

M&T BANK CORP
Form 8-K
June 01, 2016

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D. C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): June 1, 2016

M&T BANK CORPORATION
(Exact name of registrant as specified in its charter)

New York
(State or other jurisdiction of incorporation)

1-9861
(Commission File Number)

16-0968385
(I.R.S. Employer Identification No.)

One M&T Plaza, Buffalo, New York
(Address of principal executive offices)

14203
(Zip Code)

Registrant's telephone number, including area code: (716) 635-4000

(NOT APPLICABLE)

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instructions A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 7.01. Regulation FD Disclosure.

On June 1, 2016, representatives of M&T Bank Corporation (M&T) will deliver a presentation to investors and analysts at the Deutsche Bank Global Financial Services Investor Conference being held in New York City. M&T 's presentation is scheduled to begin at 2:00 p.m. Eastern Time. A copy of the presentation is attached as Exhibit 99.1 hereto.

The information in this Form 8-K, including Exhibit 99.1 attached hereto, shall not be deemed to be filed for purposes of Section 18 of the Securities Exchange Act of 1934 (the Exchange Act), or otherwise subject to the liability of such section, nor shall it be deemed incorporated by reference in any filing of M&T Bank Corporation under the Securities Act of 1933 or the Exchange Act, regardless of any general incorporation language in such filing, unless expressly incorporated by specific reference in such filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
99.1	M&T Bank Corporation Presentation dated June 1, 2016.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

M&T BANK CORPORATION

Date: June 1, 2016

By: /s/ Darren J. King
Darren J. King
Executive Vice President and Chief Financial Officer

EXHIBIT INDEX

Exhibit No.	Description
99.1	M&T Bank Corporation Presentation dated June 1, 2016. Filed herewith.

- 4 -

0000 1px solid" align="left"> 7 SOLE DISPOSITIVE POWER 1,107,029 8 SHARED DISPOSITIVE POWER 0 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,107,029 10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) o 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 11.88% 12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) IA FOOTNOTES

Item 1.

- (a) Name of Issuer
MINDBODY, Inc.
- (b) Address of Issuer's Principal Executive Offices
4051 Broad Street
Suite 220
San Luis Obispo, CA 93401

Item 2.

- (a) Name of Person Filing
Clearbridge Investments, LLC
- (b) Address of Principal Business Office or, if none, Residence
620 8th Avenue
New York, NY 10018
- (c) Citizenship
Delaware Limited Liability Corporation
- (d) Title of Class of Securities
Common Stock
- (e) CUSIP Number
60255W105

Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
- (b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
- (h) A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i)

Edgar Filing: M&T BANK CORP - Form 8-K

A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);

(j) o A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J).

(k) o A group, in accordance with § 240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:

Item 4. Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- (a) Amount beneficially owned: 1,107,029
- (b) Percent of class: 11.88%
- (c) Number of shares as to which the person has:
 - (i) Sole power to vote or to direct the vote: 1,107,029
 - (ii) Shared power to vote or to direct the vote: 0
- (iii) Sole power to dispose or to direct the disposition of: 1,107,029
- (iv) Shared power to dispose or to direct the disposition of: 0

Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following o .

N/A

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

The interest of one account, ClearBridge Small Cap Growth Fund an investment company registered under the Investment Company Act of 1940 and managed by ClearBridge Investments, LLC., amounted to 991,850 shares or 10.64% of the total shares outstanding.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company

N/A

Item 8. Identification and Classification of Members of the Group

N/A

Item 9. Notice of Dissolution of Group

N/A

Item Certification
10.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under §240.14a-11.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

ClearBridge Investments, LLC

Date: February 16, 2016

By: /s/ Barbara Brooke Manning
Name: Barbara Brooke Manning
Title: General Counsel & Chief
Compliance Officer

Footnotes:

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (See 18 U.S.C. 1001)

NOTES TO FINANCIAL STATEMENTS

December 31, 2006 and 2005

6. Risks and Uncertainties (continued)

The Plan's exposure to a concentration of credit risk is limited by the diversification of investments. Additionally, the investments within each fund election are further diversified into various financial instruments, with the exception of the Chubb Stock Fund, which invests primarily in The Chubb Corporation common stock. The Plan's exposure to credit risk on guaranteed investment contracts is limited to the fair value of the contracts with each counterparty. The Plan Administrator monitors such risk to mitigate exposure.

7. Plan Termination

While the Employers have not expressed any intent to terminate the Plan, the Employers reserve the right to amend, modify or terminate the Plan at any time. In the event of termination, the value of Participants' accounts will be paid in accordance with the provisions of the Plan and the provisions of ERISA.

8. Difference Between Financial Statements and Form 5500

The net assets and change in net assets in the accompanying financial statements will differ from the Form 5500 due to differences in the way Stable Value fund contracts are valued.

Table of Contents

Capital Accumulation Plan of The Chubb Corporation,
Chubb & Son Inc. and Participating Affiliates
Schedule H, Line 4(i) Schedule of Assets (Held at End of Plan's Year)
December 31, 2006

Participant loans*	Fair Value \$ 21,921,539
--------------------	----------------------------------------

* *Interest rates range from 5% to 10% and mature in one to five years or ten years in the case of the purchase of a residence.*

Table of Contents

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Profit Sharing Committee of the Capital Accumulation Plan of The Chubb Corporation, Chubb & Son Inc. and Participating Affiliates has duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized.

CAPITAL ACCUMULATION PLAN OF
THE CHUBB CORPORATION, CHUBB &
SON INC. and PARTICIPATING
AFFILIATES

By: /s/ STEVEN M. VERSAGGI
**Steven M. Versaggi, Chairman of the
Profit Sharing Committee**

Dated: June 25, 2007

Table of Contents

EXHIBIT INDEX

Exhibit 23.1	Consent of Independent Registered Public Accounting Firm	Mitchell & Titus LLP
Exhibit 23.2	Consent of Independent Registered Public Accounting Firm	Ernst & Young LLP