operating in these areas were reviewed. Also, members of the community were contacted to discern information about local economic conditions, local credit needs, performance of banks in the assessment area, as well as potential community development opportunities.

Demographic Characteristics

According to 2000 census data, the population of Sussex County was 156,638. By 2010, the population had increased by 26%, to 197,145, primarily because the eastern part of the county has attracted a large number of retirees to its beach and resort communities. All 36 census tracts in the county are middle-income or upper-income. There are no LMI census tracts in Sussex County. The Seaford micropolitan statistical area comprises all of Sussex County and Seaford, in the western part of the county, is the principal city.

While the eastern portion of Sussex County is home to Delaware's beaches, the western portion of the county is the heart of Delaware's agriculture industry. Poultry is a strong force in the local economy and major employers include Allen's Family Foods, Perdue Farms, and Mountaire Farms. These poultry processing plants employ a sizeable number of migrant workers, mainly from Guatemala and Mexico. Other large employers in Sussex County include the Bayhealth Medical Center and the Beebe Medical Center.

Income Characteristics

During the examination period, the HUD-adjusted median family income increased in Sussex County; however, of Delaware's three counties, Sussex has the lowest income level. The 2000 Census indicates that 38% of families in this non-metropolitan assessment area are designated as LMI.

HUD MEDIAN FAMILY INCOME		
Area	2010	2011
Sussex County	\$57,100	\$61,800

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, increasing to \$234,750 by 2011, according to the Delaware State Housing Authority.

Labor, Employment and Economic Characteristics

The unemployment rate for Sussex County is decreasing and consistent with the state unemployment rate. The food processing, tourism and poultry industries provide numerous, but mostly low-paying, jobs in the county. The Beebe Medical Center and Bayhealth Medical Center are also large employers here.

AVERAGE ANNUAL UNEMPLOYMENT RATES		
Area	2010	2011
Sussex County	7.9%	7.3%
State of Delaware	7.7%	7.3%

Source: U.S Bureau of Labor

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	8,175	83.2	7,424	83.5	366	82.6	385	78.9
Upper-income	1,650	16.8	1,470	16.5	77	17.4	103	21.1
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	9,825	100.0	8,894	100.0	443	100.0	488	100.0
	Percentage of Total Businesses:			90.5		4.5		5.0

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 in the MSA was adequate based on market share activity. M&T ranked fifteenth in deposits (less than 1% market share), 42nd in home purchase lending (less than 1% market share), 25th in refinance lending (less than 1% market share), 9th in home improvement lending (2% market share) and 22 in small business lending (market share less than 1%). HMDA and small business volume for the examination period was up compared to the previous examination, although actual volumes were low. Comparisons to the aggregate for the examination period indicated declines for the aggregate overall.

Geographic Distribution: The non MSA assessment area in 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: The overall borrower distribution of HMDA-related and small business loans in this assessment area was adequate. This conclusion is based on adequate performance in the Delaware Non-MSA assessment areas.

M&T's distribution of borrowers in the Non-MSA Delaware assessment area reflects, given the product lines offered, adequate penetration among customers of different income levels and businesses of different sizes. Overall, lending to low and moderate-income borrowers and small businesses was adequate. The following table summarizes lending performance to LMI borrowers and small businesses:

NON-MSA DELAWARE				
Product	Low-income Borrowers		Moderate-income Borrowers	
	M & T Performance	2010 Aggregate Comparison	M & T Performance	2010 Aggregate Comparison

Home Purchase	Adequate	Significantly Below	Adequate	Significantly Below
Refinance	Adequate	Similar	Adequate	Slightly Below
Home Improvement	Excellent	Significantly Above	Adequate	Significantly Below
	Lending to Businesses with GAR ≤ \$1 million		2010 Aggregate Comparison	
Small Business	Adequate		Significantly Above	

Low-income Borrowers

M&T's HMDA lending performance in lending to low-income borrowers was adequate overall when compared to the 18% of families in the MSA which are of low-income and the performance of the aggregate. In 2010, the bank made 0%, 3%, and 33% 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 was significantly below, similar to, and significantly above the aggregate group of lenders, respectively. The aggregate made 3%, 3%, and 11% of its home purchase, refinance, and home improvement loans to low-income borrowers, respectively.

While M&T made no home purchase loans to low-income borrowers in 2010, 2011 performance was stronger with 3 home purchase loans and performance that was slightly above the aggregate. Loan demand for both 2010 and 2011 was also limited as indicated by the low volume of home purchase loans made by the aggregate to low-income borrowers. 2011 performance for refinance and home improvement lending was comparable to 2010.

Moderate-income Borrowers

M&T's HMDA-lending performance to moderate-income borrowers was adequate when compared to the 20% of families in the MSA who are of moderate-income. In 2010, the bank made 0%, 8%, and 0% of its home purchase, refinance, and home improvement loans to moderate-income borrowers respectively. M&T's performance for home purchase and home improvement loans was significantly below the aggregate group of lenders, while the performance of refinance loans was slightly below. The aggregate made 12%, 10%, and 10% of its home purchase, refinance, and home improvement loans to moderate-income borrowers, respectively.

While M&T made no home purchase loans to moderate-income borrowers in 2010, 2011 performance was stronger with 5 home purchase loans. In addition, while M&T made no home improvement loans to moderate-income borrowers in 2010, 2011 performance for home improvement lending to moderate-income borrowers was noted to be excellent and above the aggregate. As such, overall home improvement loan performance to moderate-income borrowers was adequate. 2011 performance for refinance lending was compatible to 2010.

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. In 2010, the bank made 80% of its small business loans to these businesses, compared to the 91% of business establishments in the MSA with GAR of \$1 million or less. Performance was significantly above the aggregate which made 41% to businesses with GAR of \$1 million or less. The bank made 60% of its small business loans in amounts of \$100,000 or less, which was below the aggregate which made 92% of its small business loans in amounts of \$100,000 or less. The average loan size was \$134,000. 2011 performance was slightly weaker than 2010.

Community Development Lending: M&T made an adequate level of community development loans in the non-MSA assessment of Sussex County considering the limited opportunities for community development in this largely rural area of Delaware. The bank made one loan for \$4.3 million that targeted economic development in Sussex County.

INVESTMENT TEST

M&T's investment performance in the Non-MSA assessment area was good. The bank made a significant level of qualified investments in this assessment area. Qualified investments totaled \$3 million or 65% of state activity. M&T's qualified investment activity exhibited adequate responsiveness to assessment area credit needs. Of the total qualified investments, \$1.6 million or 59% consisted of mortgage-backed securities, which are viewed qualitatively as less responsive to community development needs of LMI communities.

Qualified Investments NON-MSA (SUSSEX COUNTY, DE)		
Purpose	#	\$(‘000s)
Affordable Housing	7	2,493
Economic Development	1	143
Community Services	3	20
Revitalize and Stabilize	0	0
Total	11	2,656

Qualified investments also included:

- A \$416 thousand mortgage revenue bond supporting housing for LMI in Sussex County.
- Multiple grants totaling \$30 thousand to organizations that support affordable housing and community services to LMI individuals.

SERVICE TEST

M&T's performance under the service test in Sussex County, DE was adequate based on adequate branch distribution and the provision of an adequate level of community development services.

Retail Services: M&T's delivery systems were reasonably accessible to geographies and individuals of different income levels in this assessment area. M&T operated 16 branches in Sussex County. This county however does not consist of any LMI geographies. □Alternative delivery systems enhanced the bank's performance in this assessment area. M&T had 8 off-site ATM locations in the assessment area.

M&T's record of opening and closing branches did not adversely affect the accessibility of its delivery systems. During the evaluation period, M&T did not open or close any branches in this assessment area.

Community Development Services: M&T provided an adequate level of community development services in the assessment area. The bank conducted one mortgage education seminar. In addition, management and staff served as directors, advisors or committee members to 6 non-profit and community based organizations in Sussex County, Delaware.

2010 Aggregate Comparison Loan Distribution Table

Assessment Area/Group: DE Non-MSA Group

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	Bank		Aggregate			Bank		Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	3.0%	1.1%
Moderate	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	12.5%	7.3%
Middle	8	72.7%	58.6%	82.9%	72.9%	1	9.1%	4.8%	15.5%	11.2%
Upper	3	27.3%	41.4%	17.1%	27.1%	9	81.8%	90.7%	60.8%	72.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	1	9.1%	4.4%	8.2%	8.1%
Total	11	100.0%	100.0%	100.0%	100.0%	11	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	0	0.0%	0.0%	0.0%	0.0%	1	2.6%	1.0%	2.8%	1.3%
Moderate	0	0.0%	0.0%	0.0%	0.0%	3	7.7%	3.1%	9.6%	5.6%
Middle	26	66.7%	41.4%	76.7%	66.8%	1	2.6%	1.4%	16.3%	12.1%
Upper	13	33.3%	58.6%	23.3%	33.2%	24	61.5%	77.8%	58.4%	68.4%
Unknown	0	0.0%	0.0%	0.0%	0.0%	10	25.6%	16.6%	12.9%	12.6%
Total	39	100.0%	100.0%	100.0%	100.0%	39	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	0	0.0%	0.0%	0.0%	0.0%	2	33.3%	10.5%	11.3%	3.5%
Moderate	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	17.1%	9.8%
Middle	6	100.0%	100.0%	88.7%	71.9%	2	33.3%	5.9%	22.3%	14.2%
Upper	0	0.0%	0.0%	11.3%	28.1%	1	16.7%	8.5%	44.9%	65.8%
Unknown	0	0.0%	0.0%	0.0%	0.0%	1	16.7%	75.2%	4.5%	6.6%
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%	0.0%	0.0%	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%	0.0%	0.0%
Total	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
HMDA Totals										
Low	0	0.0%	0.0%	0.0%	0.0%	3	5.4%	0.9%	3.1%	1.2%
Moderate	0	0.0%	0.0%	0.0%	0.0%	3	5.4%	2.3%	10.9%	6.2%
Middle	40	71.4%	46.1%	79.3%	69.1%	4	7.1%	2.3%	16.2%	11.8%
Upper	16	28.6%	53.9%	20.7%	30.9%	34	60.7%	80.2%	58.9%	69.8%
Unknown	0	0.0%	0.0%	0.0%	0.0%	12	21.4%	14.4%	10.9%	10.9%
Total	56	100.0%	100.0%	100.0%	100.0%	56	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	0	0.0%	0.0%		0.0%	0.0%				
Middle	7	70.0%	38.9%		78.4%	81.0%				
Upper	3	30.0%	61.1%		18.5%	18.3%				
Unknown	0	0.0%	0.0%		0.0%	0.0%				
Tract Unknown	0	0.0%	0.0%		3.1%	0.7%				
Total	10	100.0%	100.0%		100.0%	100.0%				
By Revenue										
\$1 Million or Less	8	80.0%	73.9%		40.9%	52.7%				
By Loan Size										
\$100,000 or less	6	60.0%	13.9%		92.2%	37.3%				
\$100,001-\$250,000	2	20.0%	29.8%		4.3%	18.6%				
\$250,001-\$1 Million	2	20.0%	56.3%		3.5%	44.2%				
Total	10	100.0%	100.0%		100.0%	100.0%				

Originations and Purchases

METROPOLITAN AREAS

(LIMITED REVIEW)

MSA 20100 Dover, DE

Data reviewed, including performance and demographic information, can be found in the Delaware 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 20100 Dover	Consistent	Consistent	Consistent

MULTISTATE METROPOLITAN AREA

(FULL REVIEW)

MSA 19060 (CUMBERLAND, MD-WV)⁹

CRA RATING FOR MSA 19060: SATISFACTORY

The lending test is rated: Low Satisfactory

The investment test is rated: High Satisfactory

The service test is rated: High Satisfactory

The major factors supporting the rating include:

- Good responsiveness to assessment area credit needs;
- A good distribution of loans among individuals of different income levels and businesses of different sizes;
- A significant level of qualified investments;
- A significant level of community development services;
- Delivery systems are readily accessible to the bank's geographies and individuals of different income levels in its assessment areas;
- An adequate geographic distribution of loans in the bank's assessment area;
- 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 seven branches in the Cumberland MSA as of December 31, 2011, 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 three bank in the area in terms of deposit market share, with 22% of deposits as

⁹ 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.

reported by the FDIC as of June 30, 2011. Area competitors in the market include Susquehanna Bank, First United Bank & Trust, PNC and Branch Banking & Trust. For details, see Exhibit 1.

PERFORMANCE CONTEXT

To help determine the availability of community development opportunities within the assessment area, the CRA public evaluations of other financial institutions operating in these areas were reviewed. Also, members of the community were contacted to discern information about local economic conditions, local credit needs, performance of banks in the assessment area, as well as potential community development opportunities.

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. Families residing within the assessment area below the poverty level (10%) are significantly higher than the state of Maryland (6%) and lower than the state of West Virginia (14%).

Income Characteristics

The 2010 and 2011 HUD-adjusted median family incomes for the Cumberland MSA are listed in the accompanying table. The Cumberland

HUD MEDIAN FAMILY INCOME		
AREA	2010	2011
MSA 19060	\$52,200	\$52,300

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. The median sales price of homes within the Cumberland MSA declined since the previous examination and reflects the loss in real estate value that has occurred as a result of the economic downturn. In light of income levels in the area, homeownership remains difficult for moderate-income families and barely possible for low-income families. The year 2011 median family income for the assessment area is \$52,300 of which 50% would be the maximum income figure for low-income families. Only 39% of the area's housing is valued under \$60,000 and more affordable for low-income residents.

MEDIAN SALES PRICE*		
AREA	2010	2011
MSA 19060 (Cumberland, MD,WV)	\$100,300	\$88,800

*National Association of Realtors

Mobile homes are usually considered more 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, Frostburg State University, 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	2010	2011
MSA 19060	9.0%	8.2%
State of Maryland	7.8%	7.0%
State of West Virginia	8.5%	8.0%

As shown in the table at left, unemployment levels, although trending downward during the examination period, remain high. However, the jobless rate for the MSA was generally higher than those of the states of Maryland and West Virginia

A local economic development official in Allegany County described the area's economic conditions as improving, and noted lower unemployment rates as a positive economic indicator. The official also observed that business expansion is progressing, albeit at a slow pace, as recent companies that have closed operations elsewhere have relocated to the Allegany County.

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 the MSA was good based on market share activity and comparison to peer banks.

M&T ranked third in deposits (23% market share) compared to 7th in home purchase lending (4% market share), 7th in refinance lending (5% market share), 3rd in home improvement lending (8% market share) and 2nd in small business lending (9% market share).

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	227	6.8	197	6.7	15	7.4	15	7.5
Middle-income	2,441	72.6	2,164	73.2	134	66.3	143	71.1
Upper-income	692	20.6	596	20.2	53	26.2	43	21.4
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	3,360	100.0	2,957	100.0	202	100.0	201	100.0
	Percentage of Total Businesses:			88.0		6.0		6.0

HMDA and small business volume for the examination period was down 16% compared to the previous examination. Comparisons to the aggregate for the examination period indicated greater declines for the aggregate overall.

Geographic Distribution: M&T's overall geographic distribution of loans reflects adequate penetration in the Cumberland assessment area. Lending penetration in moderate-income census tracts was adequate for home improvement lending, poor for home purchase and refinance lending, and excellent for small business lending. 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 bank's 2010 performance:

MSA 19060 (CUMBERLAND, MD-WV)				
Product	Low-income Tracts		Moderate-income Tracts	
	M & T Performance	2010 Aggregate Comparison	M & T Performance	2010 Aggregate Comparison
Home Purchase	N/A	N/A	Poor	Significantly Below
Refinance	N/A	N/A	Poor	Significantly Below
Home Improvement	N/A	N/A	Adequate	Above
Small Business	N/A	N/A	Excellent	Above

Moderate-income Geographies

In 2010, M&T did not make any home purchase loans in moderate-income census tracts. M&T made 3% of its refinance, and 8% of its home improvement loans in moderate-income census tracts, significantly below the aggregate's 6% for refinance loans and above the aggregate's 7% for home improvement loans. The bank's 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's small business performance in moderate-income census tracts was excellent. Eight percent of all small business loans were made in moderate-income census tracts, which was above the aggregate's performance of 6%. The bank's performance in moderate-income areas is also above the demographics of the assessment area, which indicates that 7% of all small businesses operate in moderate-income areas.

M&T's performance in 2011 was weaker. M&T did not make home purchase or home improvement loans in 2011. Refinance performance was also adequate while small business performance was good.

Distribution by Borrower Income and Revenue Size of Business: M&T's distribution of borrowers in the Cumberland, Maryland (Multi-State MSA) assessment area reflects, given the product lines offered, good penetration among customers of different income levels and businesses of different sizes. Overall, lending to low-income borrowers and small businesses was good, while lending to moderate-income borrowers was adequate. The following table summarizes lending performance to LMI borrowers and small businesses:

MSA 19060 (CUMBERLAND MD-WV)				
Product	Low-income Borrowers		Moderate-income Borrowers	
	M & T Performance	2010 Aggregate Comparison	M & T Performance	2010 Aggregate Comparison
Home Purchase	Good	Significantly Above	Good	Below
Refinance	Adequate	Slightly Above	Adequate	Similar
Home Improvement	Excellent	Significantly Above	Good	Similar
	Lending to Businesses with GAR <= \$1 million		2010 Aggregate Comparison	
Small Business	Good		Significantly Above	

Low-income Borrowers

M&T's HMDA lending performance in lending to low-income borrowers was good overall when compared to the 19% of families in the MSA which are of low-income and the performance of the aggregate. In 2010, the bank made 19%, 6%, 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 loans was significantly above the aggregate group of lenders; while the performance of refinance loans was slightly above. The aggregate made 8%, 5%, and 12% of its home purchase, refinance, and home improvement loans, respectively, to low-income borrowers. 2011 performance was slightly weaker than 2010.

Moderate-income Borrowers

M&T's HMDA-lending performance to moderate-income borrowers was adequate when compared to the 19% of families in the MSA who are of moderate-income. In 2010, the bank made 15%, 12%, and 15% of its home purchase, refinance, and home improvement loans to moderate-income borrowers respectively. M&T's performance for home purchase loans was below the performance of the aggregate group of lenders; while the performance for refinance and home improvement loans was similar to the aggregate. The aggregate made 22%, 12%, and 16% of its home purchase, refinance, and home improvement loans to moderate-income borrowers, respectively. 2011 performance was slightly stronger than 2010.

Small Business Lending

M&T provided a good level of lending to small business borrowers with gross annual revenue (GAR) of \$1 million or less. In 2010, the bank made 63% of its small business loans to these businesses, compared to the 88% of business establishments in the MSA with GAR of \$1 million or less. Performance was significantly above the aggregate which made 37% of its small

business loans to businesses with GAR of \$1 million or less. The bank made 61% 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 of \$100,000 or less. The average loan size was \$139,000. 2011 performance was slightly weaker than 2010.

Community Development Lending: M&T's performance was very poor in MSA 19060. The bank made no community development loans in MSA 19060 during the evaluation period.

INVESTMENT TEST

M&T's investment performance in MSA 19060 was good. The bank made a significant level of qualified investments in this assessment area. Qualified investments totaled \$6 million or 1% of M&T's overall investment activity. M&T's qualified investment activity exhibited good responsiveness to assessment area credit needs, and primarily supported affordable housing initiatives. M&T made extensive use of complex investments, with almost 100% of its investment activity in this assessment made to LIHTCs.

Qualified Investments MSA 19060		
Purpose	#	\$(‘000s)
Affordable Housing	2	5,950
Community Services	1	10
Revitalize and Stabilize	0	0
Economic Development	0	0
Total	3	5,960

Qualified Investments also consisted of a \$10 thousand grant to an organization that provides community services to LMI individuals.

SERVICE TEST

M&T's performance under the service test in MSA 19060 (Cumberland, MD-WV) was good based on excellent branch distribution and a relatively high level of community development services.

Retail Services: M&T's delivery systems were readily accessible to geographies and individuals of different income levels in this assessment area. M&T operated 7 branches in this assessment area, one (14%) of which was located in a moderate-income area. This compares favorably to 8% of the MSA's population residing in moderate-income areas. This assessment area does not contain any low-income census tracts.

Alternative delivery systems enhanced the bank's performance in this assessment area group. M&T had 29 off-site ATM locations in the assessment area, of which 11 (38%) was located in moderate-income areas.

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 branches in this assessment area.

Hours and services are tailored to the convenience and needs of its assessment area, particularly LMI geographies and/or LMI individuals. All 7 of the branches located in the MSA have either early morning, late evening hours, or Saturday hours, with one of such branches operating in a LMI area.

2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: MSA 19060

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	#	Bank %	Aggregate % \$(000s)	Bank %	Aggregate % \$(000s)	#	Bank %	Aggregate % \$(000s)	Bank %	Aggregate % \$(000s)
Home Purchase										
Low	0	0.0%	0.0%	0.0%	0.0%	5	18.5%	11.0%	7.8%	4.1%
Moderate	0	0.0%	0.0%	6.5%	5.2%	4	14.8%	11.5%	22.0%	16.4%
Middle	18	66.7%	66.0%	74.9%	72.6%	11	40.7%	44.1%	31.3%	30.2%
Upper	9	33.3%	34.0%	18.3%	21.9%	3	11.1%	15.1%	28.5%	37.9%
Unknown	0	0.0%	0.0%	0.3%	0.4%	4	14.8%	18.3%	10.4%	11.3%
<i>Total</i>	<i>27</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>27</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%	4	6.1%	3.3%	5.1%	2.6%
Moderate	2	3.0%	2.6%	6.1%	5.4%	8	12.1%	9.0%	11.9%	8.1%
Middle	53	80.3%	71.9%	74.4%	73.2%	23	34.8%	35.6%	23.5%	21.5%
Upper	11	16.7%	25.5%	19.0%	20.8%	26	39.4%	46.5%	41.9%	49.3%
Unknown	0	0.0%	0.0%	0.4%	0.6%	5	7.6%	5.6%	17.5%	18.5%
<i>Total</i>	<i>66</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>66</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%	5	19.2%	25.3%	12.3%	4.5%
Moderate	2	7.7%	6.2%	6.9%	5.8%	4	15.4%	11.6%	15.7%	9.3%
Middle	21	80.8%	87.0%	77.0%	77.4%	14	53.8%	50.0%	28.9%	20.9%
Upper	3	11.5%	6.8%	15.1%	15.6%	2	7.7%	9.6%	38.7%	57.7%
Unknown	0	0.0%	0.0%	0.9%	1.3%	1	3.8%	3.4%	4.4%	7.7%
<i>Total</i>	<i>26</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>26</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%	75.0%	87.8%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	25.0%	12.2%	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%
<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%	14	11.8%	5.7%	6.8%	3.1%
Moderate	4	3.4%	2.0%	6.3%	5.2%	16	13.4%	9.7%	15.4%	10.5%
Middle	92	77.3%	70.6%	74.9%	73.6%	48	40.3%	38.0%	26.4%	23.5%
Upper	23	19.3%	27.5%	18.4%	20.6%	31	26.1%	37.8%	37.4%	44.8%
Unknown	0	0.0%	0.0%	0.4%	0.5%	10	8.4%	8.9%	14.0%	18.1%
<i>Total</i>	<i>119</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>119</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%	
Moderate	5	7.8%	4.9%	5.7%	4.7%	5.7%	4.7%	5.7%	4.7%	
Middle	45	70.3%	61.9%	70.6%	72.8%	70.6%	72.8%	70.6%	72.8%	
Upper	14	21.9%	33.2%	17.3%	19.4%	17.3%	19.4%	17.3%	19.4%	
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%	6.4%	3.1%	6.4%	3.1%	6.4%	3.1%	
<i>Total</i>	<i>64</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	40	62.5%	59.4%	36.8%	40.0%	36.8%	40.0%	36.8%	40.0%	
By Loan Size										
\$100,000 or less	39	60.9%	20.5%	88.6%	32.2%	88.6%	32.2%	88.6%	32.2%	
\$100,001-\$250,000	16	25.0%	27.6%	5.7%	17.8%	5.7%	17.8%	5.7%	17.8%	
\$250,001-\$1 Million	9	14.1%	51.9%	5.7%	50.1%	5.7%	50.1%	5.7%	50.1%	
<i>Total</i>	<i>64</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

STATE OF VIRGINIA

(FULL REVIEW)

MSA 40060 (RICHMOND, VA)

CRA RATING FOR MSA 40060¹⁰: SATISFACTORY

The lending test is rated: High Satisfactory

The investment test is rated: Low Satisfactory

The service test is rated: High Satisfactory

The major factors supporting the rating include:

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

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.

DESCRIPTION OF INSTITUTION'S OPERATIONS

M&T had seven branches in the Richmond MSA as of December 31, 2011, 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 35th in terms of deposit market share as reported by the FDIC as of June 30, 2011. For details, see Exhibit 1.

¹⁰ 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

To help determine the availability of community development opportunities within the assessment area, the CRA public evaluations of other financial institutions operating in these areas were reviewed. Also, members of the community were contacted to discern information about local economic conditions, local credit needs, performance of banks in the assessment area, as well as potential community development opportunities.

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%. The assessment area has a population of approximately 806,313. The owner-occupancy rate for the assessment area is 63%, which mirrors the owner-occupancy rates for the MSA (65%) and the Commonwealth of Virginia (63%). The area’s family poverty rate, 6.5%, is lower than that of the State of Virginia (7%) and the MSA (6.9%).

Income Characteristics

The 2010 and 2011 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	2010	2011
MSA 40060	\$73,900	\$74,600

2000 CENSUS INCOME		
Area	Median Family Income	% of Families Below Poverty Level
MSA 40060	\$58,224	6.5%
City of Richmond (Yr: 2000)	\$38,348	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. The median sales price for homes has fallen during the examination period, resulting in an increase in homeownership opportunities. However, in light of income levels in the area, homeownership affordability is difficult for moderate-income families and barely possible for low-income families.

MEDIAN HOME SALES PRICE*		
Area	2010*	2012*
MSA 40060 (Richmond, VA)	\$199,630	\$166,833

*Virginia Association of Realtors and Richmond Association of Realtors 2nd quarter 2010 and 2012

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.

Labor, Employment and Economic Characteristics

Federal, State, and local governments remain the largest employer. Other major employers include Virginia Commonwealth University and Health System, Capital One Financial Corporation, Anthem Blue Cross and Blue Shield, Defense Supply Center, United Parcel Services and Wal-Mart Inc.

AVERAGE ANNUAL UNEMPLOYMENT RATE		
Area	2010	2011
Chesterfield County	6.9%	6.1%
Hanover County	6.5%	5.8%
Henrico County	6.8%	6.1%
Richmond City	10.4%	9.3%
MSA 40060	7.8%	6.9%
Commonwealth of Virginia	6.9%	6.2%

As shown in the table at left, unemployment levels have been trending down since the bank's previous evaluation (May 2010). When comparing city and county unemployment rates to corresponding state rates, the City of Richmond's unemployment rate (9.3%) is noticeably higher than the Commonwealth of Virginia's rate (6.2%). The remaining area unemployment rates are either similar to or below the corresponding statewide

rate.

A local community housing official was contacted to gain insight into the credit needs of the community. The housing official opined that a growing number of the clients they serve are what he refers to as the "near poor". These families have jobs and cars, but are unable to meet stringent housing down payment requirements. A second contact stated that there continues to be a need for more affordable housing, small business development, and job creation within the local market area. Additionally, the contact suggested that charitable donations and grants to local community develop service organizations have decreased because of the weak local economy.

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 good.

Lending Activity: M&T's responsiveness to retail credit needs in the MSA was adequate based on market share activity. M&T ranked twenty-eighth in deposits (less than 1% market share) and all products had market shares below 1%. HMDA and small business volume for the examination period was up 89% compared to the previous examination. Comparisons to the aggregate for the examination period indicated declines for the aggregate overall.

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	3,537	8.1	2,893	7.5	309	11.9	335	14.9
Moderate-income	6,046	13.9	5,151	13.3	470	18.0	425	18.9
Middle-income	17,512	40.2	15,656	40.5	1,039	39.9	817	36.3
Upper-income	16,425	37.7	14,960	38.7	789	30.3	676	30.0
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	43,520	100.0	38,660	100.0	2,607	100.0	2,253	100.0
	Percentage of Total Businesses:			88.8		6.0		5.2

Geographic Distribution: M&T's overall geographic distribution of loans reflects good penetration in the Richmond assessment area. Lending penetration in LMI census tracts was excellent overall for home purchase and refinance lending while small business performance was good. Home improvement lending was not evaluated as the volume of lending was insufficient to analyze. The aggregate made only 30 home improvement loans in low-income geographies and 101 home improvement loans in moderate-income geographies. The following table summarizes the bank's 2010 performance:

MSA 40060 (RICHMOND, VA)				
Product	Low-income Tracts		Moderate-income Tracts	
	M & T Performance	2010 Aggregate Comparison	M & T Performance	2010 Aggregate Comparison
Home Purchase	Good	Significantly Above	Excellent	Significantly Above
Refinance	Adequate	Significantly Above	Excellent	Significantly Above
Home Improvement	N/A	N/A	N/A	N/A
Small Business	Poor	Below	Good	Slightly Below

Low-income Geographies

In 2010, M&T made 4%, or two, of its home purchase and 4%, or 1, of its refinance loans in low-income census tracts, significantly above to the aggregate’s 2% for home purchase loans and 1% for refinance loans. Small business lending was poor as the bank made only 3%, or 1, small business loan in low-income census tracts while the aggregate made 6%. M&T’s home purchase and refinance lending is above the demographics of the assessment area while small business performance was below, as 3% of the available owner-occupied housing units and 8% of all businesses are located within low-income census tracts. Performance in 2011 was weaker for home purchase loans, stronger for small business loans and comparable for refinance and home improvement loans.

Moderate-income Geographies

In 2010, M&T made 28% of its home purchase and 25% of its refinance loans in moderate-income census tracts, significantly above the aggregate’s 11% for home purchase loans and 6% for refinance loans. The bank’s home purchase and refinance performance exceeds 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 10% of its small business loans in moderate-income geographies, slightly below the aggregate’s 12%. The bank’s performance is below the demographics of the assessment area, where 14% of all small businesses operate in moderate-income census tracts. Performance in 2011 was comparable except for small business lending which was stronger.

Distribution by Borrower Income and Revenue Size of Business: M&T’s distribution of borrowers in the Richmond, Virginia assessment area reflects, given the product lines offered, adequate penetration among customers of different income levels and businesses of different sizes. Overall, lending to moderate-income borrowers was excellent while lending to low-income borrowers was adequate. Lending to small businesses was poor. The following table summarizes lending performance to LMI borrowers and small businesses:

MSA 40060 (RICHMOND, VA)				
Product	Low-income Borrowers		Moderate-income Borrowers	
	M & T Performance	2010 Aggregate Comparison	M & T Performance	2010 Aggregate Comparison
Home Purchase	Adequate	Below	Excellent	Slightly Below
Refinance	Adequate	Significantly Above	Good	Slightly Below
Home Improvement	Very Poor	Significantly Below	Excellent	Significantly Above
	Lending to Businesses with GAR <= \$1 million		2010 Aggregate Comparison	
Small Business	Poor		Similar	

Low-income Borrowers

M&T's HMDA lending performance in lending to low-income borrowers was adequate overall when compared to the 18% of families in the MSA which are of low-income and the performance of the aggregate. In 2010, the bank made 8%, 11%, and 0% of its home purchase, refinance, and home improvement loans to low-income borrowers respectively.

M&T's performance for home purchase, refinance and home improvement loans was below, significantly above, and significantly below the aggregate levels, respectively. The aggregate made 11%, 6%, and 12% of its home purchase, refinance, and home improvement loans to low-income borrowers, respectively. 2011 performance was comparable to 2010.

Moderate-income Borrowers

M&T's HMDA-lending performance to moderate-income borrowers was excellent when compared to the 17% of families in the MSA who are of moderate-income. In 2010, the bank made 22%, 14%, and 50% 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 slightly below the aggregate group of lenders; while its performance for home improvement loans was significantly above. The aggregate made 27%, and 16%, and 24% of its home purchase, refinance, and home improvement loans to moderate-income borrowers, respectively. 2011 performance was comparable to 2010.

Small Business Lending

M&T provided an overall poor level of lending to small business borrowers with gross annual revenue (GAR) of \$1 million or less. In 2010, the bank made 29% of its small business loans to these businesses, compared to the 89% of business establishments in the MSA with GAR of \$1 million or less. Performance was similar to the aggregate which made 32% to businesses with

GAR of \$1 million or less. The bank made 52% of its small business loans in amounts of \$100,000 or less, which was below the aggregate which made 90% of its small business loans in amounts of \$100,000 or less. The average loan size was \$207,000. 2011 performance was comparable to 2010.

Community Development Lending: M&T' made a relatively high level of community development loans in the State of Virginia.

During the examination period, community development lending in Virginia totaled \$65 million. Community development lending initiatives targeted revitalization and stabilization (36%), community service (35%) and economic development (29%) initiatives.

INVESTMENT TEST

In the State of Virginia assessment area, M&T's performance under the investment test was adequate. M&T made an adequate level of qualified investments in the State of Virginia, with qualified investments totaling approximately \$3.6 million. Total investments included statewide investments of \$1.3 million. M&T's performance in the State of Virginia was primarily based on activity within MSA 40060, which had investments totaling \$2 million.

Qualified Investments MSA 40060		
Purpose	#	\$('000s)
Affordable Housing	2	2,351
Community Services	0	0
Revitalize and Stabilize	0	0
Economic Development	0	0
Total	2	2,351

M&T exhibited adequate responsiveness to credit and community development needs in MSA 40060. Investment activity in the MSA supported affordable housing initiatives through mortgage-backed securities, which totaled to \$2 million or 84% of MSA qualified investments. M&T made occasional use of complex investments in the State of Virginia, by investing \$387 thousand or 16% of MSA qualified investments in LIHTCs.

SERVICE TEST

M&T's performance under the service test in MSA 40060 (Richmond, VA) was good based on a relatively high level of community development services.

Retail Services: M&T's delivery systems were reasonable accessible to geographies and individuals of different income levels in this assessment area. M&T operated 7 branches in this assessment area, one (14%) of which was located in a moderate-income area and none were located in low-income areas. This compares reasonably to 18% of the MSA's population residing in moderate-income areas. The assessment area also consists of 6% of the population living in low-income areas.

Alternative delivery systems did not enhance the bank's performance in this assessment area group. M&T had 7 off-site ATM locations in the assessment area, of which none were located in LMI areas.

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 branches in this assessment area.

Hours and services are tailored to the convenience and needs of its assessment area, particularly LMI geographies and/or LMI individuals. All 7 of the branches located in the MSA have either early morning, late evening hours, or Saturday hours, with one operating in an LMI area.

Community Development Services: M&T provided a relatively high level of community development services during the evaluation period. The table below shows the number and type of services provided by the bank.

In addition, management and staff served as advisors and committee members to two non-profit and community based organizations in the Richmond assessment area.

Community Development Services MSA 40060	
Mortgage Education Seminars	36
Small Business Seminars	4
Financial Literacy Seminars	1
Total	41

2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: MSA 40060

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	Bank		Aggregate			Bank		Aggregate		
#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)	
Home Purchase										
Low	2	4.0%	0.9%	2.2%	1.3%	4	8.0%	4.3%	11.4%	6.3%
Moderate	14	28.0%	29.7%	10.6%	7.0%	11	22.0%	17.0%	26.7%	20.2%
Middle	17	34.0%	26.3%	39.9%	33.7%	8	16.0%	15.9%	22.4%	22.7%
Upper	17	34.0%	43.2%	47.3%	58.0%	5	10.0%	13.4%	28.6%	39.7%
Unknown	0	0.0%	0.0%	0.0%	0.0%	22	44.0%	49.3%	10.9%	11.1%
<i>Total</i>	<i>50</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>50</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
Refinance										
Low	1	3.6%	2.6%	1.0%	0.6%	3	10.7%	6.8%	5.8%	3.3%
Moderate	7	25.0%	20.5%	6.1%	4.3%	4	14.3%	14.0%	16.3%	12.0%
Middle	10	35.7%	37.7%	35.2%	29.9%	5	17.9%	17.9%	19.8%	17.7%
Upper	10	35.7%	39.2%	57.7%	65.1%	4	14.3%	24.1%	39.2%	48.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	12	42.9%	37.2%	18.9%	19.1%
<i>Total</i>	<i>28</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>28</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%	2.8%	1.3%	0	0.0%	0.0%	11.9%	6.4%
Moderate	0	0.0%	0.0%	9.3%	7.3%	1	50.0%	33.3%	24.3%	19.1%
Middle	2	100.0%	100.0%	41.7%	35.7%	1	50.0%	66.7%	23.8%	21.1%
Upper	0	0.0%	0.0%	46.3%	55.7%	0	0.0%	0.0%	33.5%	44.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	6.5%	9.2%
<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>
Multi-Family										
Low	0	0.0%	0.0%	36.7%	28.8%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	26.7%	49.3%	0	0.0%	0.0%	0.0%	0.0%
Middle	1	100.0%	100.0%	26.7%	7.6%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	10.0%	14.3%	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%
<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	3	3.7%	0.8%	1.5%	1.7%	7	8.6%	2.9%	7.9%	4.3%
Moderate	21	25.9%	15.7%	7.8%	6.7%	16	19.8%	9.4%	20.1%	14.6%
Middle	30	37.0%	59.0%	37.0%	30.6%	14	17.3%	9.7%	20.8%	18.9%
Upper	27	33.3%	24.5%	53.7%	61.0%	9	11.1%	9.6%	35.3%	43.6%
Unknown	0	0.0%	0.0%	0.0%	0.0%	35	43.2%	68.3%	15.9%	18.6%
<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>
SMALL BUSINESS										
By Tract Income										
		Bank			Aggregate					
	#	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	
Low	1	3.2%	0.6%	6.1%	7.6%					
Moderate	3	9.7%	5.2%	12.4%	16.7%					
Middle	20	64.5%	57.5%	35.0%	35.1%					
Upper	7	22.6%	36.7%	43.5%	39.7%					
Unknown	0	0.0%	0.0%	0.0%	0.0%					
Tract Unknown	0	0.0%	0.0%	3.1%	1.0%					
<i>Total</i>	<i>31</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>					
By Revenue										
\$1 Million or Less	9	29.0%	7.6%	31.8%	33.2%					
By Loan Size										
\$100,000 or less	16	51.6%	14.5%	89.5%	23.4%					
\$100,001-\$250,000	8	25.8%	25.4%	4.9%	17.4%					
\$250,001-\$1 Million	7	22.6%	60.0%	5.6%	59.2%					
<i>Total</i>	<i>31</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>					

Originations and Purchases

STATE OF FLORIDA

CRA RATING FOR FLORIDA: 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;
- 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;
- Accessible delivery systems to geographies and borrowers of different income levels; and,
- A poor level of community development lending.

SCOPE OF EXAMINATION

Examiners conducted a full-scope review of this assessment area, which consists of MSA 48242, West Palm Beach, Florida. As shown in Exhibit 1, this assessment area has a very small proportion of M&T's loans and deposits.

METROPOLITAN AREA

(FULL REVIEW)

MSA 48424 (WEST PALM BEACH, FL)

DESCRIPTION OF INSTITUTION'S OPERATIONS

As of December 31, 2011, M&T operated 1 branch in the Palm Beach County MSA, representing less than 1% of its total overall branches. The branch represents M&T's only presence in the State of Florida and was the result of the acquisition of Wilmington Trust on May 12, 2011.

SCOPE OF EXAMINATION

Examiners conducted a full-scope review of this assessment area, which consists of the Palm Beach County MSA, Florida. As shown in Exhibit 1, this assessment area has a very small proportion of M&T's loans and deposits.

PERFORMANCE CONTEXT

To help determine the availability of community development opportunities within the assessment area, the CRA public evaluations of other financial institutions operating in these areas were reviewed. Also, members of the community were contacted to discern information about local economic conditions, local credit needs, performance of banks in the assessment area, as well as potential community development opportunities.

Demographic Characteristics

M & T's assessment area includes West Palm Beach, Florida. According to the 2000 Census, Palm Beach County had a population of 1.1 million. The population increased 18% to 1.3 million in 2011 based on estimates from the 2010 Census. The 2000 Census also noted that 23% of the MSA's population is aged 65 and older, compared to the national average of 12%. Many senior citizens already own homes and generally do not need refinancing, 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 MSA is higher than the Florida median family income, according to the 2000 Census. The 2010 Census also noted that 12% of the MSA population lives below the poverty level compared to 14% for the State.

HUD MEDIAN FAMILY INCOMES		
AREA	2010	2011
MSA 48424	\$67,600	\$63,300

Housing Characteristics

According to the 2010 Census, the median value of owner-occupied housing units was \$261,900. The high housing costs in relation to family incomes limits opportunities for home purchase lending, particularly for LMI individuals. According to the 2000 Census, only 2% of owner-occupied housing units are in low-income census tracts while 25% of such units are in moderate-income census tracts.

Labor, Employment and Economic Characteristics

The main industries in the MSA are educational services and healthcare, profession services and retail trade. Unemployment declined from 2010 to 2011 and is noted in the table noted to the left.

AVERAGE ANNUAL UNEMPLOYMENT RATES		
Area	2010	2011
MSA 48242	11.4%	10.8%

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN FLORIDA

LENDING TEST

The bank's performance under the lending test in the state of Florida was adequate.

Lending Activity: M&T's responsiveness to retail credit needs in the MSA was adequate. The West Palm Beach MSA was added to M&T's assessment area as part of the Wilmington Trust acquisition in May 2011. Since the MSA was only part of M&T's assessment area for just over seven months at the time of this performance evaluation, trend and market share information was not available.

Geographic Distribution: M&T's overall geographic distribution of loans reflects adequate penetration in the West Palm Beach assessment area. This conclusion considers that MD 48424 became part of M&T's assessment area in May of 2011. Of the 15 home purchase loans originated by the bank in 2011, one was in a low-income census tract. M&T made no refinance or home improvement loans in low or moderate-income census tracts in 2011. Small business performance was excellent as the bank made 5 of 11 loans in moderate-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 2011 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 15 home purchase loans and 4 refinance loans there were no loans to low- or moderate-income borrowers. M&T made no improvement loans to low or moderate-income borrowers. Small business performance was adequate as the bank made 4 out of 11 loans to small business borrowers with gross annual revenue (GAR) of \$1 million or less.

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

Assessment Area Demographics								
Assessment Area: MSA 48424 West Palm Beach								
Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	15	5.7	10,656	3.5	3,615	33.9	60,890	19.1
Moderate-income	70	26.4	80,189	26.2	9,991	12.5	56,890	18.6
Middle-income	89	33.6	105,989	34.6	4,713	4.4	63,037	20.6
Upper-income	89	33.6	109,168	35.7	2,726	2.5	125,185	40.9
Unknown-income	2	0.8	0	0.0	0	0.0	0	0.0
Total Assessment Area	265	100.0	306,002	100.0	21,045	6.9	306,002	100.0
	Housing Units by Tract	Housing Types by Tract						
		Owner-occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	18,418	5,400	1.5	29.3	10,677	58.0	2,341	12.7
Moderate-income	156,639	87,199	24.6	55.7	47,038	30.0	22,402	14.3
Middle-income	191,411	128,672	36.3	67.2	39,964	20.9	22,775	11.9
Upper-income	189,960	132,753	37.5	69.9	22,472	11.8	34,735	18.3
Unknown-income	0	0	0.0	0.0	0	0.0	0	0.0
Total Assessment Area	556,428	354,024	100.0	63.6	120,151	21.6	82,253	14.8
	Total Businesses by Tract	Businesses by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
		#	%	#	%	#	%	
Low-income	3,106	3.3	2,631	3.1	269	5.8	206	5.3
Moderate-income	19,948	21.2	17,845	20.9	1,224	26.6	879	22.6
Middle-income	31,867	33.9	29,226	34.2	1,401	30.4	1,240	31.9
Upper-income	39,003	41.5	35,769	41.8	1,686	36.6	1,548	39.8
Unknown-income	116	0.1	76	0.1	23	0.5	17	0.4
Total Assessment Area	94,040	100.0	85,547	100.0	4,603	100.0	3,890	100.0
		Percentage of Total Businesses:		91.0		4.9		4.1

Community Development Lending: M&T's performance was poor in MSA 48242. The bank made no community development loans in MSA 48242 during the evaluation period. However, this assessment area was only recently added to M&T's overall assessment areas in 2011.

INVESTMENT TEST

In the State of Florida assessment area, M&T's performance under the investment test was adequate. M&T's performance in the State of Florida was based on activity within MSA 48424. M&T made an adequate level of qualified investments in MSA 48424, through seven qualified investments totaling \$2,476 thousand. M&T exhibited adequate responsiveness

Qualified Investments STATE OF FLORIDA		
Purpose	#	\$(‘000s)
Economic Development	1	2,000
Affordable Housing	3	451
Community Services	3	25
Revitalize and Stabilize	0	0
Total	7	2,476

to credit and community development needs. Investment activity primarily supported affordable housing initiatives. The bank made \$441 thousand or 18% of assessment area investments in mortgage-backed securities.

Qualified Investments also included multiple grants totaling \$35 thousand to organizations that support affordable housing and community services to LMI individuals.

SERVICE TEST

M&T's performance under the service test in MSA 48424 (West Palm Beach, FL) was adequate based on adequate branch distribution and adequate community development services. Performance in the West Palm Beach assessment area considers that M&T entered this market in May 2011, due to the acquisition of Wilmington Trust.

Retail Services: M&T's delivery systems were reasonably accessible to portions of geographies and individuals of different income levels in this assessment area. M&T operated one branch in this assessment area, which was located in a middle-income area. This compares unfavorably to 34% of the MSA's population residing in LMI areas.

Alternative delivery systems did not enhance the bank's performance in this assessment area group. M&T did not have any off-site ATM locations in the assessment area.

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

Hours and services do not vary in a way that inconveniences its assessment area, particularly LMI geographies and/or LMI individuals. The one branch located in the MSA is not in a LMI area and does not have early morning, late evening hours, or Saturday hours.

Community Development Services: M&T provided an adequate level of community development services during the evaluation period. While the bank did not provide any community development services in this assessment area, management and staff served as board members for 2 non-profit and community based organizations in the West Palm Beach assessment area.

2011 Aggregate Comparison Loan Distribution Table

Assessment Area/Group: MD 48424

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	Bank		Aggregate			Bank		Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	1	6.7%	2.8%	1.1%	0.7%	0	0.0%	0.0%	6.6%	2.5%
Moderate	0	0.0%	0.0%	14.5%	8.8%	0	0.0%	0.0%	17.3%	9.6%
Middle	5	33.3%	46.3%	36.6%	29.1%	0	0.0%	0.0%	18.7%	14.1%
Upper	9	60.0%	50.9%	47.8%	61.5%	1	6.7%	12.4%	45.3%	62.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	14	93.3%	87.6%	12.1%	11.9%
<i>Total</i>	<i>15</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>15</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
Refinance										
Low	0	0.0%	0.0%	0.6%	0.4%	0	0.0%	0.0%	4.0%	2.0%
Moderate	0	0.0%	0.0%	7.5%	5.2%	0	0.0%	0.0%	9.0%	4.6%
Middle	1	25.0%	25.7%	29.9%	23.0%	0	0.0%	0.0%	13.7%	9.0%
Upper	3	75.0%	74.3%	62.0%	71.3%	2	50.0%	58.9%	49.2%	64.3%
Unknown	0	0.0%	0.0%	0.0%	0.0%	2	50.0%	41.1%	24.1%	20.2%
<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>
Home Improvement										
Low	0	0.0%	0.0%	3.1%	1.0%	0	0.0%	0.0%	8.7%	1.8%
Moderate	0	0.0%	0.0%	14.9%	4.5%	0	0.0%	0.0%	18.7%	5.9%
Middle	0	0.0%	0.0%	28.4%	20.6%	0	0.0%	0.0%	21.7%	11.2%
Upper	0	0.0%	0.0%	53.7%	74.0%	0	0.0%	0.0%	46.1%	74.3%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	4.7%	6.8%
<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>
Multi-Family										
Low	0	0.0%	0.0%	9.4%	0.3%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	31.3%	7.3%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	21.9%	35.5%	0	0.0%	0.0%	0.0%	0.0%
Upper	1	100.0%	100.0%	37.5%	56.9%	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	1	5.0%	0.2%	0.9%	0.6%	0	0.0%	0.0%	5.5%	2.2%
Moderate	0	0.0%	0.0%	11.4%	7.0%	0	0.0%	0.0%	13.6%	6.9%
Middle	6	30.0%	4.4%	33.4%	26.3%	0	0.0%	0.0%	16.5%	11.2%
Upper	13	65.0%	95.4%	54.2%	66.1%	3	15.0%	3.0%	47.0%	61.4%
Unknown	0	0.0%	0.0%	0.0%	0.0%	17	85.0%	97.0%	17.5%	18.3%
<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>
SMALL BUSINESS										
By Tract Income										
	#	Bank			Aggregate					
		%	% \$(000s)		%	% \$(000s)				
Low	0	0.0%	0.0%		2.7%	4.2%				
Moderate	5	45.5%	74.8%		16.6%	20.0%				
Middle	5	45.5%	25.1%		32.7%	32.4%				
Upper	1	9.1%	0.1%		47.1%	43.0%				
Unknown	0	0.0%	0.0%		0.2%	0.1%				
Tract Unknown	0	0.0%	0.0%		0.7%	0.2%				
<i>Total</i>	<i>11</i>	<i>100.0%</i>		<i>100.0%</i>	<i>100.0%</i>		<i>100.0%</i>			
By Revenue										
\$1 Million or Less	4	36.4%		11.6%	42.6%		30.9%			
By Loan Size										
\$100,000 or less	2	18.2%		0.8%	95.8%		43.4%			
\$100,001-\$250,000	4	36.4%		11.6%	2.1%		14.5%			
\$250,001-\$1 Million	5	45.5%		87.6%	2.0%		42.1%			
<i>Total</i>	<i>11</i>	<i>100.0%</i>		<i>100.0%</i>	<i>100.0%</i>		<i>100.0%</i>			

CRA APPENDIX A

SCOPE OF EXAMINATION

MANUFACTURERS AND TRADERS TRUST COMPANY			
TIME PERIOD REVIEWED		January 1, 2010-June 30, 2012	
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	HS	OS	OS	OS
Pennsylvania	HS	HS	OS	Sat
Maryland	HS	OS	OS	OS
MSA 35620	HS	HS	HS	Sat
MSA 47900	HS	OS	OS	OS
MSA 37980	HS	HS	LS	Sat
MSA 19060	LS	HS	HS	Sat
Virginia	HS	LS	HS	Sat
Delaware	LS	HS	LS	Sat
Florida	LS	LS	LS	Sat

OS=Outstanding

HS=High Satisfactory

LS=Low Satisfactory

Sat=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 or services that (i) Support, enable or facilitate projects or activities that meet eligible uses" criteria described in Section 2301c of the Housing and Economic Recovery Act of 2008 ("HERA"), Public Law 110-289, 122 Stat. 2654, as amended, and are conducted in designated target areas identified in plans approved by the United States Department of Urban and Development in accordance with the Neighborhood Stabilization program ("NSP"); (ii) Are provided no later than two years after the last date funds appropriated for the NSP are required to be spent by the grantees; (iii) Benefit low-, moderate- and middle-income individuals and geographies in the bank's assessment area(s) or geographies outside the bank's assessment area(s) provided the bank has adequately addressed the community development needs of its assessment area(s).

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.
- (iv) activities that revitalize or stabilize low- or moderate-income geographies; or loans, investments or services that (i) Support, enable or facilitate projects or activities that meet eligible uses" criteria described in Section 2301c of the Housing and Economic Recovery Act of 2008 ("HERA"), Public Law 110-289, 122 Stat. 2654, as amended, and are conducted in designated target areas identified in plans approved by the United States Department of Urban and Development in accordance with the Neighborhood Stabilization program ("NSP"); (ii) Are provided no later than two years after the last date funds appropriated for the NSP are required to be spent by the grantees; (iii) Benefit low-, moderate- and middle-income individuals and geographies in the bank's assessment area(s) or geographies outside the bank's assessment area(s) provided the bank has adequately addressed the community development needs of its assessment area(s).

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 a 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

STATE OF NEW YORK	Total Branches	Total Branches in LMI Tracts	% of Branches in LMI Tracts	% of Pop. in LMI Tracts
MSA 15380 (Buffalo - Niagara Falls)	51	14	27%	25%
MSA 40380 (Rochester)	33	6	18%	23%
MSA 45060 (Syracuse)	29	5	17%	23%
MSA 39100 (Poughkeepsie-Newburgh-Middletown)	23	5	22%	19%
MSA 13780 (Binghamton)	14	4	29%	18%
MSA 10580 (Albany-Schenectady-Troy)	13	3	23%	22%
MSA 28740 (Kingston)	6	1	17%	11%
MSA 27060 (Ithaca)	3	2	67%	14%
MSA 46540 (Utica, Rome)	13	2	15%	19%
MSA 21300 (Elmira)	1	0	0%	19%
(Allegany-Cattaraugus-Chautauqua, etc.)	24	1	4%	8%
(Cayuga-Seneca-Cortland-Chenango)	5	0	0%	3%
NON-MSA NY TOTAL GROUP C (Sullivan County)	3	0	0%	6%
NON-MSA NY TOTAL GROUP D (Jefferson County)	1	0	0%	28%
STATE OF NEW YORK TOTAL	219	43	20%	
STATE OF MARYLAND				
MSA 12580 (Baltimore-Towson)	113	27	24%	29%
MSA 25180 (Hagerstown-Martinsburg)	10	2	20%	16%
MSA 41540 (Salisbury)	4	0	0%	18%
NON-MSA MD TOTAL GROUP A	3	2	67%	27%
NON-MSA MD TOTAL GROUP B (St.Mary's County)	1	0	0%	4%
NON-MSA MD TOTAL GROUP C (Worcester County)	2	0	0%	20%
NON-MSA MD TOTALGROUP D (Garrett County)	3	2	67%	78%
STATE OF MARYLAND TOTAL	136	33	24%	
STATE OF PENNSYLVANIA				
MSA 49620 (York-Hanover)	27	5	19%	12%
MSA 25420 (Harrisburg-Carlisle)	28	10	36%	22%
MSA 42540 (Scranton-Wilkes Barre)	17	2	12%	11%
MSA 39740 (Reading)	13	1	8%	20%
MSA 11020 (Altoona)	9	2	22%	18%
MSA 29540 (Lancaster)	9	1	11%	12%
MSA 48700 (Williamsport)	4	1	25%	18%
MSA 44300 (State College)	7	2	29%	25%
MSA 10900 (Allentown-Bethlehem-Easton)	8	1	13%	27%
MSA 30140 (Lebanon)	2	0	0%	16%
NON-MSA PA TOTAL GROUP A	28	5	18%	9%
NON-MSA PA TOTAL GROUP B (Monroe)	1	0	0%	0%
NON-MSA PA TOTAL GROUP C	16	3	19%	4%
NON-MSA PA TOTAL GROUP D (Clearfield-Clinton)	4	0	0%	18%
STATE OF PENNSYLVANIA TOTAL	173	33	19%	
STATE OF DELAWARE				
MSA 20100 (Dover)	8	2	25%	9%
NON-MSA DE (Sussex County)	16	0	0%	8%
STATE OF DELAWARE TOTAL	24	2	8%	
STATE OF VIRGINIA - MSA 40060 (Richmond, VA)				
	7	1	14%	24%
STATE OF FLORIDA - MD 48424 (West Palm Beach)				
	1	0	0%	24%
MSA 35620 (NY-NJ)				
	38	4	11%	35%
MSA 47900 (Washington,DC-VA-MD-WV)				
	98	22	22%	28%
MSA 37980 (Phila-Camden-Wilmington, PA, NJ, DE)				
	54	13	24%	33%
MSA 19060 (Cumberland, MD-WV)				
	7	1	14%	8%
TOTAL BRANCHES	757	152	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)	8	7,200	16	151,843	22	39,640	28	213,263	74	411,946
MSA 40380 (Rochester, NY)	15	37,270	13	84,855	13	43,214	5	31,596	46	196,935
MSA 45060 (Syracuse, NY)	3	3,178	5	16,250	5	10,061	5	79,996	18	109,485
MSA 13780 (Binghamton, NY)	3	225	3	10,022	4	850	0	0	10	11,097
MSA 39100 (Poughkeepsie-New burgh-Middletown, NY)	6	6,744	1	2,210	22	43,096	1	15,174	30	67,224
MSA 10580 (Albany-Schneectady-Troy, NY)	2	7,600	8	25,415	5	850	3	27,353	18	61,218
MSA 46540 (Utica-Rome, NY)	2	12,164	2	5,111	0	0	0	0	4	17,275
NY NON-MSA Group A	4	1,650	0	0	13	11,720	2	19,912	19	33,282
MSA 28740 (Kingston, NY)	3	380	1	8,833	1	12,000	0	0	5	21,213
MSA 27060 (Ithaca, NY)	0	0	0	0	1	100	0	0	1	100
NY NON-MSA Group B	0	0	3	8,645	0	0	2	4,887	5	13,532
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	2	5,000	2	5,000
NY NON-MSA Group D	0	0	1	1,178	0	0	0	0	1	1,178
Outside AA	2	4,711	0	0	0	0	1	4,000	3	8,711
New York State Totals	48	81,122	53	314,362	86	161,531	49	401,181	236	958,196
State of Maryland										
MSA 12580 (Baltimore-Towson, MD)	6	153,074	7	141,353	9	75,698	8	102,604	30	472,729
MSA 25180 (Hagerston-Martinsburg, MD-WV)	1	4,500	0	0	1	10,602	0	0	2	15,102
MSA 41540 (Salisbury, MD)	1	9,944	0	0	0	0	0	0	1	9,944
MD NON-MSA Group A	0	0	0	0	1	3,600	0	0	1	3,600
MD NON-MSA Groups B, C, & D	0	0	0	0	0	0	1	8	1	8
State of Maryland Totals	8	167,518	7	141,353	11	89,900	9	102,612	35	501,383
State of Pennsylvania										
MSA 49620 (York-Hanover, PA)	2	589	1	4,578	2	500	0	0	5	5,667
MSA 25420 (Harrisburg-Carlisle)	0	0	1	2,000	7	42,629	3	10,000	11	54,629
PA NON-MSA Group A	1	2,000	1	800	3	16,178	0	0	5	18,978
MSA 42540 (Scranton-Wilkes-Barre, PA)	0	0	5	20,350	0	0	1	6,438	6	26,788
MSA 11020 (Altoona, PA)	0	0	2	8,098	0	0	0	0	2	8,098
MSA 39740 (Reading, PA)	0	0	2	15,000	0	0	0	0	2	15,000
MSA 29540 (Lancaster, PA)	0	0	0	0	2	33,720	0	0	2	33,720
MSA 44300 (State College, PA)	0	0	3	12,230	0	0	0	0	3	12,230
MSA 48700 (Williamsport, PA)	0	0	0	0	0	0	1	9,000	1	9,000
MSA 10900 (Allentown-Bethlehem-Easton, PA)	0	0	0	0	0	0	0	0	0	0
MSA 30140 (Lebanon, PA)	0	0	1	6,500	0	0	0	0	1	6,500
PA NON-MSA Groups B, C, & D	0	0	0	0	1	9,640	0	0	1	9,640
Outside AA	0	0	0	0	3	26,131	1	20,000	4	46,131
State of Pennsylvania Totals	3	2,589	16	69,556	18	128,798	6	45,438	43	246,381
New York-Long Island-Northern New Jersey (MSA 35620)										
New York-Long Island-Northern New Jersey Totals	93	352,676	9	97,690	51	232,839	4	73,200	157	756,405
Washington-Arlington-Alexandria DC-VA-MD-WV(MSA 47900)										
Washington-Arlington-Alexandria DC-VA-MD-WV Totals	16	29,015	11	67,318	24	66,793	4	138,600	55	301,726
Philadelphia-Camden-Wilmington, PA-DE-MD (MSA 37980)										
Philadelphia-Camden-Wilmington, PA-DE-MD Totals	8	14,503	2	15,200	10	43,595	3	10,936	23	84,234
Cumberland, MD-WV (MSA 19060)										
Cumberland, MD-WV Totals	0	0	0	0	0	0	0	0	0	0
State of Virginia (MSA 40060)										
State of Virginia Totals	0	0	6	18,540	2	23,021	2	23,240	10	64,801
State of Delaware Totals										
State of Delaware Totals	0	0	1	4,333	0	0	0	0	1	4,333
State of Florida (MSA 48424)										
State of Florida Totals	0	0	0	0	0	0	0	0	0	0
Outside Assessment Area (CT,MA, NJ)	11	78,170	1	4,218	23	164,715	1	28,650	36	275,753
Total Community Development Lending	187	725,593	106	732,570	225	911,192	78	823,857	596	3,193,212

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)	32	13,168	1	30	210	3,046	7	76	250	16,320
MSA 40380 (Rochester, NY)	37	68,701	0	0	94	1,095	0	0	131	69,796
MSA 45060 (Syracuse, NY)	11	5,705	0	0	62	31,563	1	4,313	74	41,581
MSA 13780 (Binghamton, NY)	10	1,914	0	0	38	342	0	0	48	2,256
MSA 39100 (Poughkeepsie-Newburgh-Middletown, NY)	13	6,693	0	0	51	177	0	0	64	6,870
MSA 10580 (Albany-Schnectady-Troy, NY)	42	2,840	0	0	88	244	0	0	130	3,084
MSA 46540 (Utica-Rome, NY)	4	25	2	3	18	119	2	107	26	254
NY NON-MSA Group A	5	14,250	0	0	15	84	0	0	20	14,334
MSA 28740 (Kingston, NY)	3	20	0	0	7	22	0	0	10	42
MSA 27060 (Ithaca, NY)	8	19,557	0	0	22	42	0	0	30	19,599
NY NON-MSA Group B	3	3,257	0	0	3	5	0	0	6	3,262
NY NON-MSA Group C	1	2,101	0	0	5	7	0	0	6	2,108
MSA 21300 (Elmira, NY)	3	3	0	0	4	6	0	0	7	9
NY NON-MSA Group D	1	5,603	0	0	4	40	0	0	5	5,642
Outside AA			0	0			0	0	0	0
Statewide	7	11,929	1	1,440			0	0	8	13,369
New York State Totals	180	155,766	4	1,473	621	36,791	10	4,496	815	198,526
State of Maryland										
MSA 12580 (Baltimore-Towson, MD)	49	79,597	1	1,000	142	1,979	5	627	197	83,203
MSA 25180 (Hagerston-Martinsburg, MD-WV)	1	1	0	0	1	9	0	0	2	10
MSA 41540 (Salisbury, MD)	1	6	0	0	4	17	0	0	5	23
MD NON-MSA Group D	0	0	0	0	1	5	0	0	1	5
MD NON-MSA Group A	1	7,176	4	8	0	0	0	0	5	7,183
MD NON-MSAs Group B & C	0	0	5	14	0	0	0	0	5	14
Statewide	33	18,228	0	0	0	0	0	0	33	18,228
State of Maryland Totals	85	105,007	10	1,022	148	2,010	5	627	248	108,666
State of Pennsylvania										
MSA 49620 (York-Hanover, PA)	15	6,701	3	12	31	302	4	59	53	7,074
MSA 25420 (Harrisburg-Carlisle)	21	4,086	12	129	87	539	6	63	126	4,817
PA NON-MSA Group A	10	6,802	3	6	58	237	0	0	71	7,044
MSA 42540 (Scranton-Wilkes-Barre, PA)	8	1,155	3	7	63	371	1	0	75	1,533
MSA 11020 (Altoona, PA)	6	469	3	31	46	204	1	1	56	705
PA NON-MSA Group C	1	500	3	10	25	105	0	0	29	615
MSA 39740 (Reading, PA)	4	6	2	5	30	129	6	13	42	153
MSA 29540 (Lancaster, PA)	10	10,413	4	45	19	127	0	0	33	10,585
MSA 44300 (State College, PA)	8	3,944	3	3	16	69	0	0	27	4,016
MSA 48700 (Williamsport, PA)	3	25	1	3	23	132	0	0	27	160
MSA 10900 (Allentown-Bethlehem-Easton, PA)	4	651	0	0	12	246	0	0	16	897
MSA 30140 (Lebanon, PA)	0	0	0	0	2	6	0	0	2	6
PA NON-MSA Group D	0	0	0	0	3	4	0	0	3	4
PA NON-MSA Group B	0	0	0	0	1	2	0	0	1	2
Outside AA	0	0	0	0	0	0	0	0	0	0
Statewide	4	312	1	4	2	5	0	0	7	321
State of Pennsylvania Totals	94	35,062	38	255	418	2,478	18	136	568	37,931
Philadelphia-Camden-Wilmington, PA-DE-MD (MSA 37980)										
Philadelphia-Camden-Wilmington, PA-DE-MD Totals	56	26,294	16	1,458	66	785	0	0	138	28,537
New York-Long Island-Northern New Jersey (MSA 35620)										
New York-Long Island-Northern New Jersey Totals	77	24,559	8	43	74	1,171	16	192	175	25,965
Washington-Arlington-Alexandria DC-VA-MD-WV(MSA 47900)										
Washington-Arlington-Alexandria DC-VA-MD-WV Totals	33	37,197	1	5	58	12,355	0	0	92	49,557
State of Delaware										
State of Delaware Totals	17	3,794	2	221	7	42	0	0	26	4,057
Non-MSA Sussex County	7	2,493	1	143	3	20	0	0	11	2,656
Cumberland, MD-WV (MSA 19060)										
Cumberland, MD-WV Totals	2	5,950	0	0	1	10	0	0	3	5,960
State of Virginia										
State of Virginia Totals	11	3,617	0	0	0	0	0	0	11	3,617
MSA 40060	2	2,351	0	0	0	0	0	0	2	2,351
State of Florida										
State of Florida Totals	3	451	1	2,000	3	25	0	0	7	2,476
Total Qualified Investments	558	397,697	80	6,476	1,396	55,667	49	5,451	2,083	465,290

APPENDIX G
New York State – Limited Scope Assessment Areas

2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: MSA 39100

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	Bank		Aggregate			Bank		Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	25	10.9%	9.1%	2.6%	2.1%	35	15.3%	9.8%	4.9%	2.4%
Moderate	29	12.7%	8.2%	10.2%	8.1%	84	36.7%	30.3%	23.6%	17.3%
Middle	148	64.6%	66.4%	63.4%	60.6%	51	22.3%	26.2%	32.0%	31.3%
Upper	27	11.8%	16.3%	23.8%	29.3%	35	15.3%	22.9%	33.3%	42.8%
Unknown	0	0.0%	0.0%	0.0%	0.0%	24	10.5%	10.8%	6.1%	6.2%
<i>Total</i>	229	100.0%	100.0%	100.0%	100.0%	229	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	3	2.7%	1.1%	1.1%	0.9%	8	7.1%	4.0%	4.2%	2.4%
Moderate	8	7.1%	5.8%	5.7%	4.7%	26	23.2%	17.5%	16.1%	12.0%
Middle	80	71.4%	71.9%	63.4%	61.2%	27	24.1%	23.5%	27.4%	25.5%
Upper	21	18.8%	21.3%	29.8%	33.1%	34	30.4%	38.0%	43.8%	50.5%
Unknown	0	0.0%	0.0%	0.0%	0.0%	17	15.2%	16.9%	8.6%	9.5%
<i>Total</i>	112	100.0%	100.0%	100.0%	100.0%	112	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	1	3.3%	4.0%	1.4%	0.6%	8	26.7%	6.5%	10.2%	4.3%
Moderate	3	10.0%	24.8%	8.9%	6.8%	9	30.0%	17.9%	21.6%	13.8%
Middle	17	56.7%	30.8%	67.7%	61.4%	6	20.0%	3.5%	26.3%	26.0%
Upper	9	30.0%	40.5%	21.9%	31.1%	6	20.0%	54.3%	38.9%	49.3%
Unknown	0	0.0%	0.0%	0.0%	0.0%	1	3.3%	17.7%	3.0%	6.7%
<i>Total</i>	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%	15.4%	12.2%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	26.9%	14.1%	0	0.0%	0.0%	0.0%	0.0%
Middle	2	100.0%	100.0%	53.8%	73.4%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	3.8%	0.3%	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>	2	100.0%	100.0%	100.0%	100.0%	2	100.0%	100.0%	100.0%	100.0%
HMDA Totals										
Low	29	7.8%	6.4%	1.8%	1.6%	51	13.7%	7.8%	4.7%	2.4%
Moderate	40	10.7%	7.9%	7.7%	6.3%	119	31.9%	25.7%	19.3%	14.1%
Middle	247	66.2%	67.4%	63.5%	61.1%	84	22.5%	24.5%	29.1%	27.7%
Upper	57	15.3%	18.4%	27.1%	31.0%	75	20.1%	28.3%	39.3%	46.5%
Unknown	0	0.0%	0.0%	0.0%	0.0%	44	11.8%	13.8%	7.6%	9.3%
<i>Total</i>	373	100.0%	100.0%	100.0%	100.0%	373	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
		Bank			Aggregate					
	#	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	% \$(000s)
Low	11		5.1%		3.1%		6.5%		6.2%	
Moderate	23		10.6%		7.6%		8.2%		8.8%	
Middle	147		67.7%		77.9%		56.7%		58.5%	
Upper	36		16.6%		11.5%		24.0%		24.2%	
Unknown	0		0.0%		0.0%		0.0%		0.0%	
Tract Unknown	0		0.0%		0.0%		4.6%		2.2%	
<i>Total</i>	217		100.0%		100.0%		100.0%		100.0%	
By Revenue										
\$1 Million or Less	108		49.8%		23.9%		26.3%		33.0%	
By Loan Size										
\$100,000 or less	140		64.5%		19.2%		95.1%		40.2%	
\$100,001-\$250,000	42		19.4%		24.0%		2.8%		17.7%	
\$250,001-\$1 Million	35		16.1%		56.8%		2.1%		42.1%	
<i>Total</i>	217		100.0%		100.0%		100.0%		100.0%	

Originations and Purchases

APPENDIX G
New York State – Limited Scope Assessment Areas

2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: MSA21300

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	Bank		Aggregate			Bank		Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	0	0.0%	0.0%	0.1%	0.0%	3	12.0%	6.1%	8.5%	4.2%
Moderate	1	4.0%	1.8%	8.7%	4.9%	4	16.0%	10.9%	25.3%	17.6%
Middle	16	64.0%	57.7%	59.2%	51.6%	5	20.0%	17.2%	25.8%	22.8%
Upper	8	32.0%	40.5%	32.0%	43.5%	8	32.0%	49.9%	33.0%	48.3%
Unknown	0	0.0%	0.0%	0.0%	0.0%	5	20.0%	15.9%	7.4%	7.0%
<i>Total</i>	<i>25</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>25</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
Refinance										
Low	0	0.0%	0.0%	0.2%	0.1%	0	0.0%	0.0%	4.7%	2.4%
Moderate	0	0.0%	0.0%	6.1%	3.6%	0	0.0%	0.0%	14.4%	10.3%
Middle	7	70.0%	67.3%	54.3%	45.0%	2	20.0%	15.5%	23.7%	19.0%
Upper	3	30.0%	32.7%	39.4%	51.3%	2	20.0%	26.5%	50.7%	62.8%
Unknown	0	0.0%	0.0%	0.0%	0.0%	6	60.0%	58.0%	6.6%	5.6%
<i>Total</i>	<i>10</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>10</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%	0.5%	0.6%	0	0.0%	0.0%	13.5%	7.1%
Moderate	0	0.0%	0.0%	7.5%	3.1%	0	0.0%	0.0%	24.5%	14.2%
Middle	0	0.0%	0.0%	64.7%	57.2%	0	0.0%	0.0%	25.0%	26.6%
Upper	1	100.0%	100.0%	27.4%	39.1%	1	100.0%	100.0%	33.9%	47.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	3.1%	4.8%
<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>
Multi-Family										
Low	0	0.0%	0.0%	28.6%	62.9%	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%	71.4%	37.1%	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%	0.3%	2.1%	3	8.3%	4.6%	7.7%	3.4%
Moderate	1	2.8%	1.3%	7.3%	4.0%	4	11.1%	8.3%	20.2%	13.3%
Middle	23	63.9%	59.9%	58.1%	48.3%	7	19.4%	16.8%	24.6%	20.5%
Upper	12	33.3%	38.8%	34.3%	45.6%	11	30.6%	44.3%	41.0%	53.7%
Unknown	0	0.0%	0.0%	0.0%	0.0%	11	30.6%	26.1%	6.5%	9.1%
<i>Total</i>	<i>36</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>36</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	1	11.1%	2.8%	8.3%	12.8%					
Moderate	4	44.4%	91.0%	16.4%	19.8%					
Middle	3	33.3%	5.3%	47.3%	45.5%					
Upper	1	11.1%	0.9%	26.1%	20.0%					
Unknown	0	0.0%	0.0%	0.0%	0.0%					
Tract Unknown	0	0.0%	0.0%	2.0%	1.9%					
<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%	6.2%	29.1%	29.8%					
By Loan Size										
\$100,000 or less	4	44.4%	4.6%	93.7%	32.5%					
\$100,001-\$250,000	2	22.2%	8.9%	2.7%	13.1%					
\$250,001-\$1 Million	3	33.3%	86.4%	3.6%	54.4%					
<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

2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: MSA 46540

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	#	Bank %	Bank % \$(000s)	Aggregate %	Aggregate % \$(000s)	#	Bank %	Bank % \$(000s)	Aggregate %	Aggregate % \$(000s)
Home Purchase										
Low	1	0.7%	0.2%	1.0%	0.4%	4	2.6%	1.4%	9.5%	5.4%
Moderate	16	10.5%	6.0%	10.2%	6.2%	46	30.1%	23.1%	28.8%	22.4%
Middle	86	56.2%	50.2%	62.7%	60.1%	35	22.9%	19.9%	26.0%	25.4%
Upper	50	32.7%	43.5%	26.2%	33.3%	53	34.6%	47.8%	28.2%	39.4%
Unknown	0	0.0%	0.0%	0.0%	0.0%	15	9.8%	7.9%	7.5%	7.4%
Total	153	100.0%	100.0%	100.0%	100.0%	153	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	1	0.7%	0.3%	0.6%	0.2%	9	6.2%	4.0%	4.8%	2.4%
Moderate	9	6.2%	3.3%	5.4%	3.0%	21	14.4%	10.8%	15.1%	10.0%
Middle	84	57.5%	55.7%	63.5%	60.0%	37	25.3%	23.0%	24.6%	20.5%
Upper	52	35.6%	40.7%	30.6%	36.8%	71	48.6%	58.2%	49.8%	60.5%
Unknown	0	0.0%	0.0%	0.0%	0.0%	8	5.5%	4.0%	5.6%	6.6%
Total	146	100.0%	100.0%	100.0%	100.0%	146	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	2	3.6%	1.3%	2.7%	1.6%	10	18.2%	7.0%	13.2%	6.5%
Moderate	4	7.3%	12.8%	9.1%	5.6%	15	27.3%	22.6%	23.2%	15.8%
Middle	42	76.4%	78.2%	67.5%	63.7%	17	30.9%	49.2%	25.1%	21.2%
Upper	7	12.7%	7.6%	20.6%	29.1%	13	23.6%	21.3%	38.0%	55.7%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.5%	0.8%
Total	55	100.0%	100.0%	100.0%	100.0%	55	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%	28.6%	67.5%	0	0.0%	0.0%	0.0%	0.0%
Middle	1	100.0%	100.0%	57.1%	28.2%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	14.3%	4.3%	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	4	1.1%	0.3%	1.0%	0.3%	23	6.5%	2.6%	7.7%	3.8%
Moderate	29	8.2%	4.9%	7.7%	4.9%	82	23.1%	17.3%	21.5%	15.5%
Middle	213	60.0%	53.7%	63.7%	59.9%	89	25.1%	21.7%	25.2%	22.5%
Upper	109	30.7%	41.2%	27.5%	34.8%	137	38.6%	51.6%	39.8%	50.8%
Unknown	0	0.0%	0.0%	0.0%	0.0%	24	6.8%	6.8%	5.8%	7.4%
Total	355	100.0%	100.0%	100.0%	100.0%	355	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
	#	Bank %	Bank % \$(000s)	Aggregate %	Aggregate % \$(000s)					
Low	11	9.0%	9.5%	8.2%	15.1%					
Moderate	17	13.9%	8.2%	11.9%	12.3%					
Middle	71	58.2%	62.9%	53.0%	45.6%					
Upper	23	18.9%	19.3%	24.8%	25.4%					
Unknown	0	0.0%	0.0%	0.0%	0.0%					
Tract Unknown	0	0.0%	0.0%	2.1%	1.6%					
Total	122	100.0%	100.0%	100.0%	100.0%					
By Revenue										
\$1 Million or Less	77	63.1%	31.7%	28.1%	35.8%					
By Loan Size										
\$100,000 or less	90	73.8%	26.9%	93.2%	37.2%					
\$100,001-\$250,000	22	18.0%	30.1%	4.2%	22.8%					
\$250,001-\$1 Million	10	8.2%	43.1%	2.6%	40.0%					
Total	122	100.0%	100.0%	100.0%	100.0%					

Originations and Purchases

APPENDIX G
New York State – Limited Scope Assessment Areas

2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: MSA 28740

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%	6.4%	3.4%
Moderate	10	27.8%	19.8%	11.2%	8.5%	16	44.4%	33.0%	21.2%	15.9%
Middle	24	66.7%	71.8%	74.3%	73.8%	7	19.4%	19.5%	28.1%	26.6%
Upper	2	5.6%	8.5%	14.5%	17.6%	7	19.4%	30.7%	39.2%	48.9%
Unknown	0	0.0%	0.0%	0.0%	0.0%	6	16.7%	16.8%	5.1%	5.2%
<i>Total</i>	<i>36</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>36</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	3.0%	2.1%	5.1%	2.8%
Moderate	3	9.1%	6.3%	5.1%	3.8%	7	21.2%	15.1%	14.4%	10.3%
Middle	25	75.8%	69.9%	74.1%	72.5%	8	24.2%	18.8%	24.7%	22.1%
Upper	5	15.2%	23.8%	20.8%	23.7%	10	30.3%	42.7%	44.3%	52.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	7	21.2%	21.2%	11.5%	12.6%
<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>
	Home Improvement									
Low	0	0.0%	0.0%	0.0%	0.0%	4	28.6%	14.4%	8.5%	2.8%
Moderate	1	7.1%	58.3%	7.2%	6.2%	6	42.9%	21.4%	22.5%	16.5%
Middle	8	57.1%	26.2%	77.5%	79.4%	3	21.4%	61.0%	27.8%	26.7%
Upper	5	35.7%	15.5%	15.4%	14.4%	1	7.1%	3.2%	38.6%	48.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	2.6%	5.7%
<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>
	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%	11.8%	1.5%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	58.8%	69.3%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	29.4%	29.1%	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%	5	6.0%	1.2%	5.8%	2.9%
Moderate	14	16.9%	14.1%	7.6%	5.6%	29	34.9%	24.5%	17.5%	12.3%
Middle	57	68.7%	70.2%	74.4%	73.1%	18	21.7%	19.8%	26.1%	23.2%
Upper	12	14.5%	15.7%	18.0%	21.2%	18	21.7%	35.9%	41.7%	48.9%
Unknown	0	0.0%	0.0%	0.0%	0.0%	13	15.7%	18.6%	8.8%	12.7%
<i>Total</i>	<i>83</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>83</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	8	10.8%	8.1%	7.4%	8.0%					
Middle	55	74.3%	75.4%	68.6%	74.5%					
Upper	11	14.9%	16.5%	17.6%	14.4%					
Unknown	0	0.0%	0.0%	0.0%	0.0%					
Tract Unknown	0	0.0%	0.0%	6.5%	3.1%					
<i>Total</i>	<i>74</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>					
	By Revenue									
\$1 Million or Less	32	43.2%	17.3%	25.2%	24.2%					
	By Loan Size									
\$100,000 or less	47	63.5%	15.8%	96.2%	41.6%					
\$100,001-\$250,000	15	20.3%	24.9%	2.2%	16.1%					
\$250,001-\$1 Million	12	16.2%	59.3%	1.6%	42.3%					
<i>Total</i>	<i>74</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
2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: MSA 27060

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	#	%	Bank % \$(000s)	%	Aggregate % \$(000s)	#	%	Bank % \$(000s)	%	Aggregate % \$(000s)
Home Purchase										
Low	0	0.0%	0.0%	0.0%	0.0%	3	14.3%	6.0%	8.0%	4.0%
Moderate	3	14.3%	14.9%	8.7%	8.5%	7	33.3%	28.5%	23.3%	16.6%
Middle	18	85.7%	85.1%	75.4%	72.8%	5	23.8%	28.6%	26.5%	25.0%
Upper	0	0.0%	0.0%	16.0%	18.7%	3	14.3%	22.3%	38.3%	51.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	3	14.3%	14.7%	3.9%	3.4%
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%	1	4.5%	1.0%	4.6%	2.5%
Moderate	0	0.0%	0.0%	6.1%	6.7%	6	27.3%	25.7%	18.9%	12.5%
Middle	19	86.4%	86.9%	79.2%	75.2%	7	31.8%	32.1%	23.5%	19.7%
Upper	3	13.6%	13.1%	14.7%	18.1%	8	36.4%	41.1%	49.3%	60.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	3.8%	5.3%
Total	22	100.0%	100.0%	100.0%	100.0%	22	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%	12.5%	5.0%
Moderate	0	0.0%	0.0%	6.3%	6.9%	1	50.0%	31.3%	22.2%	10.3%
Middle	2	100.0%	100.0%	87.2%	79.4%	0	0.0%	0.0%	24.1%	15.4%
Upper	0	0.0%	0.0%	6.6%	13.7%	1	50.0%	68.8%	37.8%	62.7%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	3.4%	6.6%
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	1	100.0%	100.0%	47.4%	51.2%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	42.1%	45.5%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	10.5%	3.3%	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	0	0.0%	0.0%	0.0%	0.0%	4	8.7%	1.8%	7.1%	3.1%
Moderate	4	8.7%	50.7%	7.5%	10.3%	14	30.4%	14.3%	20.9%	13.4%
Middle	39	84.8%	45.6%	78.6%	72.6%	12	26.1%	16.1%	24.5%	20.5%
Upper	3	6.5%	3.6%	13.9%	17.2%	12	26.1%	17.1%	42.8%	52.6%
Unknown	0	0.0%	0.0%	0.0%	0.0%	4	8.7%	50.7%	4.6%	10.4%
Total	46	100.0%	100.0%	100.0%	100.0%	46	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
	#	%	Bank % \$(000s)	%	Aggregate % \$(000s)	%	%	% \$(000s)	%	% \$(000s)
Low	0		0.0%		0.0%			0.0%		0.0%
Moderate	13		38.2%		34.1%			27.1%		30.3%
Middle	17		50.0%		46.5%			60.7%		62.1%
Upper	4		11.8%		19.4%			7.9%		6.8%
Unknown	0		0.0%		0.0%			0.0%		0.0%
Tract Unknown	0		0.0%		0.0%			4.4%		0.8%
Total	34		100.0%		100.0%			100.0%		100.0%
By Revenue										
\$1 Million or Less	21		61.8%		59.5%			35.3%		37.4%
By Loan Size										
\$100,000 or less	21		61.8%		23.5%			90.9%		32.1%
\$100,001-\$250,000	7		20.6%		25.9%			5.3%		23.0%
\$250,001-\$1 Million	6		17.6%		50.6%			3.7%		44.9%
Total	34		100.0%		100.0%			100.0%		100.0%

Originations and Purchases

APPENDIX G
New York State – Limited Scope Assessment Areas

2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: NY Non-MSA Group A

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	#	Bank %	% \$(000s)	%	% \$(000s)	#	Bank %	% \$(000s)	%	% \$(000s)
	Home Purchase									
Low	1	0.5%	0.2%	0.2%	0.1%	20	10.6%	5.9%	8.7%	4.6%
Moderate	8	4.3%	2.9%	4.0%	2.3%	63	33.5%	27.8%	26.5%	19.1%
Middle	146	77.7%	78.8%	79.6%	79.1%	39	20.7%	17.9%	23.9%	21.9%
Upper	33	17.6%	18.1%	16.2%	18.5%	51	27.1%	38.6%	31.5%	45.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	15	8.0%	9.7%	9.4%	9.4%
Total	188	100.0%	100.0%	100.0%	100.0%	188	100.0%	100.0%	100.0%	100.0%
	Refinance									
Low	0	0.0%	0.0%	0.1%	0.1%	7	6.0%	3.6%	5.0%	2.7%
Moderate	2	1.7%	1.1%	2.6%	1.4%	24	20.7%	15.7%	16.4%	10.6%
Middle	94	81.0%	79.4%	78.1%	75.8%	27	23.3%	19.0%	22.8%	18.1%
Upper	20	17.2%	19.4%	19.2%	22.7%	45	38.8%	51.0%	47.3%	59.6%
Unknown	0	0.0%	0.0%	0.0%	0.0%	13	11.2%	10.6%	8.5%	9.1%
Total	116	100.0%	100.0%	100.0%	100.0%	116	100.0%	100.0%	100.0%	100.0%
	Home Improvement									
Low	0	0.0%	0.0%	0.1%	0.0%	15	22.1%	5.8%	13.9%	6.1%
Moderate	2	2.9%	0.8%	4.5%	3.6%	21	30.9%	25.1%	25.3%	16.8%
Middle	54	79.4%	58.8%	85.0%	82.4%	20	29.4%	43.4%	26.9%	25.8%
Upper	12	17.6%	40.4%	10.4%	13.9%	12	17.6%	25.7%	31.9%	46.3%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	2.0%	5.0%
Total	68	100.0%	100.0%	100.0%	100.0%	68	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%	75.0%	26.3%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	25.0%	73.7%	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	1	0.3%	0.1%	0.1%	0.1%	42	11.3%	5.0%	8.4%	3.8%
Moderate	12	3.2%	2.1%	3.6%	2.0%	108	29.0%	22.9%	22.4%	14.8%
Middle	294	79.0%	78.4%	80.1%	76.8%	86	23.1%	19.2%	24.1%	20.0%
Upper	65	17.5%	19.4%	16.2%	21.2%	108	29.0%	43.2%	37.5%	50.7%
Unknown	0	0.0%	0.0%	0.0%	0.0%	28	7.5%	9.8%	7.6%	10.8%
Total	372	100.0%	100.0%	100.0%	100.0%	372	100.0%	100.0%	100.0%	100.0%
	SMALL BUSINESS									
	By Tract Income					By Revenue				
	#	Bank %	% \$(000s)	%	% \$(000s)	#	Bank %	% \$(000s)	%	% \$(000s)
Low	1	0.8%	2.0%	1.8%	1.6%					
Moderate	12	9.6%	14.8%	8.1%	10.5%					
Middle	102	81.6%	79.5%	74.3%	74.9%					
Upper	10	8.0%	3.7%	13.3%	12.6%					
Unknown	0	0.0%	0.0%	0.0%	0.0%					
Tract Unknown	0	0.0%	0.0%	2.5%	0.4%					
Total	125	100.0%	100.0%	100.0%	100.0%	125	100.0%	100.0%	100.0%	100.0%
	By Loan Size					By Revenue				
\$1 Million or Less	68	54.4%	28.1%	36.8%	45.1%					
\$100,000 or less	89	71.2%	27.0%	92.3%	37.4%					
\$100,001-\$250,000	25	20.0%	31.6%	4.9%	22.3%					
\$250,001-\$1 Million	11	8.8%	41.4%	2.8%	40.3%					
Total	125	100.0%	100.0%	100.0%	100.0%	125	100.0%	100.0%	100.0%	100.0%

Originations and Purchases

APPENDIX G
New York State – Limited Scope Assessment Areas
2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: NY Non-MSA Group B

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	Bank		Aggregate			Bank		Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	0	0.0%	0.0%	0.0%	0.0%	3	4.1%	3.1%	8.0%	4.4%
Moderate	1	1.4%	0.9%	1.7%	1.1%	30	40.5%	29.0%	26.6%	19.4%
Middle	68	91.9%	92.7%	84.6%	81.5%	16	21.6%	21.1%	26.7%	25.3%
Upper	5	6.8%	6.5%	13.6%	17.4%	20	27.0%	42.7%	31.6%	45.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	5	6.8%	4.1%	7.0%	5.9%
Total	74	100.0%	100.0%	100.0%	100.0%	74	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	0	0.0%	0.0%	0.0%	0.0%	5	6.3%	3.9%	3.9%	2.0%
Moderate	0	0.0%	0.0%	1.1%	0.7%	12	15.2%	9.7%	14.3%	9.8%
Middle	65	82.3%	74.6%	81.0%	77.6%	19	24.1%	22.0%	23.9%	20.5%
Upper	14	17.7%	25.4%	17.9%	21.7%	36	45.6%	55.7%	48.5%	56.7%
Unknown	0	0.0%	0.0%	0.0%	0.0%	7	8.9%	8.8%	9.3%	10.9%
Total	79	100.0%	100.0%	100.0%	100.0%	79	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	0	0.0%	0.0%	0.0%	0.0%	2	7.7%	2.6%	9.6%	3.6%
Moderate	1	3.8%	0.6%	2.0%	2.0%	6	23.1%	6.2%	22.1%	11.1%
Middle	20	76.9%	87.8%	82.2%	78.8%	9	34.6%	29.2%	27.8%	21.4%
Upper	5	19.2%	11.5%	15.8%	19.3%	9	34.6%	62.0%	38.9%	60.1%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	1.6%	3.8%
Total	26	100.0%	100.0%	100.0%	100.0%	26	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	2	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%	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%	0.0%	0.0%	10	5.5%	3.0%	6.6%	3.2%
Moderate	2	1.1%	0.4%	1.5%	0.9%	48	26.5%	15.9%	20.7%	14.0%
Middle	155	85.6%	85.4%	82.8%	79.9%	44	24.3%	18.9%	25.7%	22.3%
Upper	24	13.3%	14.2%	15.7%	19.2%	65	35.9%	43.4%	39.7%	50.5%
Unknown	0	0.0%	0.0%	0.0%	0.0%	14	7.7%	18.7%	7.3%	10.1%
Total	181	100.0%	100.0%	100.0%	100.0%	181	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	3	6.4%	2.9%	2.9%	5.0%	6.5%	6.5%	6.5%	6.5%	6.5%
Middle	42	89.4%	96.2%	81.1%	85.0%	85.0%	85.0%	85.0%	85.0%	85.0%
Upper	2	4.3%	0.9%	10.7%	8.0%	8.0%	8.0%	8.0%	8.0%	8.0%
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%	3.2%	0.4%	0.4%	0.4%	0.4%	0.4%	0.4%
Total	47	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%
By Revenue										
\$1 Million or Less	24	51.1%	30.7%	30.7%	28.7%	28.7%	28.7%	28.7%	28.7%	28.7%
By Loan Size										
\$100,000 or less	34	72.3%	24.5%	89.7%	30.1%	30.1%	30.1%	30.1%	30.1%	30.1%
\$100,001-\$250,000	7	14.9%	19.6%	5.9%	21.3%	21.3%	21.3%	21.3%	21.3%	21.3%
\$250,001-\$1 Million	6	12.8%	55.9%	4.4%	48.6%	48.6%	48.6%	48.6%	48.6%	48.6%
Total	47	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%

Originations and Purchases

Appendix G
New York State Limited Scope Assessment Areas
2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: NY Non-MSA Group C

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%	0.9%	0.3%
Moderate	1	5.0%	8.5%	3.1%	3.7%	3	15.0%	5.4%	13.7%	8.7%
Middle	13	65.0%	62.7%	63.8%	59.2%	6	30.0%	24.6%	24.1%	22.0%
Upper	6	30.0%	28.8%	33.1%	37.1%	8	40.0%	56.2%	51.7%	60.1%
Unknown	0	0.0%	0.0%	0.0%	0.0%	3	15.0%	13.9%	9.7%	8.9%
Total	20	100.0%	100.0%	100.0%	100.0%	20	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%	0.8%
Moderate	2	16.7%	13.3%	4.9%	5.4%	2	16.7%	8.5%	10.4%	7.2%
Middle	6	50.0%	57.1%	61.8%	58.5%	1	8.3%	10.8%	17.6%	13.3%
Upper	4	33.3%	29.6%	33.3%	36.1%	6	50.0%	47.6%	57.7%	66.3%
Unknown	0	0.0%	0.0%	0.0%	0.0%	3	25.0%	33.1%	12.3%	12.5%
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%	4.5%	1.4%
Moderate	1	33.3%	23.1%	4.5%	2.7%	0	0.0%	0.0%	12.1%	8.2%
Middle	2	66.7%	76.9%	63.6%	60.9%	1	33.3%	23.1%	21.2%	15.1%
Upper	0	0.0%	0.0%	31.8%	36.4%	1	33.3%	38.5%	57.6%	69.5%
Unknown	0	0.0%	0.0%	0.0%	0.0%	1	33.3%	38.5%	4.5%	5.8%
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%	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%	0.0%	0.0%	0	0.0%	0.0%	1.6%	0.6%
Moderate	4	11.4%	10.3%	4.0%	4.6%	5	14.3%	6.5%	12.0%	7.9%
Middle	21	60.0%	60.7%	62.9%	58.9%	8	22.9%	19.6%	20.8%	17.3%
Upper	10	28.6%	29.0%	33.1%	36.5%	15	42.9%	53.0%	54.9%	63.4%
Unknown	0	0.0%	0.0%	0.0%	0.0%	7	20.0%	20.9%	10.7%	10.8%
Total	35	100.0%	100.0%	100.0%	100.0%	35	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%	0.0%	
Moderate	0	0.0%	0.0%	0.0%	0.0%	0.0%		3.8%	2.1%	
Middle	6	85.7%	96.9%	62.9%	62.9%	96.9%		62.9%	80.9%	
Upper	1	14.3%	3.1%	25.7%	14.3%	3.1%		25.7%	14.7%	
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%	0.0%		7.6%	2.3%	
Total	7	100.0%	100.0%	100.0%	100.0%	100.0%		100.0%	100.0%	
	By Revenue									
\$1 Million or Less	5	71.4%	43.8%	30.3%	42.5%					
	By Loan Size									
\$100,000 or less	6	85.7%	57.9%	96.4%	45.0%					
\$100,001-\$250,000	1	14.3%	42.1%	1.6%	12.9%					
\$250,001-\$1 Million	0	0.0%	0.0%	2.0%	42.0%					
Total	7	100.0%	100.0%	100.0%	100.0%					

Originations and Purchases

APPENDIX G
New York State – Limited Scope Assessment Areas

2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: NY Non-MSA Group D

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	Bank		Aggregate			Bank		Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	3.6%	1.6%
Moderate	6	17.6%	10.4%	16.5%	12.5%	8	23.5%	16.5%	13.8%	9.5%
Middle	25	73.5%	77.3%	77.5%	80.1%	7	20.6%	15.6%	30.2%	27.2%
Upper	3	8.8%	12.3%	6.0%	7.4%	13	38.2%	56.6%	38.4%	46.3%
Unknown	0	0.0%	0.0%	0.0%	0.0%	6	17.6%	11.3%	14.1%	15.3%
Total	34	100.0%	100.0%	100.0%	100.0%	34	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%	1.2%
Moderate	4	17.4%	7.6%	10.7%	7.3%	4	17.4%	8.3%	12.6%	8.1%
Middle	17	73.9%	80.7%	84.9%	88.6%	4	17.4%	10.4%	18.9%	15.5%
Upper	2	8.7%	11.6%	4.4%	4.1%	12	52.2%	55.1%	44.6%	49.8%
Unknown	0	0.0%	0.0%	0.0%	0.0%	3	13.0%	26.2%	22.0%	25.4%
Total	23	100.0%	100.0%	100.0%	100.0%	23	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%	7.8%	2.9%
Moderate	0	0.0%	0.0%	8.7%	6.5%	0	0.0%	0.0%	14.7%	8.5%
Middle	0	0.0%	0.0%	89.2%	91.8%	0	0.0%	0.0%	32.5%	30.7%
Upper	0	0.0%	0.0%	2.2%	1.7%	0	0.0%	0.0%	42.0%	50.3%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	3.0%	7.5%
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%	0.0%	0.0%	0	0.0%	0.0%	3.3%	1.4%
Moderate	10	17.5%	9.5%	13.6%	9.3%	12	21.1%	13.8%	13.4%	8.1%
Middle	42	73.7%	78.5%	81.4%	85.3%	11	19.3%	13.9%	26.1%	20.5%
Upper	5	8.8%	12.1%	5.0%	5.4%	25	43.9%	56.1%	41.0%	43.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	9	15.8%	16.2%	16.2%	26.8%
Total	57	100.0%	100.0%	100.0%	100.0%	57	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%	
Moderate	9		47.4%		39.9%		22.4%		22.1%	
Middle	9		47.4%		56.5%		69.5%		74.4%	
Upper	1		5.3%		3.5%		3.8%		3.0%	
Unknown	0		0.0%		0.0%		0.0%		0.0%	
Tract Unknown	0		0.0%		0.0%		4.3%		0.4%	
Total	19		100.0%		100.0%		100.0%		100.0%	
By Revenue										
\$1 Million or Less	5		26.3%		7.8%		39.9%		36.0%	
By Loan Size										
\$100,000 or less	8		42.1%		12.4%		88.6%		32.5%	
\$100,001-\$250,000	8		42.1%		47.9%		6.9%		21.3%	
\$250,001-\$1 Million	3		15.8%		39.8%		4.5%		46.3%	
Total	19		100.0%		100.0%		100.0%		100.0%	

Originations and Purchases

APPENDIX G

State of Pennsylvania – Limited Scope Assessment Areas

**2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: MSA 39740**

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	Bank		Aggregate			Bank		Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	0	0.0%	0.0%	1.6%	0.8%	6	15.4%	7.6%	11.6%	6.3%
Moderate	4	10.3%	4.8%	9.6%	4.3%	14	35.9%	33.5%	29.2%	23.9%
Middle	27	69.2%	71.7%	68.2%	69.8%	6	15.4%	17.6%	25.2%	26.8%
Upper	8	20.5%	23.4%	20.6%	25.1%	10	25.6%	31.0%	26.3%	36.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	3	7.7%	10.3%	7.7%	7.0%
Total	39	100.0%	100.0%	100.0%	100.0%	39	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	1	1.2%	0.3%	0.6%	0.3%	6	7.0%	3.3%	4.9%	2.6%
Moderate	2	2.3%	1.1%	2.2%	1.0%	16	18.6%	12.9%	17.1%	12.6%
Middle	65	75.6%	80.4%	73.6%	73.0%	15	17.4%	15.4%	22.7%	20.5%
Upper	18	20.9%	18.3%	23.6%	25.6%	34	39.5%	49.0%	42.9%	51.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	15	17.4%	19.4%	12.4%	13.3%
Total	86	100.0%	100.0%	100.0%	100.0%	86	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	0	0.0%	0.0%	5.6%	1.0%	6	25.0%	14.6%	16.0%	4.5%
Moderate	4	16.7%	16.8%	9.9%	2.7%	7	29.2%	24.9%	23.0%	14.9%
Middle	17	70.8%	69.7%	67.4%	75.6%	5	20.8%	25.9%	23.0%	23.2%
Upper	3	12.5%	13.5%	17.0%	20.6%	6	25.0%	34.6%	34.9%	52.7%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	3.1%	4.6%
Total	24	100.0%	100.0%	100.0%	100.0%	24	100.0%	100.0%	100.0%	100.0%
Multi-Family										
Low	2	100.0%	100.0%	25.9%	19.9%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	18.5%	3.1%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	48.1%	13.3%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	7.4%	63.7%	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	3	2.0%	3.7%	1.3%	0.7%	18	11.9%	4.4%	7.9%	3.9%
Moderate	10	6.6%	2.2%	5.3%	2.2%	37	24.5%	18.0%	21.7%	16.5%
Middle	109	72.2%	75.2%	71.3%	71.4%	26	17.2%	15.5%	23.5%	22.5%
Upper	29	19.2%	19.0%	22.1%	25.7%	50	33.1%	42.4%	36.6%	45.3%
Unknown	0	0.0%	0.0%	0.0%	0.0%	20	13.2%	19.6%	10.4%	11.8%
Total	151	100.0%	100.0%	100.0%	100.0%	151	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
		Bank			Aggregate					
	#	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)			
Low	3	3.3%	1.9%	5.1%	8.6%					
Moderate	6	6.7%	10.6%	5.4%	6.7%					
Middle	75	83.3%	83.8%	65.5%	62.0%					
Upper	6	6.7%	3.7%	20.2%	22.1%					
Unknown	0	0.0%	0.0%	0.0%	0.0%					
Tract Unknown	0	0.0%	0.0%	3.7%	0.6%					
Total	90	100.0%	100.0%	100.0%	100.0%					
By Revenue										
\$1 Million or Less	60	66.7%	43.5%	36.0%	39.8%					
By Loan Size										
\$100,000 or less	65	72.2%	22.7%	88.7%	24.8%					
\$100,001-\$250,000	8	8.9%	14.3%	5.1%	16.6%					
\$250,001-\$1 Million	17	18.9%	63.0%	6.2%	58.6%					
Total	90	100.0%	100.0%	100.0%	100.0%					

Originations and Purchases

APPENDIX G

State of Pennsylvania – Limited Scope Assessment Areas

2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: MSA 29540

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	Bank		Aggregate			Bank		Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	1	2.6%	0.8%	1.1%	0.6%	0	0.0%	0.0%	10.4%	6.4%
Moderate	5	13.2%	10.5%	8.2%	5.0%	13	34.2%	24.8%	29.6%	24.5%
Middle	28	73.7%	77.2%	79.4%	79.3%	9	23.7%	23.9%	25.6%	26.0%
Upper	4	10.5%	11.5%	11.3%	15.2%	10	26.3%	41.5%	25.1%	34.1%
Unknown	0	0.0%	0.0%	0.0%	0.0%	6	15.8%	9.7%	9.3%	8.9%
Total	38	100.0%	100.0%	100.0%	100.0%	38	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	1	0.8%	0.5%	0.4%	0.3%	3	2.5%	1.7%	5.1%	3.0%
Moderate	7	5.9%	4.9%	3.3%	2.2%	25	21.2%	18.3%	19.0%	14.7%
Middle	86	72.9%	71.8%	81.9%	79.8%	35	29.7%	27.8%	27.0%	24.7%
Upper	24	20.3%	22.9%	14.3%	17.7%	44	37.3%	43.4%	36.3%	44.3%
Unknown	0	0.0%	0.0%	0.0%	0.0%	11	9.3%	8.9%	12.5%	13.3%
Total	118	100.0%	100.0%	100.0%	100.0%	118	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	0	0.0%	0.0%	1.1%	0.7%	3	15.8%	2.0%	9.0%	4.0%
Moderate	2	10.5%	28.4%	5.1%	3.2%	5	26.3%	2.5%	23.7%	18.8%
Middle	16	84.2%	71.3%	84.2%	83.1%	6	31.6%	23.6%	27.2%	26.0%
Upper	1	5.3%	0.3%	9.6%	13.0%	5	26.3%	72.0%	37.6%	47.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	2.5%	4.1%
Total	19	100.0%	100.0%	100.0%	100.0%	19	100.0%	100.0%	100.0%	100.0%
Multi-Family										
Low	0	0.0%	0.0%	4.9%	1.4%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	22.0%	22.4%	0	0.0%	0.0%	0.0%	0.0%
Middle	1	50.0%	44.3%	68.3%	48.4%	0	0.0%	0.0%	0.0%	0.0%
Upper	1	50.0%	55.7%	4.9%	27.8%	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	2	1.1%	0.5%	0.7%	0.4%	6	3.4%	1.2%	7.2%	4.2%
Moderate	14	7.9%	7.0%	5.1%	3.5%	43	24.3%	18.2%	22.9%	18.0%
Middle	131	74.0%	71.7%	81.2%	79.2%	50	28.2%	25.3%	26.5%	24.8%
Upper	30	16.9%	20.8%	13.0%	16.8%	59	33.3%	42.2%	32.4%	40.1%
Unknown	0	0.0%	0.0%	0.0%	0.0%	19	10.7%	13.1%	11.1%	12.9%
Total	177	100.0%	100.0%	100.0%	100.0%	177	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
		Bank			Aggregate					
		#	%	% \$(000s)	%	% \$(000s)		%	% \$(000s)	
Low		5	5.2%	6.0%	2.6%	3.4%				
Moderate		7	7.3%	1.4%	6.3%	6.6%				
Middle		64	66.7%	71.2%	76.2%	74.5%				
Upper		20	20.8%	21.5%	12.0%	15.1%				
Unknown		0	0.0%	0.0%	0.0%	0.0%				
Tract Unknown		0	0.0%	0.0%	2.8%	0.3%				
Total		96	100.0%	100.0%	100.0%	100.0%				
By Revenue										
\$1 Million or Less		55	57.3%	49.3%	36.7%	34.8%				
By Loan Size										
\$100,000 or less		53	55.2%	12.6%	85.3%	21.4%				
\$100,001-\$250,000		20	20.8%	18.1%	6.6%	16.5%				
\$250,001-\$1 Million		23	24.0%	69.3%	8.2%	62.1%				
Total		96	100.0%	100.0%	100.0%	100.0%				

Originations and Purchases

APPENDIX G

State of Pennsylvania – Limited Scope Assessment Areas

2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: MSA 44300

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	#	Bank %	% \$(000s)	%	Aggregate % \$(000s)	#	Bank %	% \$(000s)	%	Aggregate % \$(000s)
Home Purchase										
Low	0	0.0%	0.0%	0.5%	0.5%	0	0.0%	0.0%	6.7%	3.8%
Moderate	2	8.0%	3.5%	11.3%	7.7%	3	12.0%	12.1%	18.1%	13.1%
Middle	10	40.0%	33.7%	47.1%	42.3%	3	12.0%	10.5%	25.0%	22.2%
Upper	13	52.0%	62.8%	41.1%	49.4%	9	36.0%	42.0%	40.1%	48.4%
Unknown	0	0.0%	0.0%	0.1%	0.1%	10	40.0%	35.4%	10.2%	12.5%
Total	25	100.0%	100.0%	100.0%	100.0%	25	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	0	0.0%	0.0%	0.7%	0.7%	7	7.8%	3.8%	4.1%	2.1%
Moderate	10	11.1%	8.0%	10.6%	7.8%	12	13.3%	9.3%	13.3%	8.8%
Middle	36	40.0%	38.3%	39.8%	34.5%	14	15.6%	13.8%	21.4%	16.9%
Upper	44	48.9%	53.7%	48.9%	56.9%	54	60.0%	70.4%	50.1%	60.3%
Unknown	0	0.0%	0.0%	0.0%	0.1%	3	3.3%	2.7%	11.1%	11.9%
Total	90	100.0%	100.0%	100.0%	100.0%	90	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	0	0.0%	0.0%	0.8%	0.8%	2	13.3%	0.7%	10.2%	3.7%
Moderate	3	20.0%	0.9%	21.2%	14.1%	6	40.0%	1.3%	17.5%	9.8%
Middle	10	66.7%	98.4%	51.0%	54.1%	1	6.7%	0.2%	23.8%	20.7%
Upper	2	13.3%	0.7%	27.0%	31.0%	4	26.7%	2.3%	43.2%	49.5%
Unknown	0	0.0%	0.0%	0.0%	0.0%	2	13.3%	95.4%	5.2%	16.3%
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%	36.4%	22.9%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	18.2%	39.3%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	36.4%	33.4%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	9.1%	4.5%	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%	9	6.9%	2.8%	5.3%	2.7%
Moderate	15	11.5%	6.4%	11.6%	8.1%	21	16.2%	9.0%	15.0%	10.1%
Middle	56	43.1%	43.5%	42.7%	37.6%	18	13.8%	11.8%	22.6%	18.6%
Upper	59	45.4%	50.1%	45.0%	53.6%	67	51.5%	58.3%	46.6%	55.8%
Unknown	0	0.0%	0.0%	0.1%	0.1%	15	11.5%	18.1%	10.6%	12.9%
Total	130	100.0%	100.0%	100.0%	100.0%	130	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
		Bank	Aggregate		Aggregate					
	#	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)			
Low	1	2.1%	0.3%	6.8%	6.7%					
Moderate	1	2.1%	0.7%	10.5%	7.5%					
Middle	34	70.8%	78.1%	43.4%	44.5%					
Upper	12	25.0%	21.0%	37.1%	40.4%					
Unknown	0	0.0%	0.0%	0.0%	0.0%					
Tract Unknown	0	0.0%	0.0%	2.2%	0.8%					
Total	48	100.0%	100.0%	100.0%	100.0%					
By Revenue										
\$1 Million or Less	19	39.6%	18.4%	42.7%	48.2%					
By Loan Size										
\$100,000 or less	26	54.2%	10.7%	84.5%	21.6%					
\$100,001-\$250,000	6	12.5%	10.1%	7.1%	18.1%					
\$250,001-\$1 Million	16	33.3%	79.2%	8.4%	60.2%					
Total	48	100.0%	100.0%	100.0%	100.0%					

Originations and Purchases

APPENDIX G
State of Pennsylvania Limited Scope Assessment Areas

2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: MSA 48700

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	Bank		Aggregate			Bank		Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	0	0.0%	0.0%	0.0%	0.0%	2	8.0%	4.0%	6.4%	3.4%
Moderate	1	4.0%	2.0%	9.9%	5.7%	3	12.0%	7.9%	18.5%	12.8%
Middle	20	80.0%	81.2%	84.6%	87.3%	5	20.0%	17.0%	24.7%	21.9%
Upper	4	16.0%	16.8%	5.5%	7.0%	7	28.0%	32.0%	42.5%	54.5%
Unknown	0	0.0%	0.0%	0.0%	0.0%	8	32.0%	39.2%	7.9%	7.3%
Total	25	100.0%	100.0%	100.0%	100.0%	25	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	0	0.0%	0.0%	0.0%	0.0%	3	4.6%	2.0%	4.1%	2.2%
Moderate	2	3.1%	1.4%	5.7%	3.9%	6	9.2%	7.4%	14.1%	10.0%
Middle	57	87.7%	88.0%	88.9%	90.6%	15	23.1%	19.9%	23.8%	20.5%
Upper	6	9.2%	10.6%	5.3%	5.6%	33	50.8%	62.4%	48.2%	56.8%
Unknown	0	0.0%	0.0%	0.0%	0.0%	8	12.3%	8.3%	9.8%	10.5%
Total	65	100.0%	100.0%	100.0%	100.0%	65	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	0	0.0%	0.0%	0.0%	0.0%	5	27.8%	17.6%	8.4%	3.4%
Moderate	2	11.1%	7.8%	7.4%	4.8%	5	27.8%	25.5%	21.7%	13.9%
Middle	16	88.9%	92.2%	89.9%	93.1%	3	16.7%	13.7%	22.4%	17.8%
Upper	0	0.0%	0.0%	2.7%	2.1%	5	27.8%	43.1%	44.8%	61.6%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	2.7%	3.3%
Total	18	100.0%	100.0%	100.0%	100.0%	18	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%	45.5%	23.8%	0	0.0%	0.0%	0.0%	0.0%
Middle	2	100.0%	100.0%	54.5%	76.2%	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%	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%	0.0%	0.0%	10	9.1%	1.9%	5.4%	2.7%
Moderate	5	4.5%	1.2%	7.5%	5.0%	14	12.7%	5.5%	16.5%	11.2%
Middle	95	86.4%	90.2%	87.4%	89.1%	23	20.9%	13.6%	23.9%	20.5%
Upper	10	9.1%	8.7%	5.1%	5.9%	45	40.9%	38.6%	45.6%	55.1%
Unknown	0	0.0%	0.0%	0.0%	0.0%	18	16.4%	40.4%	8.6%	10.6%
Total	110	100.0%	100.0%	100.0%	100.0%	110	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	10	30.3%	12.5%	25.1%	30.3%	65.0%	4.3%	0.0%	0.4%	0.0%
Middle	22	66.7%	85.4%	68.0%	85.4%	68.0%	4.3%	0.0%	0.4%	0.0%
Upper	1	3.0%	2.1%	4.4%	2.1%	4.4%	2.1%	4.4%	2.1%	4.4%
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%	0.0%	0.0%	0.0%	0.0%	0.0%
Total	33	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%
By Revenue										
\$1 Million or Less	11	33.3%	21.5%	30.1%	31.8%	31.8%	31.8%	31.8%	31.8%	31.8%
By Loan Size										
\$100,000 or less	23	69.7%	23.7%	91.6%	31.2%	31.2%	31.2%	31.2%	31.2%	31.2%
\$100,001-\$250,000	5	15.2%	24.0%	3.9%	15.5%	15.5%	15.5%	15.5%	15.5%	15.5%
\$250,001-\$1 Million	5	15.2%	52.3%	4.5%	53.3%	53.3%	53.3%	53.3%	53.3%	53.3%
Total	33	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

2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: MSA 10900

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	Bank		Aggregate			Bank		Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	1	4.8%	2.9%	1.4%	0.8%	4	19.0%	3.6%	10.4%	5.6%
Moderate	11	52.4%	23.8%	19.6%	13.1%	8	38.1%	27.9%	25.7%	20.0%
Middle	4	19.0%	20.7%	47.9%	46.1%	3	14.3%	7.0%	25.2%	25.1%
Upper	5	23.8%	52.6%	31.1%	39.9%	5	23.8%	56.7%	29.6%	40.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	1	4.8%	4.7%	9.1%	9.2%
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%	0.5%	0.3%	3	6.5%	4.1%	5.2%	2.7%
Moderate	8	17.4%	15.0%	10.6%	7.1%	8	17.4%	11.1%	16.3%	11.8%
Middle	28	60.9%	52.8%	46.9%	43.0%	11	23.9%	21.6%	22.5%	19.9%
Upper	10	21.7%	32.2%	42.0%	49.6%	19	41.3%	54.6%	42.9%	51.8%
Unknown	0	0.0%	0.0%	0.0%	0.0%	5	10.9%	8.6%	13.0%	13.8%
Total	46	100.0%	100.0%	100.0%	100.0%	46	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	0	0.0%	0.0%	1.1%	0.4%	2	22.2%	9.5%	12.8%	5.5%
Moderate	4	44.4%	45.9%	17.2%	12.4%	1	11.1%	13.5%	21.3%	16.2%
Middle	3	33.3%	29.7%	54.5%	50.6%	3	33.3%	39.2%	27.5%	24.8%
Upper	2	22.2%	24.3%	27.2%	36.6%	3	33.3%	37.8%	37.1%	51.3%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	1.3%	2.3%
Total	9	100.0%	100.0%	100.0%	100.0%	9	100.0%	100.0%	100.0%	100.0%
Multi-Family										
Low	0	0.0%	0.0%	7.7%	50.6%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	48.7%	27.0%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	41.0%	22.4%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	2.6%	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	1	1.3%	1.0%	0.8%	0.9%	9	11.8%	4.0%	7.3%	3.7%
Moderate	23	30.3%	18.1%	13.9%	9.4%	17	22.4%	16.6%	19.6%	14.5%
Middle	35	46.1%	42.2%	47.7%	44.0%	17	22.4%	17.0%	23.6%	21.6%
Upper	17	22.4%	38.7%	37.6%	45.7%	27	35.5%	55.1%	38.3%	47.5%
Unknown	0	0.0%	0.0%	0.0%	0.0%	6	7.9%	7.3%	11.2%	12.7%
Total	76	100.0%	100.0%	100.0%	100.0%	76	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
		Bank			Aggregate					
	#	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	% \$(000s)
Low	2	2.2%		0.7%		2.9%		3.7%		
Moderate	16	17.2%		7.3%		14.9%		17.9%		
Middle	40	43.0%		38.5%		46.2%		44.6%		
Upper	35	37.6%		53.5%		34.0%		33.4%		
Unknown	0	0.0%		0.0%		0.0%		0.0%		
Tract Unknown	0	0.0%		0.0%		1.9%		0.4%		
Total	93		100.0%		100.0%		100.0%		100.0%	
By Revenue										
\$1 Million or Less	41		44.1%		17.3%		37.8%		39.9%	
By Loan Size										
\$100,000 or less	56		60.2%		17.0%		90.2%		29.9%	
\$100,001-\$250,000	17		18.3%		15.6%		4.9%		17.5%	
\$250,001-\$1 Million	20		21.5%		67.3%		4.9%		52.6%	
Total	93		100.0%		100.0%		100.0%		100.0%	

Originations and Purchases

APPENDIX G
State of Pennsylvania – Limited Scope Assessment Areas

2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: MSA 30140

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	Bank		Aggregate			Bank		Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	0	0.0%	0.0%	0.0%	0.0%	2	15.4%	13.0%	11.5%	6.6%
Moderate	1	7.7%	7.3%	11.5%	6.7%	3	23.1%	25.4%	27.2%	22.3%
Middle	11	84.6%	79.4%	64.4%	62.7%	4	30.8%	27.4%	26.2%	27.0%
Upper	1	7.7%	13.3%	24.0%	30.6%	3	23.1%	28.1%	29.0%	38.1%
Unknown	0	0.0%	0.0%	0.0%	0.0%	1	7.7%	6.1%	6.2%	6.0%
Total	13	100.0%	100.0%	100.0%	100.0%	13	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	0	0.0%	0.0%	0.0%	0.0%	1	2.2%	1.3%	4.7%	2.7%
Moderate	3	6.5%	2.8%	5.3%	2.9%	17	37.0%	32.6%	18.4%	14.5%
Middle	30	65.2%	64.0%	66.9%	63.4%	8	17.4%	14.6%	26.5%	24.4%
Upper	13	28.3%	33.2%	27.8%	33.7%	16	34.8%	42.5%	37.9%	44.1%
Unknown	0	0.0%	0.0%	0.0%	0.0%	4	8.7%	9.1%	12.4%	14.3%
Total	46	100.0%	100.0%	100.0%	100.0%	46	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	0	0.0%	0.0%	0.0%	0.0%	5	50.0%	7.6%	8.5%	3.2%
Moderate	0	0.0%	0.0%	6.8%	5.4%	2	20.0%	4.1%	20.0%	12.1%
Middle	9	90.0%	97.8%	69.5%	69.1%	3	30.0%	88.3%	30.8%	28.0%
Upper	1	10.0%	2.2%	23.7%	25.5%	0	0.0%	0.0%	37.3%	49.8%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	3.4%	6.8%
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%	22.2%	73.2%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	77.8%	26.8%	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	11.6%	4.1%	7.2%	4.0%
Moderate	4	5.8%	3.7%	7.5%	5.5%	22	31.9%	29.9%	21.4%	16.9%
Middle	50	72.5%	68.7%	66.2%	62.8%	15	21.7%	20.3%	26.6%	25.0%
Upper	15	21.7%	27.6%	26.3%	31.8%	19	27.5%	37.7%	34.9%	41.4%
Unknown	0	0.0%	0.0%	0.0%	0.0%	5	7.2%	8.1%	10.0%	12.5%
Total	69	100.0%	100.0%	100.0%	100.0%	69	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
		Bank			Aggregate					
	#	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	% \$(000s)
Low	0		0.0%		0.0%		0.0%		0.0%	0.0%
Moderate	3		18.8%		22.3%		9.6%		11.2%	11.2%
Middle	8		50.0%		7.0%		70.8%		69.6%	69.6%
Upper	5		31.3%		70.7%		15.1%		18.8%	18.8%
Unknown	0		0.0%		0.0%		0.0%		0.0%	0.0%
Tract Unknown	0		0.0%		0.0%		4.5%		0.5%	0.5%
Total	16		100.0%		100.0%		100.0%		100.0%	100.0%
By Revenue										
\$1 Million or Less	7		43.8%		6.2%		34.7%		37.1%	37.1%
By Loan Size										
\$100,000 or less	10		62.5%		8.7%		87.2%		23.5%	23.5%
\$100,001-\$250,000	2		12.5%		11.4%		6.3%		19.0%	19.0%
\$250,001-\$1 Million	4		25.0%		79.9%		6.5%		57.5%	57.5%
Total	16		100.0%		100.0%		100.0%		100.0%	100.0%

Originations and Purchases

APPENDIX G
State of Pennsylvania – Limited Scope Assessment Areas

2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: PA Non-MSA Group B

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	Bank		Aggregate			Bank		Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	0	0.0%	0.0%	0.0%	0.0%	1	20.0%	8.5%	2.2%	1.1%
Moderate	0	0.0%	0.0%	0.0%	0.0%	1	20.0%	11.8%	15.3%	10.9%
Middle	2	40.0%	25.7%	47.3%	44.5%	2	40.0%	36.6%	24.9%	23.0%
Upper	3	60.0%	74.3%	52.7%	55.5%	1	20.0%	43.1%	49.0%	56.6%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	8.7%	8.4%
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%	0.0%	0.0%	1	7.1%	4.2%	8.8%	5.9%
Middle	7	50.0%	50.4%	39.5%	38.4%	4	28.6%	23.2%	18.3%	15.8%
Upper	7	50.0%	49.6%	60.5%	61.6%	7	50.0%	53.5%	58.0%	63.3%
Unknown	0	0.0%	0.0%	0.0%	0.0%	2	14.3%	19.1%	12.3%	13.5%
Total	14	100.0%	100.0%	100.0%	100.0%	14	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	0	0.0%	0.0%	0.0%	0.0%	2	66.7%	19.4%	5.5%	1.8%
Moderate	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	12.7%	9.7%
Middle	0	0.0%	0.0%	33.8%	33.5%	0	0.0%	0.0%	19.8%	18.1%
Upper	3	100.0%	100.0%	66.2%	66.5%	1	33.3%	80.6%	58.6%	63.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	3.4%	7.3%
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%	66.7%	24.3%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	33.3%	75.7%	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%	3	13.6%	3.0%	2.5%	1.3%
Moderate	0	0.0%	0.0%	0.0%	0.0%	2	9.1%	6.6%	11.1%	7.7%
Middle	9	40.9%	41.8%	41.8%	40.3%	6	27.3%	27.3%	20.5%	18.2%
Upper	13	59.1%	58.2%	58.2%	59.7%	9	40.9%	50.4%	55.1%	60.9%
Unknown	0	0.0%	0.0%	0.0%	0.0%	2	9.1%	12.7%	10.8%	11.9%
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%	0.0%	0.0%			
Middle	3	33.3%	23.8%	31.3%	33.7%					
Upper	6	66.7%	76.2%	59.4%	64.3%					
Unknown	0	0.0%	0.0%	0.0%	0.0%					
Tract Unknown	0	0.0%	0.0%	9.3%	2.0%					
Total	9	100.0%	100.0%	100.0%	100.0%					
By Revenue										
\$1 Million or Less	6	66.7%	49.0%	34.8%	42.6%					
By Loan Size										
\$100,000 or less	6	66.7%	28.5%	93.1%	43.2%					
\$100,001-\$250,000	2	22.2%	42.9%	4.1%	19.2%					
\$250,001-\$1 Million	1	11.1%	28.6%	2.8%	37.6%					
Total	9	100.0%	100.0%	100.0%	100.0%					

Originations and Purchases

APPENDIX G

State of Pennsylvania – Limited Scope Assessment Areas

2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: PA Non-MSA Group C

Income Categories	HMDA										
	By Tract Income					By Borrower Income					
	Bank		Aggregate			Bank		Aggregate			
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)	
Home Purchase											
Low	0	0.0%	0.0%	0.0%	0.0%	8	6.5%	3.1%	4.6%	2.6%	
Moderate	5	4.0%	3.3%	4.7%	4.0%	28	22.6%	16.2%	20.3%	14.8%	
Middle	86	69.4%	67.1%	59.0%	55.4%	30	24.2%	23.9%	27.2%	25.3%	
Upper	33	26.6%	29.6%	36.3%	40.6%	47	37.9%	47.0%	40.1%	49.4%	
Unknown	0	0.0%	0.0%	0.0%	0.0%	11	8.9%	9.8%	7.8%	7.9%	
Total	124	100.0%	100.0%	100.0%	100.0%	124	100.0%	100.0%	100.0%	100.0%	
Refinance											
Low	0	0.0%	0.0%	0.0%	0.0%	14	6.2%	3.7%	3.1%	1.6%	
Moderate	12	5.3%	5.2%	2.5%	2.4%	29	12.9%	9.5%	13.3%	9.3%	
Middle	130	57.8%	55.4%	57.9%	53.2%	57	25.3%	22.1%	22.2%	18.8%	
Upper	83	36.9%	39.4%	39.6%	44.4%	107	47.6%	57.3%	49.0%	55.8%	
Unknown	0	0.0%	0.0%	0.0%	0.0%	18	8.0%	7.4%	12.4%	14.5%	
Total	225	100.0%	100.0%	100.0%	100.0%	225	100.0%	100.0%	100.0%	100.0%	
Home Improvement											
Low	0	0.0%	0.0%	0.0%	0.0%	15	21.7%	5.4%	10.3%	4.4%	
Moderate	7	10.1%	13.8%	3.8%	3.1%	16	23.2%	6.4%	16.0%	9.9%	
Middle	43	62.3%	45.6%	66.2%	63.6%	17	24.6%	24.4%	26.9%	23.5%	
Upper	19	27.5%	40.6%	29.9%	33.3%	19	27.5%	42.0%	44.9%	56.9%	
Unknown	0	0.0%	0.0%	0.0%	0.0%	2	2.9%	21.9%	2.0%	5.4%	
Total	69	100.0%	100.0%	100.0%	100.0%	69	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%	10.0%	8.8%	0	0.0%	0.0%	0.0%	0.0%	
Middle	1	100.0%	100.0%	60.0%	33.4%	0	0.0%	0.0%	0.0%	0.0%	
Upper	0	0.0%	0.0%	30.0%	57.9%	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%	37	8.8%	3.6%	4.1%	2.0%	
Moderate	24	5.7%	4.7%	3.2%	2.9%	73	17.4%	11.8%	15.5%	10.9%	
Middle	260	62.1%	59.5%	58.9%	54.1%	104	24.8%	22.8%	23.9%	20.8%	
Upper	135	32.2%	35.9%	37.9%	43.0%	173	41.3%	53.2%	46.1%	53.8%	
Unknown	0	0.0%	0.0%	0.0%	0.0%	32	7.6%	8.6%	10.4%	12.5%	
Total	419	100.0%	100.0%	100.0%	100.0%	419	100.0%	100.0%	100.0%	100.0%	
SMALL BUSINESS											
By Tract Income											
		Bank		Aggregate					Aggregate		
		#	%	% \$(000s)	%	% \$(000s)			%	% \$(000s)	
Low		0	0.0%	0.0%	0.0%	0.0%		0.0%	0.0%	0.0%	
Moderate		3	2.0%		3.2%			3.9%		5.4%	
Middle		103	68.2%		64.3%			61.6%		63.6%	
Upper		45	29.8%		32.6%			31.9%		30.7%	
Unknown		0	0.0%		0.0%			0.0%		0.0%	
Tract Unknown		0	0.0%		0.0%			2.6%		0.3%	
Total		151	100.0%		100.0%			100.0%		100.0%	
By Revenue											
\$1 Million or Less		96	63.6%		46.8%			43.5%		50.3%	
By Loan Size											
\$100,000 or less		91	60.3%		20.9%			87.3%		27.5%	
\$100,001-\$250,000		41	27.2%		34.2%			7.0%		21.3%	
\$250,001-\$1 Million		19	12.6%		44.9%			5.7%		51.2%	
Total		151	100.0%		100.0%			100.0%		100.0%	

Originations and Purchases

APPENDIX G
State of Pennsylvania – Limited Scope Assessment Areas
2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: PA 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%	2	18.2%	8.2%	12.4%	7.1%
Moderate	2	18.2%	19.0%	14.3%	12.8%	2	18.2%	15.3%	22.6%	16.9%
Middle	9	81.8%	81.0%	75.1%	72.1%	5	45.5%	47.5%	25.2%	24.0%
Upper	0	0.0%	0.0%	10.6%	15.0%	2	18.2%	29.0%	32.4%	44.7%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	7.3%	7.3%
Total	11	100.0%	100.0%	100.0%	100.0%	11	100.0%	100.0%	100.0%	100.0%
	Refinance									
Low	0	0.0%	0.0%	0.0%	0.0%	1	4.8%	1.9%	6.4%	3.4%
Moderate	0	0.0%	0.0%	10.8%	8.1%	2	9.5%	7.2%	19.2%	12.8%
Middle	21	100.0%	100.0%	80.2%	79.0%	2	9.5%	10.3%	23.5%	20.4%
Upper	0	0.0%	0.0%	9.1%	12.9%	12	57.1%	67.3%	42.2%	53.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	4	19.0%	13.3%	8.7%	10.2%
Total	21	100.0%	100.0%	100.0%	100.0%	21	100.0%	100.0%	100.0%	100.0%
	Home Improvement									
Low	0	0.0%	0.0%	0.0%	0.0%	5	21.7%	15.7%	14.0%	5.6%
Moderate	1	4.3%	5.7%	12.7%	14.3%	12	52.2%	47.9%	23.6%	18.4%
Middle	22	95.7%	94.3%	83.7%	80.9%	3	13.0%	20.7%	23.1%	23.7%
Upper	0	0.0%	0.0%	3.6%	4.8%	3	13.0%	15.7%	37.4%	50.6%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	1.9%	1.7%
Total	23	100.0%	100.0%	100.0%	100.0%	23	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%	30.0%	72.1%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	70.0%	27.9%	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	14.5%	4.4%	9.6%	4.8%
Moderate	3	5.5%	6.5%	12.3%	11.0%	16	29.1%	11.3%	21.0%	14.4%
Middle	52	94.5%	93.5%	79.1%	76.0%	10	18.2%	23.0%	23.9%	21.7%
Upper	0	0.0%	0.0%	8.6%	13.1%	17	30.9%	52.8%	38.0%	49.3%
Unknown	0	0.0%	0.0%	0.0%	0.0%	4	7.3%	8.5%	7.4%	9.7%
Total	55	100.0%	100.0%	100.0%	100.0%	55	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	7	22.6%	22.7%	22.7%	22.7%	17.3%	17.1%	17.1%	17.1%	
Middle	24	77.4%	77.3%	77.3%	77.3%	73.6%	77.1%	77.1%	77.1%	
Upper	0	0.0%	0.0%	0.0%	0.0%	6.3%	5.4%	5.4%	5.4%	
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%	2.8%	0.4%	0.4%	0.4%	
Total	31	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	
	By Revenue									
\$1 Million or Less	10	32.3%	10.3%	51.5%	49.6%					
	By Loan Size									
\$100,000 or less	19	61.3%	16.2%	88.0%	36.0%					
\$100,001-\$250,000	4	12.9%	14.4%	7.6%	23.7%					
\$250,001-\$1 Million	8	25.8%	69.4%	4.4%	40.3%					
Total	31	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

2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: MSA 20100

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%	8.7%	4.7%
Moderate	0	0.0%	0.0%	3.5%	2.6%	0	0.0%	0.0%	26.8%	21.9%
Middle	9	100.0%	100.0%	86.1%	86.9%	2	22.2%	23.2%	29.9%	31.1%
Upper	0	0.0%	0.0%	10.3%	10.5%	3	33.3%	42.1%	23.5%	31.4%
Unknown	0	0.0%	0.0%	0.0%	0.0%	4	44.4%	34.7%	11.1%	10.8%
Total	9	100.0%	100.0%	100.0%	100.0%	9	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	0	0.0%	0.0%	0.0%	0.0%	4	25.0%	16.9%	4.0%	2.3%
Moderate	0	0.0%	0.0%	2.8%	1.9%	0	0.0%	0.0%	13.0%	9.6%
Middle	13	81.3%	79.9%	84.2%	85.8%	5	31.3%	24.3%	18.6%	17.1%
Upper	3	18.8%	20.1%	13.0%	12.3%	4	25.0%	34.2%	31.8%	34.7%
Unknown	0	0.0%	0.0%	0.0%	0.0%	3	18.8%	24.5%	32.6%	36.4%
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%	2	11.8%	5.0%	12.9%	5.1%
Moderate	2	11.8%	7.5%	2.9%	2.3%	4	23.5%	48.8%	20.7%	15.6%
Middle	13	76.5%	87.6%	83.8%	82.2%	6	35.3%	22.4%	23.2%	26.1%
Upper	2	11.8%	5.0%	13.3%	15.6%	4	23.5%	22.4%	37.8%	46.6%
Unknown	0	0.0%	0.0%	0.0%	0.0%	1	5.9%	1.5%	5.4%	6.6%
Total	17	100.0%	100.0%	100.0%	100.0%	17	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%	12.5%	41.4%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	75.0%	57.8%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	12.5%	0.9%	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%	6	14.0%	1.9%	6.5%	3.2%
Moderate	3	7.0%	77.5%	3.1%	3.7%	4	9.3%	0.5%	19.3%	14.4%
Middle	35	81.4%	20.2%	85.0%	85.2%	13	30.2%	5.4%	23.7%	22.4%
Upper	5	11.6%	2.3%	11.9%	11.1%	11	25.6%	8.4%	28.4%	32.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	9	20.9%	83.8%	22.2%	27.7%
Total	43	100.0%	100.0%	100.0%	100.0%	43	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	5	13.2%	6.6%	6.6%	5.2%	8.5%				
Middle	28	73.7%	48.4%	76.6%	74.3%					
Upper	5	13.2%	45.0%	14.3%	15.9%					
Unknown	0	0.0%	0.0%	0.0%	0.0%					
Tract Unknown	0	0.0%	0.0%	3.9%	1.2%					
Total	38	100.0%	100.0%	100.0%	100.0%					
By Revenue										
\$1 Million or Less	19	50.0%	20.4%	41.1%	44.2%					
By Loan Size										
\$100,000 or less	30	78.9%	34.1%	94.2%	39.9%					
\$100,001-\$250,000	6	15.8%	30.8%	2.8%	15.7%					
\$250,001-\$1 Million	2	5.3%	35.1%	3.0%	44.5%					
Total	38	100.0%	100.0%	100.0%	100.0%					

Originations and Purchases

State of Maryland – Limited Scope Assessment Areas

APPENDIX G

2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: MSA 25180

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	#	Bank %	Bank % \$(000s)	Aggregate %	Aggregate % \$(000s)	#	Bank %	Bank % \$(000s)	Aggregate %	Aggregate % \$(000s)
Home Purchase										
Low	0	0.0%	0.0%	0.5%	0.2%	4	12.9%	6.4%	8.5%	4.4%
Moderate	4	12.9%	8.9%	11.5%	7.4%	5	16.1%	12.4%	22.9%	17.0%
Middle	12	38.7%	37.7%	52.3%	55.1%	9	29.0%	30.4%	24.0%	24.1%
Upper	15	48.4%	53.4%	35.7%	37.3%	5	16.1%	31.1%	33.1%	43.9%
Unknown	0	0.0%	0.0%	0.0%	0.0%	8	25.8%	19.7%	11.5%	10.6%
Total	31	100.0%	100.0%	100.0%	100.0%	31	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	0	0.0%	0.0%	0.1%	0.1%	9	7.7%	5.1%	4.4%	2.5%
Moderate	7	6.0%	4.9%	5.1%	3.6%	32	27.4%	21.5%	13.7%	9.9%
Middle	73	62.4%	62.0%	54.4%	51.8%	28	23.9%	20.1%	22.4%	19.8%
Upper	37	31.6%	33.2%	40.3%	44.4%	45	38.5%	50.6%	38.7%	46.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	3	2.6%	2.7%	20.8%	21.8%
Total	117	100.0%	100.0%	100.0%	100.0%	117	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	0	0.0%	0.0%	0.0%	0.0%	8	28.6%	21.4%	13.1%	5.9%
Moderate	4	14.3%	8.9%	8.0%	5.8%	9	32.1%	21.4%	23.9%	10.6%
Middle	14	50.0%	55.7%	56.3%	53.5%	6	21.4%	16.7%	25.8%	27.0%
Upper	10	35.7%	35.4%	35.7%	40.7%	4	14.3%	27.6%	32.9%	48.6%
Unknown	0	0.0%	0.0%	0.0%	0.0%	1	3.6%	13.0%	4.2%	7.9%
Total	28	100.0%	100.0%	100.0%	100.0%	28	100.0%	100.0%	100.0%	100.0%
Multi-Family										
Low	0	0.0%	0.0%	9.1%	0.7%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	45.5%	1.0%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	36.4%	98.3%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	9.1%	0.1%	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%	0.2%	21	11.9%	5.5%	6.2%	2.9%
Moderate	15	8.5%	5.7%	7.5%	4.6%	46	26.1%	19.6%	17.3%	11.1%
Middle	99	56.3%	57.0%	53.8%	57.4%	43	24.4%	22.2%	23.1%	19.3%
Upper	62	35.2%	37.3%	38.4%	37.8%	54	30.7%	46.4%	36.4%	40.9%
Unknown	0	0.0%	0.0%	0.0%	0.0%	12	6.8%	6.3%	17.1%	25.8%
Total	176	100.0%	100.0%	100.0%	100.0%	176	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
	#	Bank %	Bank % \$(000s)	Aggregate %	Aggregate % \$(000s)					
Low	2	3.2%	0.7%	4.8%	3.9%					
Moderate	11	17.5%	13.0%	15.1%	18.9%					
Middle	35	55.6%	43.4%	49.5%	50.1%					
Upper	15	23.8%	43.0%	29.0%	26.6%					
Unknown	0	0.0%	0.0%	0.0%	0.0%					
Tract Unknown	0	0.0%	0.0%	1.6%	0.5%					
Total	63	100.0%	100.0%	100.0%	100.0%					
By Revenue										
\$1 Million or Less	34	54.0%	30.1%	36.8%	37.9%					
By Loan Size										
\$100,000 or less	44	69.8%	23.4%	87.8%	26.5%					
\$100,001-\$250,000	9	14.3%	16.8%	5.4%	14.8%					
\$250,001-\$1 Million	10	15.9%	59.8%	6.8%	58.7%					
Total	63	100.0%	100.0%	100.0%	100.0%					

Originations and Purchases

State of Maryland – Limited Scope Assessment Areas

APPENDIX G

2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: MSA 41540

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	Bank		Aggregate			Bank		Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	0	0.0%	0.0%	0.1%	0.0%	0	0.0%	0.0%	8.1%	4.9%
Moderate	1	11.1%	7.0%	9.3%	6.2%	5	55.6%	38.8%	27.2%	23.1%
Middle	8	88.9%	93.0%	68.6%	68.2%	1	11.1%	6.4%	26.9%	27.0%
Upper	0	0.0%	0.0%	22.0%	25.6%	2	22.2%	41.2%	27.5%	35.3%
Unknown	0	0.0%	0.0%	0.0%	0.0%	1	11.1%	13.6%	10.3%	9.7%
<i>Total</i>	9	100.0%	100.0%	100.0%	100.0%	9	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	0	0.0%	0.0%	0.0%	0.0%	3	8.1%	4.0%	4.9%	3.1%
Moderate	1	2.7%	1.2%	6.2%	4.8%	9	24.3%	19.9%	15.0%	11.3%
Middle	24	64.9%	70.9%	64.6%	62.3%	6	16.2%	12.3%	22.4%	19.9%
Upper	12	32.4%	27.9%	29.2%	32.9%	15	40.5%	56.0%	35.9%	43.9%
Unknown	0	0.0%	0.0%	0.0%	0.0%	4	10.8%	7.7%	21.9%	21.9%
<i>Total</i>	37	100.0%	100.0%	100.0%	100.0%	37	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	0	0.0%	0.0%	0.0%	0.0%	1	11.1%	3.0%	9.0%	1.5%
Moderate	2	22.2%	7.9%	8.1%	8.3%	1	11.1%	14.9%	16.2%	12.1%
Middle	5	55.6%	64.4%	64.0%	59.2%	2	22.2%	25.7%	27.9%	28.1%
Upper	2	22.2%	27.7%	27.9%	32.5%	5	55.6%	56.4%	37.8%	45.6%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	9.0%	12.7%
<i>Total</i>	9	100.0%	100.0%	100.0%	100.0%	9	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%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	100.0%	100.0%	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>	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	7.3%	3.2%	6.3%	3.7%
Moderate	4	7.3%	2.6%	7.4%	5.4%	15	27.3%	23.8%	19.8%	15.8%
Middle	37	67.3%	75.4%	66.2%	64.4%	9	16.4%	11.3%	24.4%	22.7%
Upper	14	25.5%	22.0%	26.4%	30.2%	22	40.0%	52.9%	32.7%	40.7%
Unknown	0	0.0%	0.0%	0.0%	0.0%	5	9.1%	8.8%	16.9%	17.2%
<i>Total</i>	55	100.0%	100.0%	100.0%	100.0%	55	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
		Bank			Aggregate					
	#	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	%	% \$(000s)	% \$(000s)
Low	0		0.0%		0.0%		1.5%		1.6%	
Moderate	4		14.3%		3.7%		10.2%		8.9%	
Middle	15		53.6%		62.5%		62.1%		57.3%	
Upper	9		32.1%		33.7%		24.4%		31.6%	
Unknown	0		0.0%		0.0%		0.0%		0.0%	
Tract Unknown	0		0.0%		0.0%		1.8%		0.6%	
<i>Total</i>	28		100.0%		100.0%		100.0%		100.0%	
By Revenue										
\$1 Million or Less	12		42.9%		36.0%		51.2%		62.6%	
By Loan Size										
\$100,000 or less	14		50.0%		10.4%		84.6%		25.6%	
\$100,001-\$250,000	8		28.6%		28.2%		8.4%		21.1%	
\$250,001-\$1 Million	6		21.4%		61.4%		7.1%		53.3%	
<i>Total</i>	28		100.0%		100.0%		100.0%		100.0%	

Originations and Purchases

State of Maryland - Limited Scope Assessment Areas
APPENDIX G

2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: MD Non-MSA Group A

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	#	Bank		Aggregate		#	Bank		Aggregate	
	%	% \$(000s)	%	% \$(000s)	%	%	% \$(000s)	%	% \$(000s)	
Home Purchase										
Low	0	0.0%	0.0%	1.4%	1.0%	2	33.3%	11.3%	8.7%	4.2%
Moderate	2	33.3%	11.1%	16.8%	12.1%	1	16.7%	12.9%	27.8%	19.9%
Middle	4	66.7%	88.9%	69.5%	64.7%	0	0.0%	0.0%	22.1%	19.4%
Upper	0	0.0%	0.0%	12.2%	22.1%	1	16.7%	61.3%	33.2%	48.0%
Unknown	0	0.0%	0.0%	0.2%	0.1%	2	33.3%	14.6%	8.1%	8.5%
<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>
Refinance										
Low	1	4.3%	2.2%	0.6%	0.4%	3	13.0%	6.2%	5.7%	2.8%
Moderate	4	17.4%	10.7%	13.1%	10.3%	3	13.0%	10.1%	13.0%	8.2%
Middle	14	60.9%	55.9%	66.4%	61.5%	3	13.0%	9.4%	19.3%	15.5%
Upper	4	17.4%	31.1%	19.8%	27.8%	11	47.8%	63.3%	43.9%	58.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	3	13.0%	11.0%	18.0%	15.4%
<i>Total</i>	<i>23</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>23</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%	1.7%	1.8%	2	66.7%	87.5%	18.8%	4.6%
Moderate	1	33.3%	43.8%	13.7%	15.1%	0	0.0%	0.0%	18.8%	11.5%
Middle	2	66.7%	56.3%	66.7%	53.4%	0	0.0%	0.0%	20.5%	17.4%
Upper	0	0.0%	0.0%	17.9%	29.7%	1	33.3%	12.5%	35.0%	54.5%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	6.8%	11.8%
<i>Total</i>	<i>3</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>3</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%	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%
<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	1	3.1%	1.8%	0.9%	0.6%	7	21.9%	7.5%	7.0%	3.2%
Moderate	7	21.9%	10.9%	14.2%	10.8%	4	12.5%	10.6%	17.5%	11.5%
Middle	20	62.5%	62.7%	67.3%	62.4%	3	9.4%	7.5%	20.2%	16.6%
Upper	4	12.5%	24.7%	17.6%	26.2%	13	40.6%	62.7%	40.5%	55.0%
Unknown	0	0.0%	0.0%	0.1%	0.0%	5	15.6%	11.7%	14.9%	13.7%
<i>Total</i>	<i>32</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>32</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
SMALL BUSINESS										
By Tract Income										
	#	Bank		Aggregate			Bank		Aggregate	
		%	% \$(000s)	%	% \$(000s)		%	% \$(000s)	%	% \$(000s)
Low	0		0.0%		0.0%			1.0%		0.9%
Moderate	3		50.0%		60.1%			20.9%		23.3%
Middle	2		33.3%		36.1%			61.9%		64.8%
Upper	1		16.7%		3.8%			11.9%		10.0%
Unknown	0		0.0%		0.0%			0.0%		0.0%
Tract Unknown	0		0.0%		0.0%			4.3%		1.0%
<i>Total</i>	<i>6</i>		<i>100.0%</i>		<i>100.0%</i>			<i>100.0%</i>		<i>100.0%</i>
By Revenue										
\$1 Million or Less	5		83.3%		88.0%			33.8%		49.9%
By Loan Size										
\$100,000 or less	6		100.0%		100.0%			93.8%		40.1%
\$100,001-\$250,000	0		0.0%		0.0%			3.5%		19.1%
\$250,001-\$1 Million	0		0.0%		0.0%			2.7%		40.8%
<i>Total</i>	<i>6</i>		<i>100.0%</i>		<i>100.0%</i>			<i>100.0%</i>		<i>100.0%</i>

Originations and Purchases

State of Maryland - Limited Scope Assessment Areas

2010 Aggregate Comparison Loan Distribution Table
Assessment Area/Group: MD Non-MSA Group B

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	#	%	Bank % \$(000s)	Aggregate %	Aggregate % \$(000s)	#	%	Bank % \$(000s)	Aggregate %	Aggregate % \$(000s)
Home Purchase										
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	2.1%	0.9%
Moderate	0	0.0%	0.0%	0.0%	0.0%	1	20.0%	26.6%	11.7%	8.2%
Middle	1	20.0%	12.1%	49.5%	47.6%	1	20.0%	22.6%	30.0%	26.5%
Upper	4	80.0%	87.9%	50.5%	52.4%	2	40.0%	30.3%	43.3%	51.6%
Unknown	0	0.0%	0.0%	0.0%	0.0%	1	20.0%	20.5%	12.8%	12.9%
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%	1	8.3%	4.3%	2.2%	1.2%
Moderate	0	0.0%	0.0%	0.2%	0.2%	0	0.0%	0.0%	7.1%	5.0%
Middle	1	8.3%	7.6%	33.8%	33.0%	3	25.0%	18.2%	15.6%	13.5%
Upper	11	91.7%	92.4%	66.0%	66.7%	6	50.0%	64.2%	53.0%	56.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	2	16.7%	13.3%	22.2%	24.2%
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%	5.1%	1.7%
Moderate	0	0.0%	0.0%	0.5%	0.0%	0	0.0%	0.0%	9.7%	4.8%
Middle	0	0.0%	0.0%	36.9%	22.7%	2	33.3%	5.0%	21.0%	18.7%
Upper	6	100.0%	100.0%	62.6%	77.3%	3	50.0%	64.0%	61.0%	67.9%
Unknown	0	0.0%	0.0%	0.0%	0.0%	1	16.7%	31.0%	3.1%	6.9%
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%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	33.3%	86.6%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	66.7%	13.4%	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%	1	4.3%	3.0%	2.3%	1.1%
Moderate	0	0.0%	0.0%	0.1%	0.1%	1	4.3%	5.5%	8.8%	6.2%
Middle	2	8.7%	7.7%	39.4%	38.5%	6	26.1%	17.7%	20.8%	18.5%
Upper	21	91.3%	92.3%	60.5%	61.3%	11	47.8%	57.2%	49.8%	54.5%
Unknown	0	0.0%	0.0%	0.0%	0.0%	4	17.4%	16.7%	18.3%	19.7%
Total	23	100.0%	100.0%	100.0%	100.0%	23	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%	0.6%	0.1%			
Middle	1	9.1%	52.8%	25.9%	73.7%					
Upper	10	90.9%	47.2%	69.1%	0.0%					
Unknown	0	0.0%	0.0%	4.5%	0.5%					
Tract Unknown	0	0.0%	0.0%	0.0%	0.0%					
Total	11	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%			
By Revenue										
\$1 Million or Less	5	45.5%	23.2%	35.4%	45.7%					
By Loan Size										
\$100,000 or less	8	72.7%	26.2%	87.8%	25.2%					
\$100,001-\$250,000	2	18.2%	21.0%	5.7%	15.2%					
\$250,001-\$1 Million	1	9.1%	52.8%	6.4%	59.6%					
Total	11	100.0%	100.0%	100.0%	100.0%					

Originations and Purchases

APPENDIX G

2010 Aggregate Comparison Loan Distribution Table

Assessment Area/Group: MD Non-MSA Group C

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%	3.1%	1.4%
Moderate	0	0.0%	0.0%	5.3%	3.3%	1	5.6%	2.4%	7.8%	5.3%
Middle	18	100.0%	100.0%	94.7%	96.7%	3	16.7%	11.0%	14.0%	11.0%
Upper	0	0.0%	0.0%	0.0%	0.0%	9	50.0%	62.0%	66.4%	73.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	5	27.8%	24.5%	8.7%	9.2%
<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>
	Refinance									
Low	0	0.0%	0.0%	0.0%	0.0%	2	11.8%	8.5%	3.0%	1.6%
Moderate	2	11.8%	14.3%	5.0%	3.7%	3	17.6%	8.1%	10.0%	6.6%
Middle	15	88.2%	85.7%	95.0%	96.3%	4	23.5%	16.4%	16.0%	13.1%
Upper	0	0.0%	0.0%	0.0%	0.0%	5	29.4%	45.8%	56.8%	64.5%
Unknown	0	0.0%	0.0%	0.0%	0.0%	3	17.6%	21.3%	14.1%	14.2%
<i>Total</i>	<i>17</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>17</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%	0	0.0%	0.0%	8.8%	5.3%
Moderate	0	0.0%	0.0%	2.9%	1.1%	0	0.0%	0.0%	20.6%	10.0%
Middle	0	0.0%	0.0%	97.1%	98.9%	0	0.0%	0.0%	19.1%	20.8%
Upper	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	47.1%	55.2%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	4.4%	8.7%
<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>
	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%	50.0%	99.1%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	50.0%	0.9%	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%	2	5.7%	3.7%	3.2%	1.5%
Moderate	2	5.7%	6.3%	5.1%	4.8%	4	11.4%	4.9%	9.4%	6.0%
Middle	33	94.3%	93.7%	94.9%	95.2%	7	20.0%	13.4%	15.2%	12.1%
Upper	0	0.0%	0.0%	0.0%	0.0%	14	40.0%	54.8%	60.4%	67.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	8	22.9%	23.1%	11.8%	13.3%
<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					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%	11.8%	11.6%
Middle	12	100.0%	100.0%	100.0%	100.0%	12	86.1%	88.2%	86.1%	88.2%
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%	0.0%	0.0%
Tract Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	2.1%	0.3%
<i>Total</i>	<i>12</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>12</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>
	By Revenue					By Loan Size				
\$1 Million or Less	6	50.0%	33.8%	45.1%	45.6%	6	50.0%	33.8%	45.1%	45.6%
\$100,000 or less	7	58.3%	10.8%	87.5%	22.1%	7	58.3%	10.8%	87.5%	22.1%
\$100,001-\$250,000	2	16.7%	13.3%	5.6%	15.5%	2	16.7%	13.3%	5.6%	15.5%
\$250,001-\$1 Million	3	25.0%	75.8%	7.0%	62.5%	3	25.0%	75.8%	7.0%	62.5%
<i>Total</i>	<i>12</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>12</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>

Originations and Purchases

State of Maryland – Limited Scope Assessment Areas
APPENDIX G

2010 Aggregate Comparison Loan Distribution Table

Assessment Area/Group: MD Non-MSA Group D

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	Bank		Aggregate			Bank		Aggregate		
	#	%	% \$(000s)	%	% \$(000s)	#	%	% \$(000s)	%	% \$(000s)
Home Purchase										
Low	0	0.0%	0.0%	0.0%	0.0%	1	9.1%	1.3%	6.2%	2.0%
Moderate	5	45.5%	23.1%	48.8%	32.9%	2	18.2%	9.9%	15.9%	8.2%
Middle	6	54.5%	76.9%	50.7%	66.9%	3	27.3%	14.2%	10.7%	6.4%
Upper	0	0.0%	0.0%	0.0%	0.0%	3	27.3%	44.5%	53.8%	68.6%
Unknown	0	0.0%	0.0%	0.5%	0.2%	2	18.2%	30.1%	13.5%	14.7%
Total	11	100.0%	100.0%	100.0%	100.0%	11	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	0	0.0%	0.0%	0.0%	0.0%	4	21.1%	10.2%	5.9%	2.5%
Moderate	14	73.7%	51.3%	46.7%	33.0%	1	5.3%	4.3%	9.9%	5.2%
Middle	5	26.3%	48.7%	52.5%	66.2%	5	26.3%	18.5%	15.1%	9.2%
Upper	0	0.0%	0.0%	0.0%	0.0%	9	47.4%	67.1%	54.2%	69.3%
Unknown	0	0.0%	0.0%	0.9%	0.8%	0	0.0%	0.0%	14.9%	13.8%
Total	19	100.0%	100.0%	100.0%	100.0%	19	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	0	0.0%	0.0%	0.0%	0.0%	5	45.5%	64.7%	12.5%	2.6%
Moderate	10	90.9%	97.1%	57.5%	38.7%	5	45.5%	31.4%	28.8%	14.3%
Middle	1	9.1%	2.9%	40.0%	60.7%	1	9.1%	3.9%	13.8%	14.4%
Upper	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	33.8%	66.4%
Unknown	0	0.0%	0.0%	2.5%	0.6%	0	0.0%	0.0%	11.3%	2.3%
Total	11	100.0%	100.0%	100.0%	100.0%	11	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%	100.0%	100.0%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	0.0%	0.0%	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%	0.0%	0.0%	10	24.4%	6.9%	6.4%	2.3%
Moderate	29	70.7%	38.6%	48.1%	33.2%	8	19.5%	7.5%	12.9%	6.5%
Middle	12	29.3%	61.4%	51.1%	66.3%	9	22.0%	16.2%	13.6%	8.4%
Upper	0	0.0%	0.0%	0.0%	0.0%	12	29.3%	55.0%	52.8%	69.0%
Unknown	0	0.0%	0.0%	0.8%	0.6%	2	4.9%	14.4%	14.3%	13.8%
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%	
Moderate	16	76.2%	93.2%	69.3%	66.5%	69.3%	66.5%	69.3%	66.5%	
Middle	5	23.8%	6.8%	26.1%	33.2%	26.1%	33.2%	26.1%	33.2%	
Upper	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%	0.0%	0.0%	
Tract Unknown	0	0.0%	0.0%	4.5%	0.3%	4.5%	0.3%	4.5%	0.3%	
Total	21	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	
By Revenue										
\$1 Million or Less	16	76.2%	68.7%	32.8%	41.9%	32.8%	41.9%	32.8%	41.9%	
By Loan Size										
\$100,000 or less	14	66.7%	16.6%	86.2%	25.9%	86.2%	25.9%	86.2%	25.9%	
\$100,001-\$250,000	5	23.8%	33.1%	8.7%	25.2%	8.7%	25.2%	8.7%	25.2%	
\$250,001-\$1 Million	2	9.5%	50.3%	5.1%	48.9%	5.1%	48.9%	5.1%	48.9%	
Total	21	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	

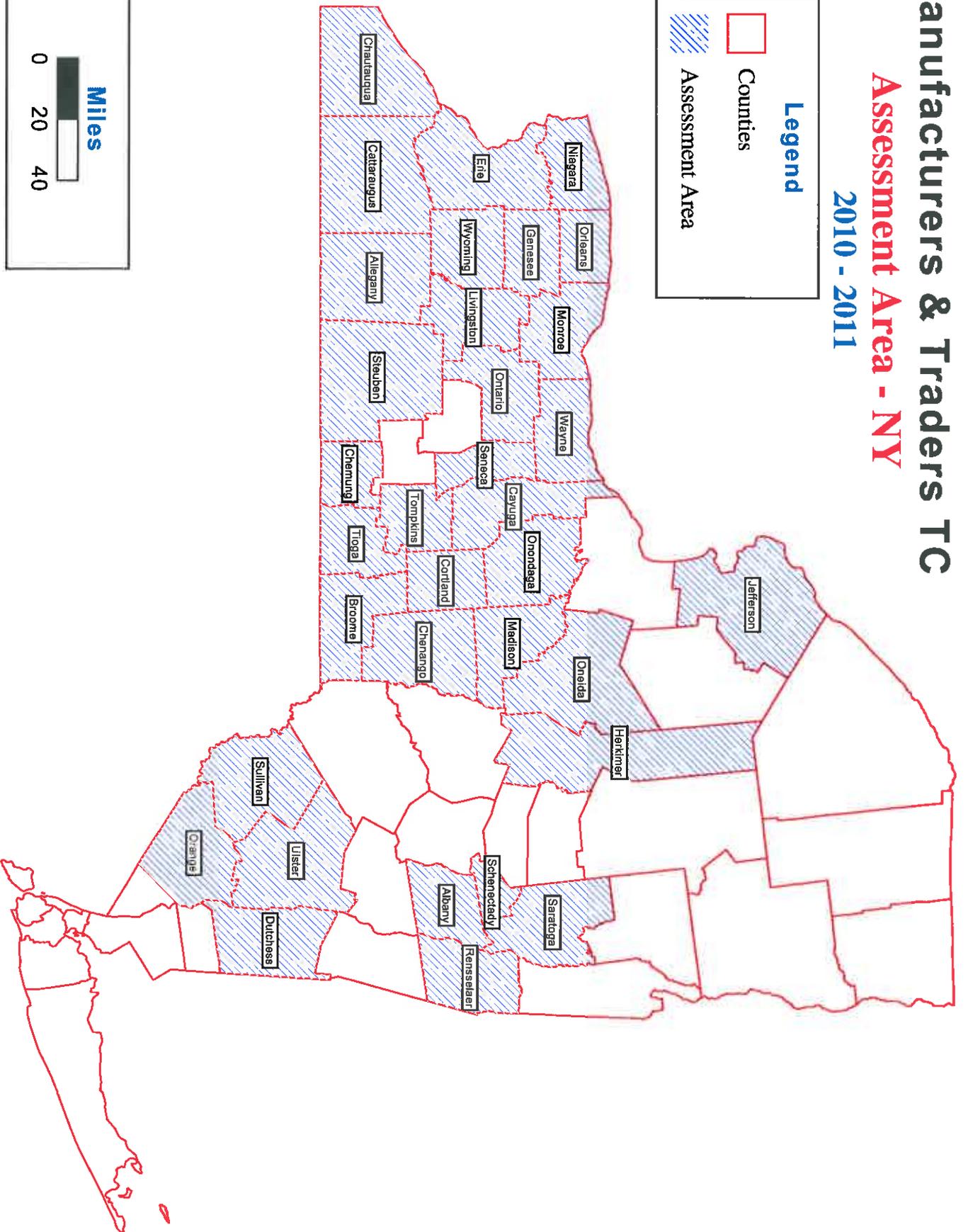
Originations and Purchases

Manufacturers & Traders TC

Assessment Area - NY 2010 - 2011

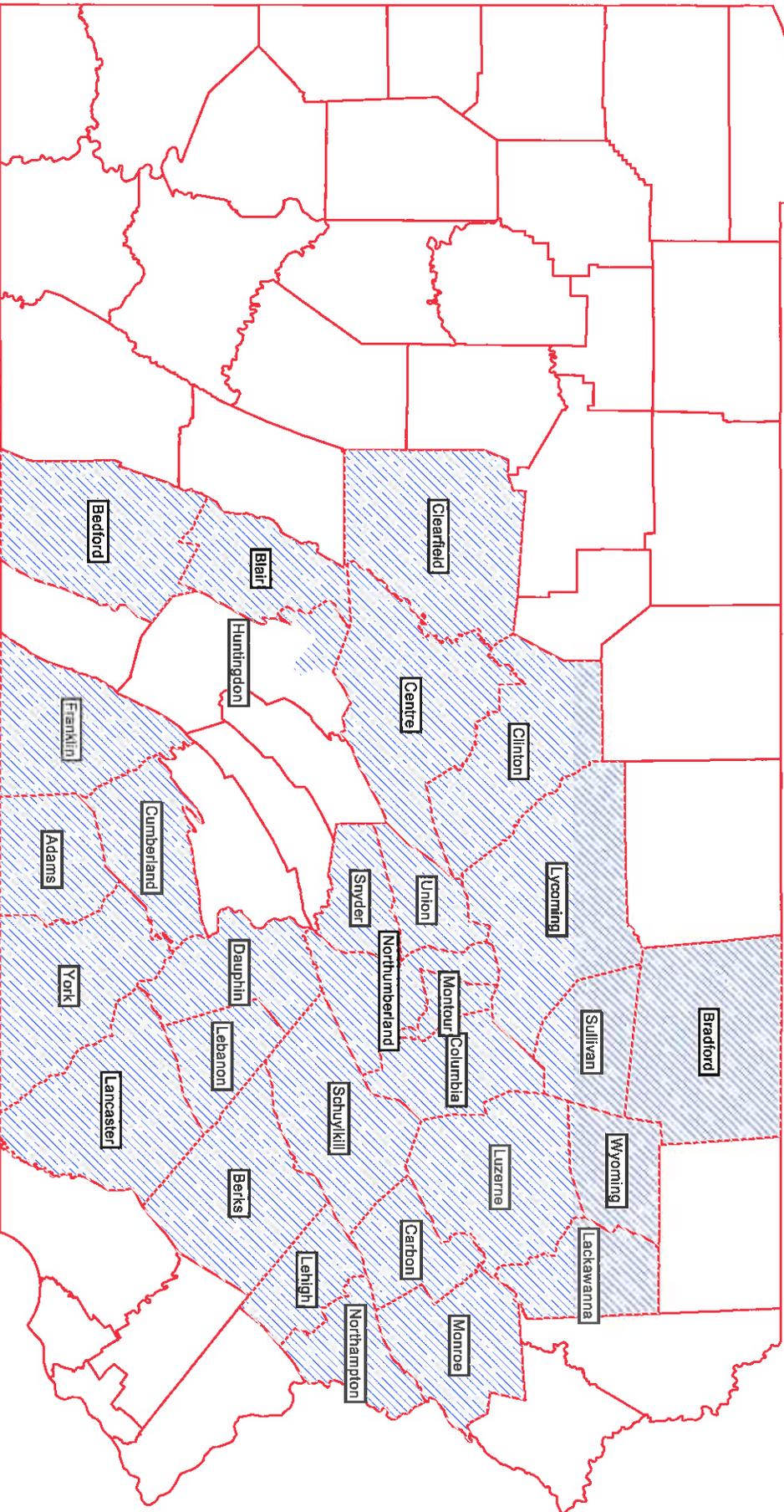
Legend

- Counties
- Assessment Area



Manufacturers & Traders TC Assessment Area - Pennsylvania

2010 - 2011

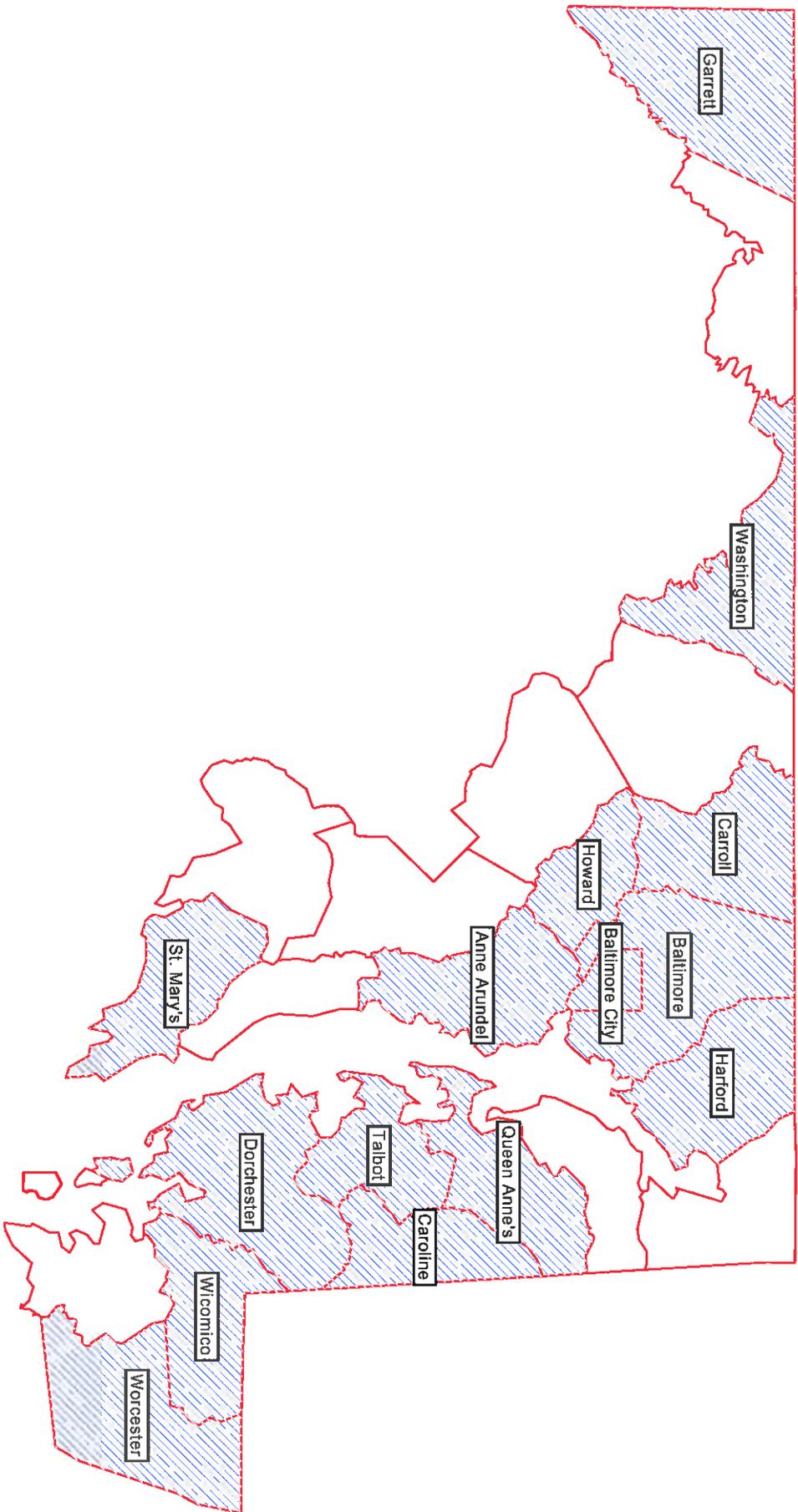


Legend

-  County
-  Assessment Area

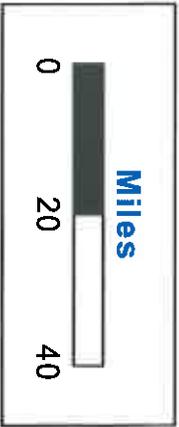


Manufacturers & Traders TC Assessment Area - Maryland 2010 - 2011

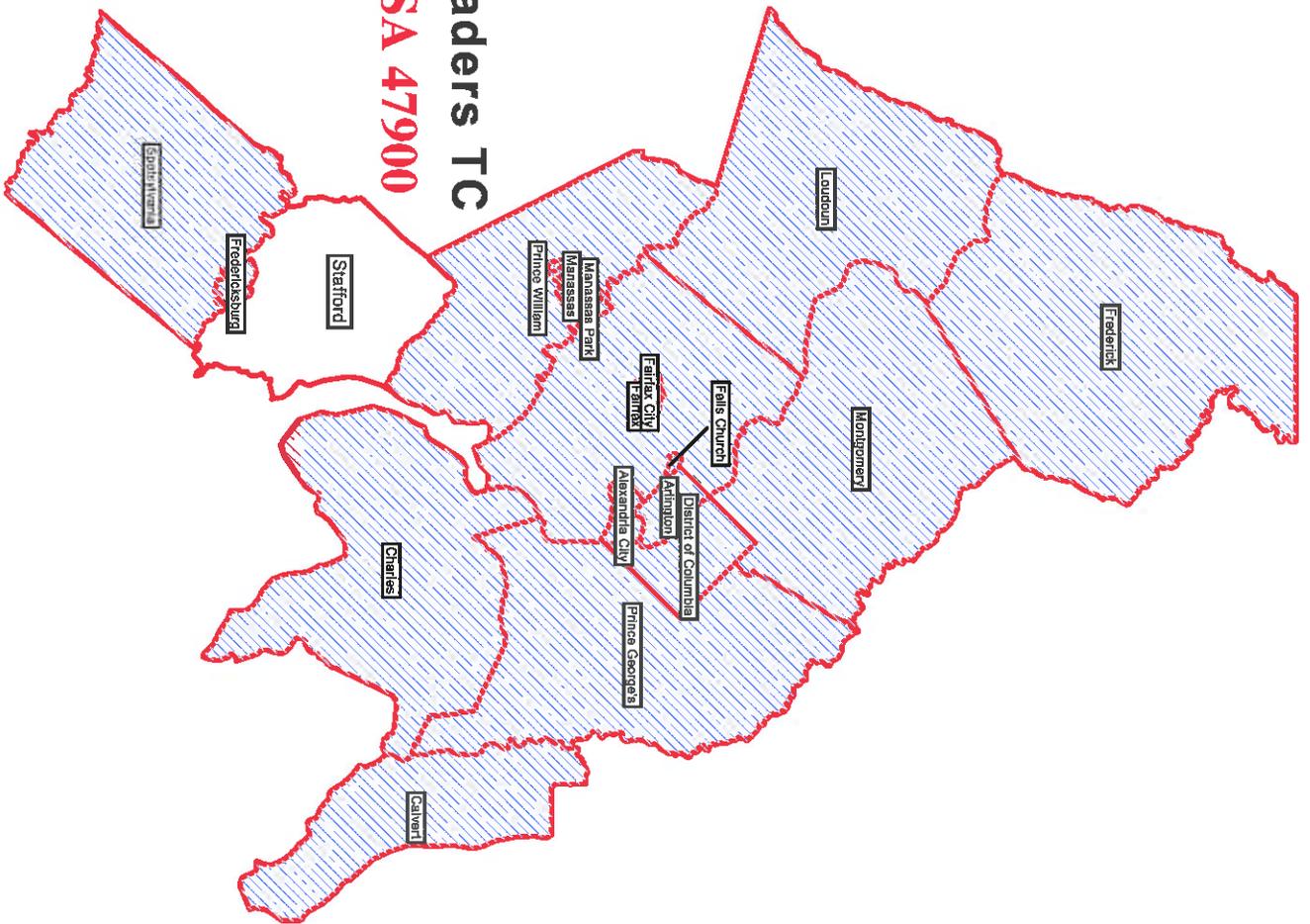


Legend

- County
- Assessment Area

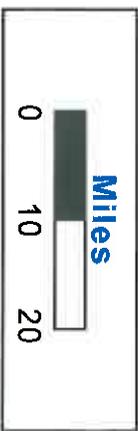


Manufacturers & Traders TC Assessment Area - MSA 47900 2010 - 2011

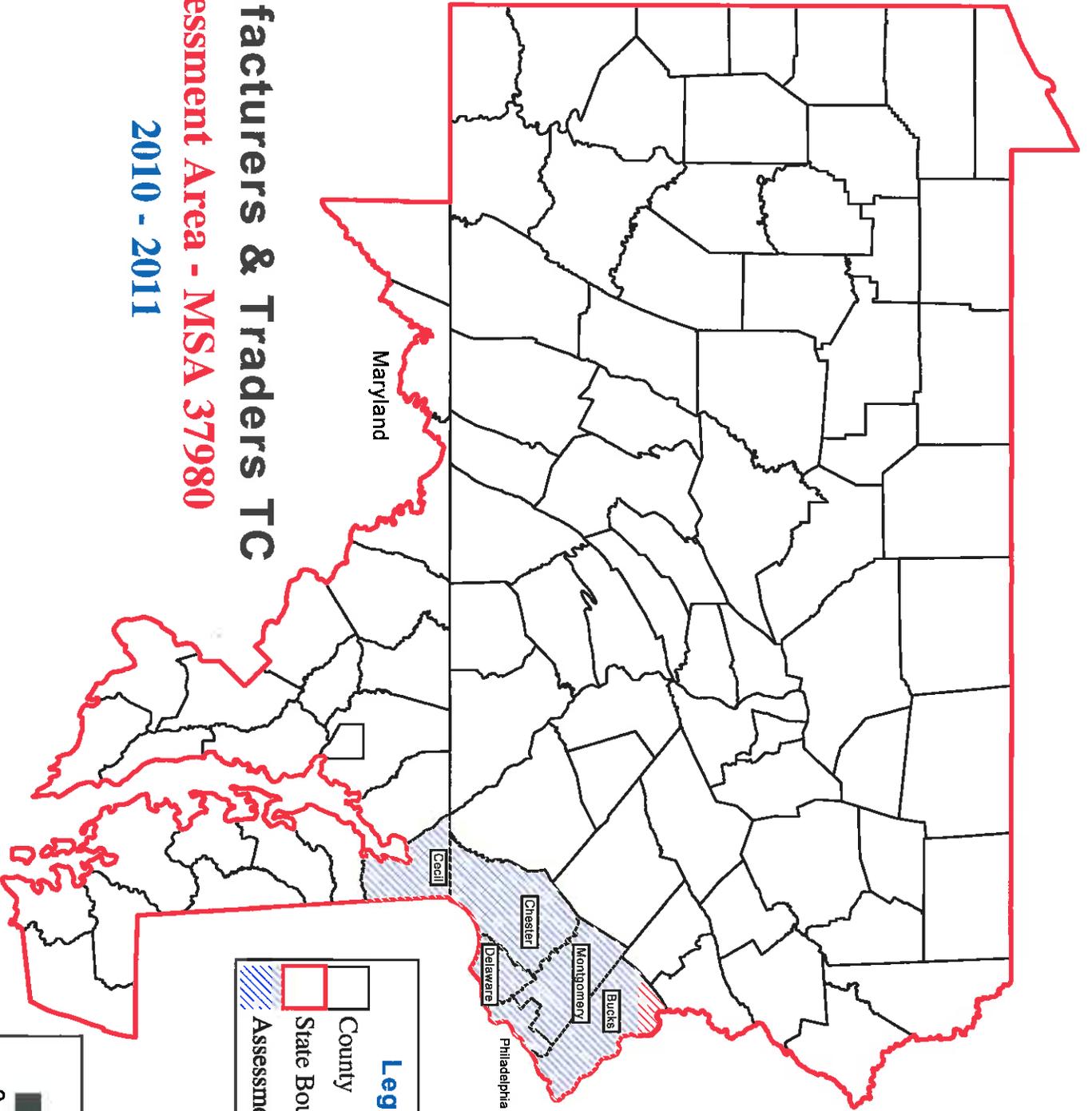


Legend

- County
- Assessment Area



Pennsylvania



Maryland

Cecil

Chester

Montgomery

Bucks

Delaware

Philadelphia

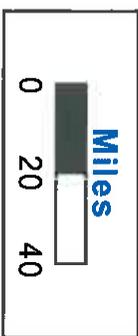
Manufacturers & Traders TC

Assessment Area - MSA 37980

2010 - 2011

Legend

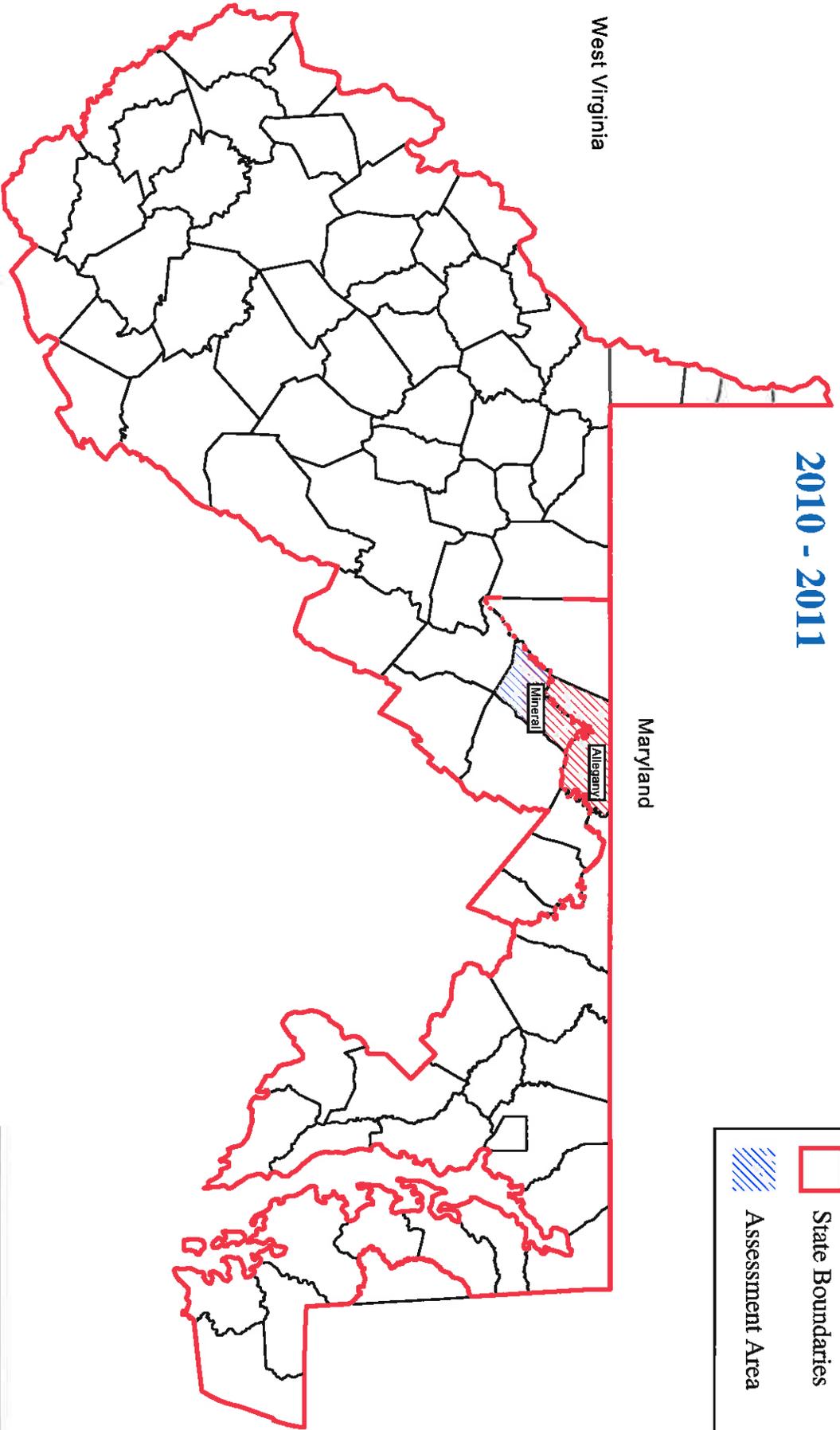
- County
- State Boundaries
- Assessment Area



Manufacturers & Traders TC

Assessment Area - MSA 19060

2010 - 2011



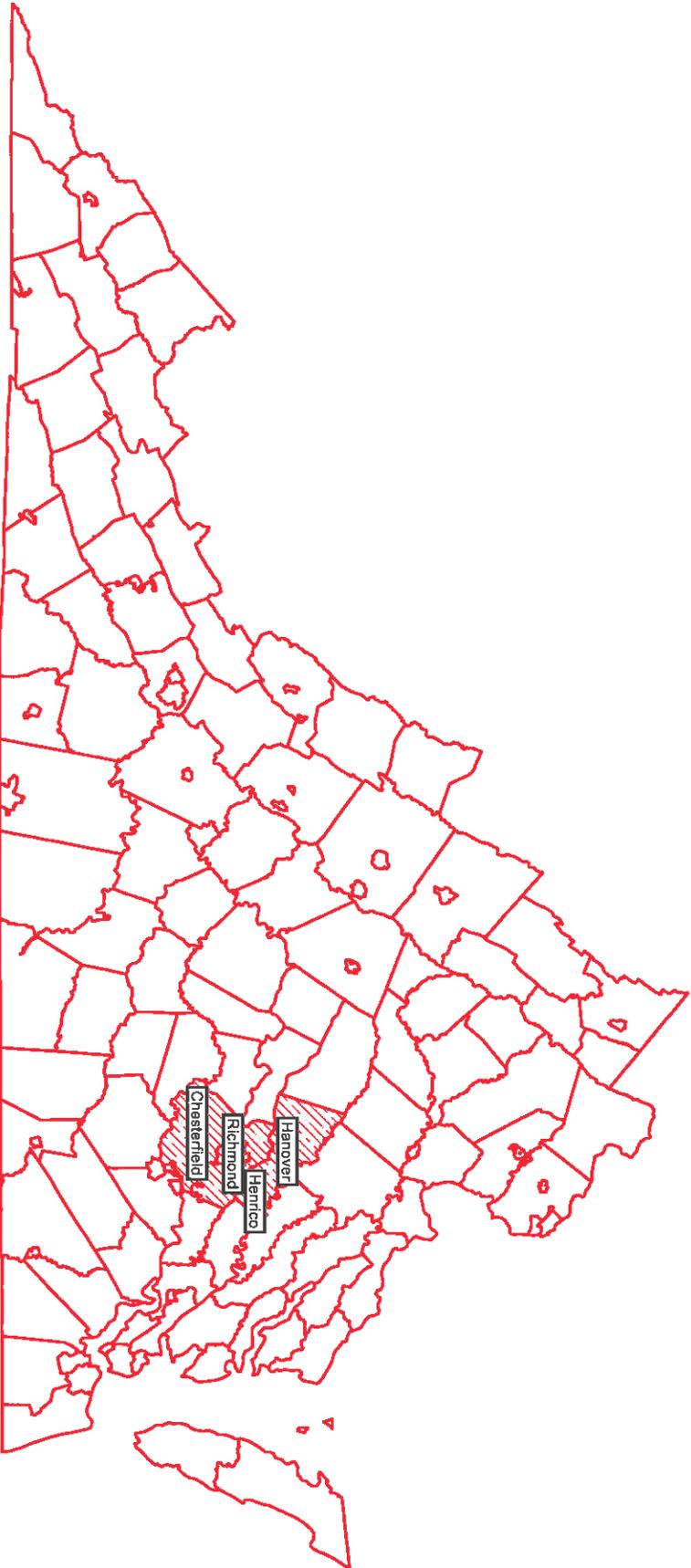
Legend

- County
- State Boundaries
- Assessment Area

Miles

0 20 40

Manufacturers & Traders TC Assessment Area - MSA 40060 2010 - 2011



Legend

-  County
-  Assessment Area

Miles

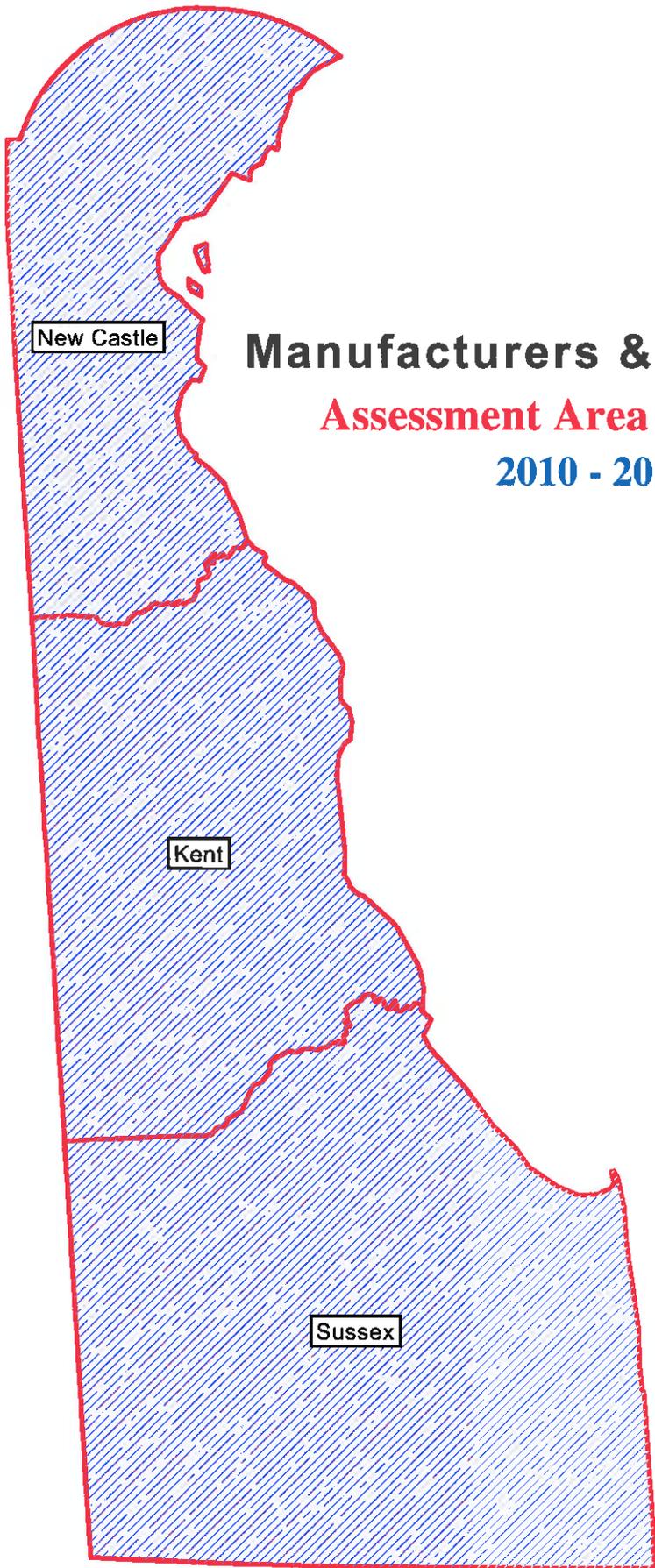


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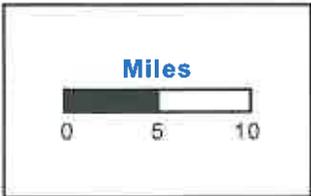
Legend

 County

 Assessment Area



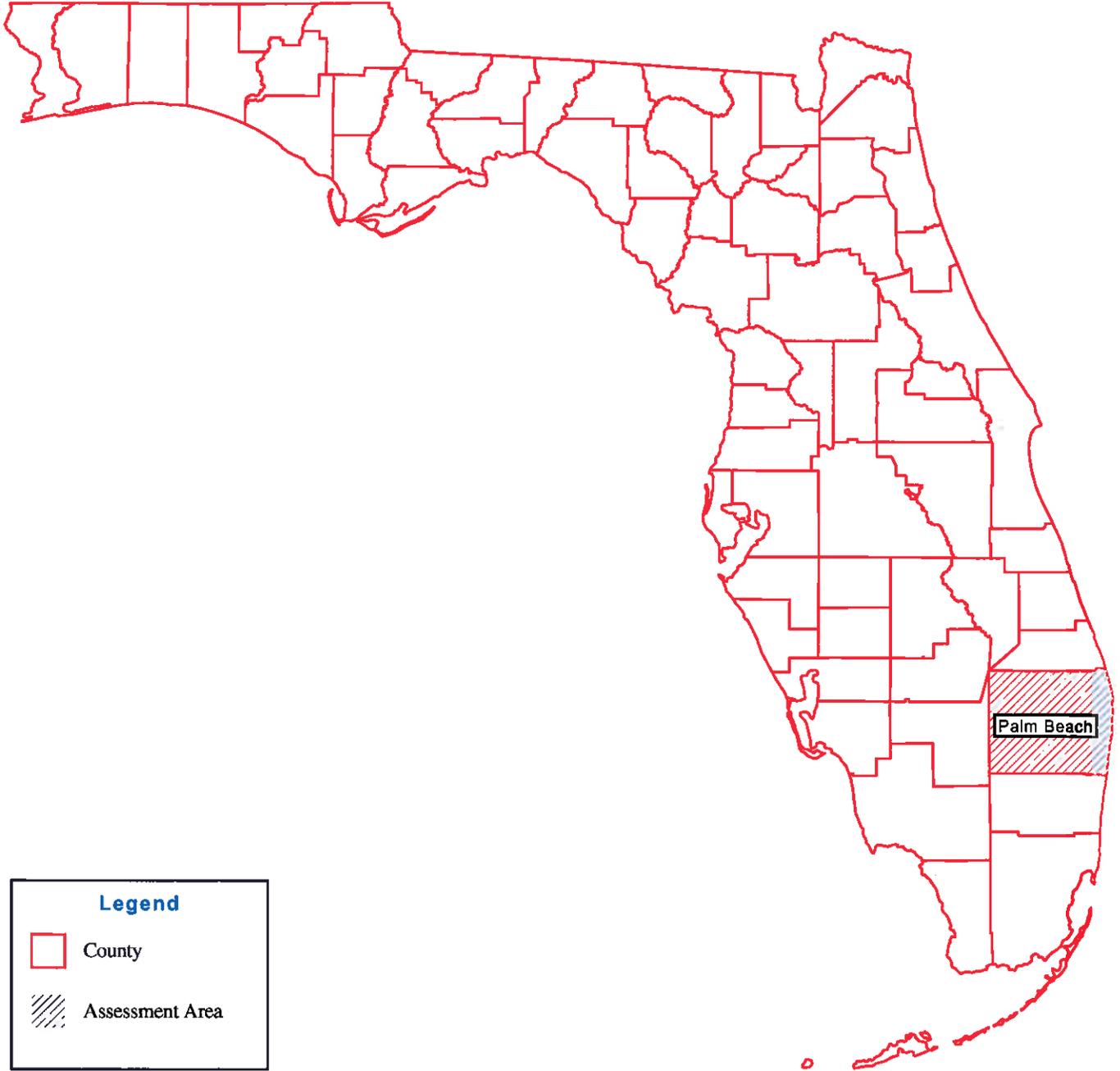
Manufacturers & Traders TC
Assessment Area - Delaware
2010 - 2011



Manufacturers & Traders TC

Assessment Area - Florida

2010 - 2011



Legend

-  County
-  Assessment Area

