

M&T BANK CORP
Form 10-Q
May 02, 2019

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-Q

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended March 31, 2019

or

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Commission File Number 1-9861

M&T BANK CORPORATION

(Exact name of registrant as specified in its charter)

New York	16-0968385
(State or other jurisdiction of	(I.R.S. Employer
incorporation or organization)	Identification No.)

One M & T Plaza

Buffalo, New York	14203
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code:

(716) 635-4000

Securities registered pursuant to Section 12(b) of the Act:

Edgar Filing: M&T BANK CORP - Form 10-Q

Title of Each Class	Trading Symbols	Name of Each Exchange on Which Registered
Common Stock, \$.50 par value	MTB	New York Stock Exchange
6.375% Cumulative Perpetual Preferred Stock, Series A, \$1,000 liquidation preference per share	MTBPr	New York Stock Exchange
6.375% Cumulative Perpetual Preferred Stock, Series C, \$1,000 liquidation preference per share	MTBPrC	New York Stock Exchange

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See definitions of “large accelerated filer,” “accelerated filer,” “smaller reporting company,” and “emerging growth company” in Rule 12b-2 of the Exchange Act.

<input type="checkbox"/>	Large accelerated filer	<input type="checkbox"/>	Accelerated filer
<input type="checkbox"/>	Non-accelerated filer	<input type="checkbox"/>	Smaller reporting company
<input type="checkbox"/>	Emerging growth company		

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).
Yes No

Number of shares of the registrant's Common Stock, \$.50 par value, outstanding as of the close of business on April 26, 2019: 136,622,163 shares.

M&T BANK CORPORATION

FORM 10-Q

For the Quarterly Period Ended March 31, 2019

Table of Contents of Information Required in Report Page

Part I. FINANCIAL INFORMATION

Item 1. Financial Statements.

CONSOLIDATED BALANCE SHEET – March 31, 2019 and December 31, 2018 3

CONSOLIDATED STATEMENT OF INCOME – Three months ended March 31, 2019 and 2018 4

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME – Three months ended March 31, 2019 and 2018 5

CONSOLIDATED STATEMENT OF CASH FLOWS – Three months ended March 31, 2019 and 2018 6

CONSOLIDATED STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY – Three months ended March 31, 2019 and 2018 7

NOTES TO FINANCIAL STATEMENTS 8

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations. 47

Item 3. Quantitative and Qualitative Disclosures About Market Risk. 78

Item 4. Controls and Procedures. 78

Part II. OTHER INFORMATION

Item 1. Legal Proceedings. 78

Item Risk Factors.
1A. 79

Item 2. Unregistered Sales of Equity Securities and Use of Proceeds. 79

Item 3. Defaults Upon Senior Securities. 79

Item 4. Mine Safety Disclosures. 79

Item 5. Other Information. 79

Item 6. <u>Exhibits.</u>	80
<u>SIGNATURES</u>	80

PART I. FINANCIAL INFORMATION

Item 1. Financial Statements.

M&T BANK CORPORATION AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEET (Unaudited)

(Dollars in thousands, except per share)	March 31, 2019	December 31, 2018
Assets		
Cash and due from banks	\$1,267,260	\$1,605,439
Interest-bearing deposits at banks	7,602,897	8,105,197
Trading account	276,322	185,584
Investment securities (includes pledged securities that can be sold or repledged of \$471,572 at March 31, 2019; \$487,365 at December 31, 2018) Available for sale (cost: \$8,398,686 at March 31, 2019; \$8,869,423 at December 31, 2018)	8,325,584	8,682,509
Held to maturity (fair value: \$3,699,596 at March 31, 2019; \$3,255,483 at December 31, 2018)	3,714,699	3,316,640
Equity and other securities (cost: \$468,232 at March 31, 2019; \$677,187 at December 31, 2018)	496,557	693,664
Total investment securities	12,536,840	12,692,813
Loans and leases	88,897,260	88,733,492
Unearned discount	(257,377)	(267,015)
Loans and leases, net of unearned discount	88,639,883	88,466,477
Allowance for credit losses	(1,019,337)	(1,019,444)
Loans and leases, net	87,620,546	87,447,033
Premises and equipment	1,044,761	647,408
Goodwill	4,593,112	4,593,112
Core deposit and other intangible assets	43,947	47,067
Accrued interest and other assets	5,039,520	4,773,750
Total assets	\$120,025,205	\$120,097,403
Liabilities		
Noninterest-bearing deposits	\$29,966,753	\$32,256,668
Savings and interest-checking deposits	52,932,297	50,963,744
Time deposits	6,501,509	6,124,254
Deposits at Cayman Islands office	1,069,191	811,906
Total deposits	90,469,750	90,156,572
Short-term borrowings	3,602,566	4,398,378
Accrued interest and other liabilities	1,889,336	1,637,348
Long-term borrowings	8,476,024	8,444,914
Total liabilities	104,437,676	104,637,212
Shareholders' equity		
Preferred stock, \$1.00 par, 1,000,000 shares authorized;	1,231,500	1,231,500

Issued and outstanding: Liquidation preference of \$1,000 per share: 731,500 shares at March 31, 2019 and December 31, 2018;		
Liquidation preference of \$10,000 per share: 50,000 shares at March 31, 2019 and December 31, 2018		
Common stock, \$.50 par, 250,000,000 shares authorized, 159,741,898 shares issued at March 31, 2019;		
159,765,044 shares issued at December 31, 2018	79,871	79,883
Common stock issuable, 21,324 shares at March 31, 2019;		
24,563 shares at December 31, 2018	1,514	1,726
Additional paid-in capital	6,568,480	6,579,342
Retained earnings	11,842,371	11,516,672
Accumulated other comprehensive income (loss), net	(288,009)	(420,081)
Treasury stock — common, at cost — 23,126,505 shares at March 31, 2019;		
21,255,275 shares at December 31, 2018	(3,848,198)	(3,528,851)
Total shareholders' equity	15,587,529	15,460,191
Total liabilities and shareholders' equity	\$ 120,025,205	\$ 120,097,403

See accompanying notes to financial statements.

M&T BANK CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENT OF INCOME (Unaudited)

(In thousands, except per share)	Three Months Ended	
	March 31	
	2019	2018
Interest income		
Loans and leases, including fees	\$1,117,913	\$979,969
Investment securities		
Fully taxable	80,411	82,852
Exempt from federal taxes	95	248
Deposits at banks	27,407	18,677
Other	483	404
Total interest income	1,226,309	1,082,150
Interest expense		
Savings and interest-checking deposits	76,138	40,527
Time deposits	21,081	10,936
Deposits at Cayman Islands office	4,738	381
Short-term borrowings	6,713	883
Long-term borrowings	67,579	53,906
Total interest expense	176,249	106,633
Net interest income	1,050,060	975,517
Provision for credit losses	22,000	43,000
Net interest income after provision for credit losses	1,028,060	932,517
Other income		
Mortgage banking revenues	95,311	87,306
Service charges on deposit accounts	103,112	105,115
Trust income	132,786	131,375
Brokerage services income	12,476	13,392
Trading account and foreign exchange gains	10,802	4,637
Gain (loss) on bank investment securities	11,841	(9,431)
Other revenues from operations	134,437	126,302
Total other income	500,765	458,696
Other expense		
Salaries and employee benefits	499,200	463,428
Equipment and net occupancy	79,347	74,797
Outside data processing and software	52,417	48,429
FDIC assessments	9,426	20,280
Advertising and marketing	20,275	16,248
Printing, postage and supplies	9,855	9,319
Amortization of core deposit and other intangible assets	5,020	6,632
Other costs of operations	218,808	294,211
Total other expense	894,348	933,344
Income before taxes	634,477	457,869
Income taxes	151,735	105,259
Net income	\$482,742	\$352,610
Net income available to common shareholders		
Basic	\$462,086	\$332,748

Edgar Filing: M&T BANK CORP - Form 10-Q

Diluted	462,086	332,749
Net income per common share		
Basic	\$3.35	\$2.24
Diluted	3.35	2.23
Average common shares outstanding		