

PUBLIC DISCLOSURE

June 14, 2004

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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State of Maryland

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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	<u>MANUFACTURERS AND TRADERS TRUST COMPANY</u>		
	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 volume of lending related to the Home Mortgage Disclosure Act (“HMDA”) and small businesses reflected good responsiveness to credit needs in the bank’s assessment areas.
- The geographic distribution of lending was good.
- The distribution of loans to individuals of different income levels and businesses of different sizes was good.
- Community development lending and qualified investments exhibited excellent activity levels.
- Retail delivery systems were readily accessible to geographies and individuals of different income levels.

INSTITUTION

DESCRIPTION OF INSTITUTION*

Total assets	\$49.2 billion
Net loans & leases	\$34.2 billion
Total domestic deposits	\$30.7 billion
Number of branches	649
Headquarters	Buffalo, NY
Bank holding company	M&T Bank Corporation

* As of December 31, 2003.

Manufacturers and Traders Trust Company (“M&T”) is a full-service commercial bank with offices in New York, Pennsylvania, Maryland, the District of Columbia, Virginia, West Virginia and Delaware. It is the 24th largest bank in the U.S. in terms of asset size. M&T is the principal subsidiary of M&T Bank Corporation, a New York based holding company and the 25th largest bank holding company in the U.S.

M&T grew substantially during the examination period following its April 1, 2003, acquisition of Allfirst Financial, Inc. (“Allfirst”). As a result of the acquisition, assets grew by nearly \$20 billion from the most recent examination when they totaled \$30.8 billion as of December 31, 2001. The acquisition enlarged the branch network by nearly 250, solidified M&T’s presence in Pennsylvania and Maryland, and expanded the bank’s service area into Virginia, Delaware and the District of Columbia.

M&T and its affiliates provide a wide range of consumer-related financial services including:

- Retail deposit services;
- Home mortgage, refinance, home improvement, home equity and other consumer loans;
- Lending products and deposit services for small businesses and middle-market companies; and
- Community development loans and investments.

As described below and illustrated in maps starting on page BB224, M&T has 7 state and multistate areas subject to CRA ratings, and these include 36 assessment areas.

1. NEW YORK STATE

- MSA 1280 (Buffalo-Niagara Falls, NY)

- CMSA 5602 (New York-Northern New Jersey-Long Island, NY-NJ-CT-PA). M&T's assessment area here is entirely within New York State and includes:
 - PMSA 5600 (New York, NY), consisting of Bronx, Kings, New York, Queens, Putnam, Rockland and Westchester Counties
 - PMSA 5380 (Nassau-Suffolk, NY), consisting of Nassau and Suffolk Counties
 - PMSA 2281 (Dutchess County, NY), consisting of Dutchess County
 - PMSA 5660 (Newburgh, NY-PA), consisting of Orange County
- MSA 6840 (Rochester, NY)
- MSA 8160 (Syracuse, NY)
- MSA 0160 (Albany-Schenectady-Troy, NY)
- MSA 0960 (Binghamton, NY)
- MSA 3610 (Jamestown, NY)
- Non-MSA Group B, consisting of Steuben, Cattaraugus, Allegany, and Wyoming Counties
- Non-MSA Group C, consisting of Sullivan and Ulster Counties
- Non-MSA Group A, consisting of Seneca, Tompkins and Cortland Counties
- MSA 8680 (Utica-Rome, NY)
- MSA 2335 (Elmira, NY)

2. STATE OF PENNSYLVANIA

- MSA 3240 (Harrisburg-Lebanon-Carlisle, PA)
- MSA 9280 (York, PA)
- Non-MSA Group A, consisting of Northumberland, Schuylkill, Clearfield, Montour, Snyder, Union and Clinton Counties
- MSA 7560 (Scranton-Wilkes-Barre-Hazleton, PA)
- Non-MSA Group B, consisting of Franklin and Adams Counties
- MSA 6680 (Reading, PA)
- MSA 0280 (Altoona, PA)
- MSA 4000 (Lancaster, PA)
- MSA 8050 (State College, PA)
- MSA 0240 (Allentown-Bethlehem-Easton, PA)
- MSA 9140 (Williamsport, PA)
- Non-MSA Group D, consisting of Sullivan and Bradford Counties
- Non-MSA Group C, consisting of Huntington and Bedford Counties
- Non-MSA Monroe County

3. CMSA 8872 (WASHINGTON-BALTIMORE, DC-MD-VA-WV)

- PMSA 0720 (Baltimore, MD)
- PMSA 8840 (Washington, DC-MD-VA-WV)
- PMSA 3180 (Hagerstown, MD)

**4. CMSA 6162
(PHILADELPHIA-WILMINGTON, ATLANTIC CITY, PA-NJ-DE-MD)**

- PMSA 6160 (Philadelphia, PA-NJ)
- PMSA 9160 (Wilmington-Newark, DE-MD)

5. STATE OF MARYLAND

- Non-MSA Group A, consisting of Caroline, Dorchester, Wicomico, Worcester and Talbot Counties
- Non-MSA St. Mary's County
- Non-MSA Kent County
- Non-MSA Garrett County

6. MSA 1900 (CUMBERLAND MD-WV)

- Allegany County, Maryland, and Mineral County, West Virginia

7. STATE OF DELAWARE

- Non-MSA Sussex County

M&T has no financial or legal impediments that would prevent it from fulfilling its responsibilities under CRA. The bank received an "outstanding" rating at its previous CRA examination as of June 17, 2002.

SCOPE OF EXAMINATION

Procedures

M&T's 36 assessment areas were reviewed using the Federal Financial Institutions Examination Council's *Interagency CRA Procedures for Large Retail Financial Institutions*.

Products

Loan products evaluated include home purchase, refinance, small business and other loans qualifying as community development loans. The mortgage loans included in the evaluation were reported under HMDA and the small business loans evaluated were reported under CRA.

At the request of the bank, 2003 consumer credit extensions from former Allfirst Financial branch assessment areas were reviewed, including secured, unsecured, automobile and home equity loans. Historically Allfirst had provided consumer credit data for consideration during its CRA examinations.

Examiners verified the integrity of HMDA-related and small business loan data the bank and its affiliates reported in 2002 and 2003. Although it was determined that 2002 HMDA data and the bank's small business data were accurate, errors were found in 2003 HMDA data and 2003

M&T, N.A., small business data. Management corrected the data used in the examination and resubmitted it to the Federal Reserve Board.

Consumer credit data were also verified by examiners, who found errors that bank management subsequently corrected. The corrected information was used for this analysis.

M&T also extends home improvement loans, 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 that would not affect the overall conclusions if included. Multifamily loans qualifying as community development loans were considered in the evaluation of community development lending.

Affiliate Lending

At the request of management, activities of the following consumer-related M&T affiliates were considered during the examination:

- 2002 and 2003 activities of M&T Mortgage Corporation, a consumer mortgage lender;
- 2003 activities of M&T Realty Capital Corporation, a multifamily mortgage lender created during the Allfirst acquisition from the former All First Mortgage Trust;
- 2003 activities of M&T Real Estate Trust, a mortgage affiliate primarily engaged in multifamily lending. It was formed during the Allfirst acquisition through a merger and renaming of M&T Real Estate Inc. into Allfirst Mortgage Trust;
- 2002 activities of M&T Real Estate Inc., and
- 2002 and 2003 small business lending activities of M&T Bank, N.A., a provider of credit lines and business credit cards.

Examination Period

HMDA-related and small business loans originated between January 1, 2002, and December 31, 2003, were evaluated. Examiners also reviewed activities pertaining to the service test, community development loans, and qualified investments for the same period. The consumer credit included in the analysis dated from 2003, the year of the Allfirst acquisition.

Lending Distribution Analysis

Because of a change in CRA and HMDA reporting requirements, a separate analysis of 2002 and 2003 data was used in the analysis of geographic and borrower distribution. In accordance with the reporting requirements, loans from January 1, 2002, through December 31, 2002, were reported and evaluated using 1990 Census data, and loans originated from January 1, 2003, through December 31, 2003, were reported and analyzed using 2000 Census data.

To evaluate the geographic distribution of HMDA-related loans and home equity 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 other types of consumer credit, the geographic distribution of loans was compared with the proportion of households in LMI and non-LMI geographies. For small business loans, the analysis compared the proportion of loans originations with the proportion of businesses located in LMI and non-LMI geographies.

In order to analyze the borrower characteristics of HMDA-related and home equity loans, the proportion of originations to LMI borrowers was compared with the proportion of LMI families in the assessment areas. For other consumer credit, borrower lending patterns were compared with the proportion of LMI households 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 2002 were used to categorize borrower income level for 2002 loans and 2003 HUD-adjusted median family income data were used to categorize 2003 loans. HUD does not adjust household income. The size of the small business loan was also used as a proxy to identify lending to businesses with gross annual revenues of \$1 million or less.

HMDA-related and small business loan performance was 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, 2002 lending patterns were compared with the 2002 aggregate. Aggregate information was not available for 2003 at the time of the examination and is never available for consumer credit.

In order to provide a meaningful analysis of the geographic distribution of lending or borrower characteristics, an assessment area must contain sufficient loan volume. Examiners determined this amount should be at least 50 loans per product. Only loans in M&T’s assessment areas were included in the analysis of geographic and borrower distribution.

Deriving Overall Conclusions

M&T’s performance in New York State received the most weight in determining the bank’s overall rating because of the concentration of deposits, lending and demographics in the state. CMSA 8872 (Washington-Baltimore, DC-MD-VA-WV) and the Pennsylvania assessment area also were weighted significantly. The remaining assessment areas, each with less than 5% of loans and deposits, did not have a substantial effect on the overall rating. For details, see Exhibit 1 on the following page. In reaching a conclusion about the bank’s overall performance in an assessment area, products were weighted based on their dollar volume in that area.

In order to learn more about community credit needs, examiners conducted 16 interviews with community contacts during the examination. Contacts were located throughout the bank’s assessment areas and included representatives of community-based organizations, municipalities and quasi-government agencies.

EXHIBIT 1
Summary of Key Assessment Area Data for All Rated Areas

	New York State	Pennsylvania	CMSA 8872	CMSA 6162	Maryland	MSA 1900	Delaware	TOTALS
Total Population	17,237,858	4,412,404	6,811,177	3,935,598	360,699	102,008	156,638	33,016,382
Population % of AA population	52%	13%	21%	12%	1%	0%	0%	100%
Families	4,226,855	1,174,447	1,713,129	993,755	97,824	26,762	44,090	8,276,862
Families % of AA families	51%	14%	21%	12%	1%	0%	1%	100%
Total Census Tracts	4,452	1,012	1,554	1,003	80	30	36	8,167
Tracts % AA tracts	55%	12%	19%	12%	1%	0%	0%	100%
LMI tracts	1,314	190	511	328	20	3	0	2,366
LMI tracts % all AA LMI tracts	56%	8%	22%	14%	1%	0%	0%	100%
Total Owner-Occupied Units	3,289,396	1,234,082	1,659,924	1,021,253	99,885	28,964	50,505	7,384,009
Units % of AA units	45%	17%	22%	14%	1%	0%	1%	100%
Business Establishments	446,947	110,364	188,040	97,508	10,703	2,151	4,402	860,115
Bus. est. % AA bus. est.	52%	13%	22%	11%	1%	0%	1%	100%
Number of Branches	243	204	146	30	14	11	1	649
Branches % all branches	37%	31%	22%	5%	2%	2%	0%	100%
Branches in LMI tracts	48	42	34	7	5	1	0	137
LMI branches % AA LMI branches	35%	31%	25%	5%	4%	1%	0%	100%
Branch Deposits (\$'000s)	14,550,191	7,164,202	7,712,986	705,573	483,897	261,062	27,208	30,905,119
Deposits % AA deposits	47%	23%	25%	2%	2%	1%	0.1%	100%
Deposit Market Share (%) / Rank in Market	2.58%/6	10.83%/2	5.34%/7	.43%/32	8.89%/2	31.15%/1	.17%/9	not applicable
Home Purchase Originations	6,406	2,249	800	400	101	62	70	10,088
HP originations % AA orig.	64%	22%	8%	4%	1%	1%	1%	100%
Refinance Originations	7,186	4,265	2,532	889	219	236	32	15,359
Refi orig. % AA orig.	47%	28%	16%	6%	1%	2%	0%	100%
Home Improvement Originations	473	495	123	19	31	28	2	1,171
Home Improvement orig. % AA orig.	40%	42%	11%	2%	3%	2%	0%	100%
Small Business Originations	7,161	2,848	1,477	349	121	132	11	12,099
SB orig. % AA orig.	59%	24%	12%	3%	1%	1%	0%	100%
Combined Loan Totals	21,226	9,857	4,932	1,657	472	458	113	38,715
% of AA Orig.	55%	25%	13%	4%	1%	1%	0%	100%

Branch numbers are as of December 31, 2003. Branch deposits and deposit market share are from the Federal Deposit Insurance Corporation as of June 30, 2003. Originations are loans reported under HMDA or CRA small business reporting for 2003. Demographic information was obtained from the 2000 Census. Business establishments information was reported by D&B for 2003.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS

LENDING TEST

M&T's record of meeting the credit needs of its assessment areas through its lending activities is rated high satisfactory based on good performance in New York State, the state of Pennsylvania, CMSA 8872 (Washington-Baltimore, DC-MD-VA-WV) and CMSA 6162 (Philadelphia-Wilmington-Atlantic City, PA-NJ-DE-MD). Performance in the state of Maryland, MSA 1900 (Cumberland, MD-WV) and the state of Delaware was adequate.

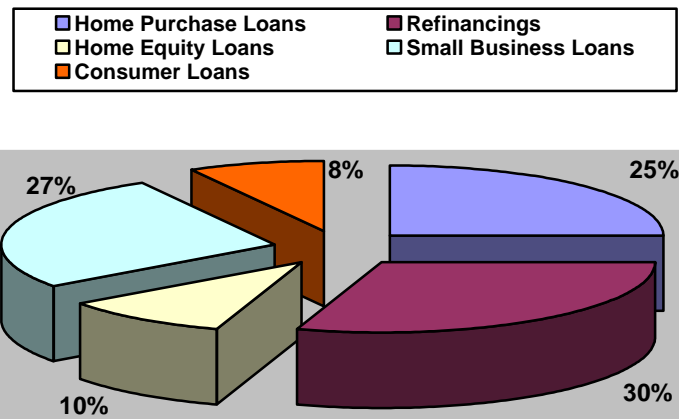
The tables in Appendix D list the data used to evaluate the bank's lending test performance in its various assessment areas. Lending activity is depicted in Table 1, geographic distribution in Tables 2-7, and borrower characteristics are depicted in Tables 8-12. There are separate tables for 2002 and 2003 lending and for each rated state and multistate metropolitan area.

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 home purchase, refinance, home equity, consumer and small business loans originated and purchased in each assessment area.

This conclusion is based on good lending activity in the states of New York and Pennsylvania, and in CMSA 6162 (Philadelphia-Wilmington, PA-DE) and CMSA 8872 (Washington-Baltimore, DC-MD-VA-WV). Adequate lending activity was found in the states of Maryland and Delaware, and in MSA 1900 (Cumberland MD-WV).

The bank originated 78,319 home purchase, refinance, home equity, consumer and small business loans totaling approximately \$8.6 billion during the examination period. The chart at right shows the breakdown of the lending by product.

EXHIBIT 2
Summary of M&T's
Lending Activity



Assessment Area Concentration: M&T originated most of its loans in its assessment areas: 89% of the number of loans and 86% of the dollar amount. For details, see Exhibit 3 on the following page.

Geographic Distribution: The overall geographic distribution of HMDA-related, small business and consumer loans reflected good penetration in LMI geographies based on good penetration in most assessment areas. Exceptions include MSA 1900 where LMI penetration was adequate

EXHIBIT 3				
Originations and Purchases Inside And Outside the Assessment Area				
January 1, 2002 – December 31, 2003				
Loan Type	INSIDE		OUTSIDE	
	#	\$('000s)	#	\$('000s)
HMDA Home Purchases	549 (98%)	\$17,516 (70%)	13 (2%)	\$7,558 (30%)
HMDA Refinancings	3,911 (96%)	\$238,751 (97%)	147 (4%)	\$7,491 (3%)
Total HMDA	4,460 (97%)	\$256,267 (94%)	160 (3%)	\$15,049 (6%)
Total Small Business	19,278 (87%)	\$3,177,963 (86%)	2,907 (13%)	\$523,942 (14%)
TOTALS	23,738 (89%)	\$3,434,230 (86%)	3,067 (11%)	\$538,991 (14%)

Note: Exhibit does not include affiliate loans.

and the Delaware assessment area where no geographic distribution analysis was conducted as there were no LMI tracts.

Borrower Distribution: 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 State, Pennsylvania, CMSA 8872, CMSA 6162, and MSA 1900, and adequate distribution in Maryland and Delaware.

Community Development Lending: M&T's community development lending performance was outstanding based on excellent performance in New York State and CMSA 8872 (Washington-Baltimore, DC-MD-VA-WVA), good performance in Pennsylvania and CMSA 6162 (Philadelphia-Wilmington-Atlantic City, PA-DE-NJ-MD), and adequate performance in Maryland, Delaware and MSA 1900 (Cumberland, MD-WV).

Community Development Lending		
Purpose	#	\$('000s)
Affordable Housing	102	\$216,373
Revitalize and Stabilize	17	\$16,611
Community Services	95	\$82,537
Economic Development	40	\$213,644
Totals	254	\$529,165

As shown in the accompanying table, the bank extended 254 qualified community development loans totaling \$529 million, including new commitments amounting to \$425 million and originated during the examination period. For details, see all lending volume tables numbered 1 in Appendix D.

M&T's community development lending was responsive to community needs. Affordable housing initiatives represented 41% of total activity. According to community contacts, financing

for affordable housing is an important need in all the bank's assessment areas. The bank's lending to support economic development represented 40% of total activity. Economic development initiatives included loans to preserve and create jobs in economic development zones in New York, Pennsylvania, and Maryland. Lending for community service initiatives represented 16% of total activity while lending to revitalize and stabilize LMI geographies represented 3% of total activity.

INVESTMENT TEST

M&T's investment performance is rated outstanding based on excellent performance in New York State, Pennsylvania, CMSA 8872 (Washington-Baltimore, DC-MD-VA-WVA), CMSA 6162 (Philadelphia-Wilmington-Atlantic City, PA-DE-NJ-MD), and Maryland. Performance was adequate in PMSA 1900 (Cumberland, MD-WV) and Delaware. As indicated in the table below, the bank's volume of qualified investments totaled \$120 million, a 116% increase since the previous examination. A significant amount of the increase represents investments held by Allfirst Financial and transferred to M&T after the 2003 acquisition. M&T made approximately \$89.8 million in new investments since the prior examination.

Qualified Investments		
Purpose	#	\$('000s)
Affordable Housing	241	91,708
Economic Development	100	13,664
Community Services	626	14,802
Revitalize and Stabilize	32	470
Totals	999	120,649

M&T's investments exhibited excellent responsiveness to credit and community development needs in the bank's various assessment areas. 76% of investments supported the development of affordable housing. Most of the investments (\$73.8 million) were in low-income housing tax credits ("LIHTCs"), which help to provide affordable housing to LMI

individuals. Economic development activity represented 12% of total activity. Investment activity directed to community service organizations represented 12% of total activity. For details, see the qualified investments tables numbered 14 in Appendix D.

SERVICE TEST

M&T's rating on the service test is outstanding based on excellent performance in New York State, Pennsylvania, Maryland, CMSA 8872 and MSA 1900. Performance was adequate in CMSA 6162 (Philadelphia-Wilmington-Atlantic City) and Delaware.

Retail Services: The bank's branches were readily accessible to all portions of the bank's assessment areas. Of the bank's 649 branches throughout its assessment area, 140 or 22% are in LMI areas.

Although the bank opened and closed branches and automatic teller machine ("ATM") locations during the evaluation period, the changes did not adversely affect overall accessibility of the bank's delivery systems. Extended morning, evening and weekend hours were widely scheduled

and tailored to the convenience and needs of the assessment areas, including LMI areas. The Allfirst acquisition added 241 branches and 293 ATMs. In addition, the bank has 17 business banking centers (16 in New York State and 1 in Delaware). For details, see the branch information tables numbered 15 in Appendix D.

In order to enhance distribution of banking services, M&T maintained the following alternative delivery systems:

- A network of 529 off-site ATMs, of which 111 or 21% are located in LMI areas.
- M&T Online Banking for Small Businesses allows customers to view business and personal accounts together and pay employees electronically. The service's tax payment feature can help small businesses comply with federal requirements on electronic tax remittances. Businesses can also pay bills electronically to payees who do not have an account with M&T.

Community Development Services: M&T is a leader in providing community development services based primarily on performance in New York and Pennsylvania. Overall, the bank provided a relatively high level of community development services. The table at right summarizes the high level of services the bank provided. M&T sponsored a large number of seminars providing affordable housing, financial and other banking education throughout its assessment areas. Bank employees also provided technical assistance and other services to several organizations.

Community Development Services	
Type	#
Presentations/Seminars	1,183
Housing/Home Shows	35
Miscellaneous	172

M&T participated in home buyer presentations and mortgage seminars, housing and home shows, and other types of events directly helping LMI individuals, LMI families, and small businesses throughout the assessment area. These events provided information, technical assistance, and training to LMI individuals, community organizations, small businesses, and housing agencies. Most of the events dealt with affordable housing.

In addition, M&T staff members serve on boards and key committees of community development organizations, provide financial literacy training to LMI individuals, provide financial management expertise and assist in organizing and managing fund-raising. In some instances, the bank has more than one staff member participating and providing more than one type of support service.

COMPLIANCE WITH ANTIDISCRIMINATION LAWS

No credit practices were identified that violated the substantive provisions of the anti-discrimination laws and regulations including the Equal Credit Opportunity Act (Regulation B), the Fair Housing Act and the Home Mortgage Disclosure Act (Regulation C).

STATE OF NEW YORK

CRA RATING FOR NEW YORK STATE: "OUTSTANDING."

The lending test is rated: High satisfactory.

The investment test is rated: Outstanding.

The service test is rated: Outstanding.

The major factors supporting the rating include:

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

SCOPE OF EXAMINATION

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

- MSA 1280 (Buffalo-Niagara Falls, NY). Includes Erie and Niagara Counties.
- CMSA 5602 (New York-Northern New Jersey-Long Island, NY-NJ-CT-PA). Includes Bronx, Kings, New York, Queens, Putnam, Rockland, Westchester, Nassau, Suffolk, Dutchess, and Orange Counties, all in New York State.
- MSA 6840 (Rochester, NY). Includes Genesee, Livingston, Monroe, Ontario, Orleans, and Wayne Counties.
- MSA 8160 (Syracuse, NY). Includes Cayuga, Madison and Onondaga Counties.
- MSA 0960 (Binghamton, NY). Includes Broome and Tioga Counties.

As shown in Exhibit 4 on page BB14, the combined full-scope areas make up more than 80% of the bank's loans and deposits in the state. Although the Binghamton MSA has less than 5% of the New York State assessment area's deposits, loans or investments, it was selected as a full-scope area because it has the second largest market share with over 21% of deposits.

In order to derive the state rating, full-scope assessment areas with the highest numbers of loans and deposits received greater weight. Limited reviews were conducted of the remaining New York assessment areas:

- MSA 0160 (Albany-Schenectady-Troy, NY)
- MSA 3610 (Jamestown, NY)
- Non-MSA Group B (Steuben, Allegany and Cattaraugus Counties)
- Non-MSA Group C (Sullivan and Ulster Counties)
- Non-MSA Group A (Seneca and Tompkins Counties)
- MSA 8680 (Utica-Rome, NY)
- MSA 2335 (Elmira, 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. As detailed in Exhibit 1 on page BB7, 37% of branches and 47% of branch deposits were located in the New York State assessment areas. Furthermore, 64% of home purchase loans, 47% of refinance loans and 59% of small business loans were originated in the New York state assessment areas in 2003.

M&T had a 2.57% deposit market share and ranks six in the counties of New York State where the bank has assessment areas. The top five banks are JP Morgan Chase, Citibank, N.A., HSBC Bank USA, the Bank of New York and Fleet National Bank.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN NEW YORK STATE

LENDING TEST

M&T's lending test performance is rated high satisfactory based on good performance in all the full-scope assessment areas except MSA 0960 (Binghamton, NY) where performance was adequate.

The data used to evaluate the bank's performance in the state assessment areas appear in the New York sections of the Appendix D tables. Lending activity is depicted in New York State Table 1, geographic distribution in New York State Tables 2-7, and borrower characteristics are depicted in New York State Tables 8-12. There are separate tables for 2002 and 2003 lending data.

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 MSA 1280 (Buffalo-Niagara Falls, NY), CMSA 5602 (New York-Northern New Jersey-Long Island, NY-NJ-CT-PA) and MSA 0960 (Binghamton, NY), and excellent lending activity in MSA 6840 (Rochester, NY) and MSA 8160 (Syracuse, NY).

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

	MSA 1280	CMSA 5602	MSA 6840	MSA 8160	MSA 0160	MSA 0960	MSA 3610	Non-MSA Group B	Non-MSA Group C	Non-MSA Group A	MSA 8680	MSA 2335	TOTALS
Total Population	1,170,111	12,245,937	1,098,201	609,740	794,293	252,320	139,750	190,259	251,715	178,442	235,469	71,621	17,237,858
Population % of AA population	7%	71%	6%	4%	5%	1%	1%	1%	1%	1%	1%	0%	100%
Families	303,215	2,956,663	279,711	154,690	202,797	65,057	36,146	49,238	62,236	39,601	59,378	18,123	4,226,855
Families % of AA families	7%	70%	7%	4%	5%	2%	1%	1%	1%	1%	1%	0%	100%
Total Census Tracts	302	3,135	268	180	206	65	34	52	73	45	73	19	4,452
Tracts % AA tracts	7%	70%	6%	4%	5%	1%	1%	1%	2%	1%	2%	0%	100%
LMI tracts	95	962	85	50	55	17	7	4	4	5	24	6	1,314
LMI tracts % all AA LMI tracts	7%	73%	6%	4%	4%	1%	1%	0%	0%	0%	2%	0%	100%
Total Owner-Occupied Units	310,174	1,987,715	286,506	157,832	203,753	67,917	37,757	53,524	64,761	40,612	60,808	18,037	3,289,396
Units % of AA units	9%	60%	9%	5%	6%	2%	1%	2%	2%	1%	2%	1%	100%
Business Establishments	28,297	319,337	28,650	16,785	20,392	5,870	3,737	4,514	7,513	4,460	5,616	1,776	446,947
Bus. est. % AA bus. est.	6%	71%	6%	4%	5%	1%	1%	1%	2%	1%	1%	0%	100%
Number of Branches	52	54	36	31	12	17	10	11	9	8	2	1	243
Branches % all branches	21%	22%	15%	13%	5%	7%	4%	5%	4%	3%	1%	0%	100%
Branches in LMI tracts	14	10	8	7	2	5	1	0	0	1	0	0	48
LMI branches % AA LMI branches	29%	21%	17%	15%	4%	10%	2%	0%	0%	2%	0%	0%	100%
Branch Deposits (\$'000s)	5,253,584	3,547,868	1,948,566	1,621,538	458,622	554,419	213,866	195,056	468,178	202,879	67,388	18,227	14,550,191
Deposits % AA deposits	36%	24%	13%	11%	3%	4%	1%	1%	3%	1%	0%	0%	100%
Deposit Market Share (%)/ Rank in Market	24.69%/2	.74%/18	8.30%/4	18.94%/1	2.74%/10	21.06%/2	17.23%/2	8.01%/5	15.01%/1	9/65%/3	1.76%/12	1.59%/7	2.58%/6
Home Purchase Originations	1,533	1,461	1,184	630	753	175	107	142	137	174	97	13	6,406
HP originations % AA orig.	24%	23%	18%	10%	12%	3%	2%	2%	2%	3%	2%	0%	100%
Refinance Originations	1,782	1,701	1,225	711	721	251	100	224	184	178	92	17	7,186
Refi orig. % AA orig.	25%	24%	17%	10%	10%	3%	1%	3%	3%	2%	1%	0%	100%
Home Improvement Originations	148	71	59	60	14	30	20	37	16	7	10	1	473
Home Improvement orig. % AA orig.	31%	15%	12%	13%	3%	6%	4%	8%	3%	1%	2%	0%	100%
Small Business Originations	2,158	1,125	1,588	944	298	471	144	79	161	98	69	26	7,161
SB orig. % AA orig.	30%	16%	22%	13%	4%	7%	2%	1%	2%	1%	1%	0%	100%
Combined Loan Totals	5,621	4,435	4,068	2,344	1,832	911	381	465	519	466	265	56	21,363
% of AA Orig.	26%	21%	19%	11%	9%	4%	2%	2%	2%	2%	1%	0%	100%

Branch numbers are as of December 31, 2003. Branch deposits and deposit market share are from the Federal Deposit Insurance Corporation as of June 30, 2003. Originations are loans reported under HMDA or CRA small business reporting for 2003. Demographic

Geographic Distribution: The geographic distribution of HMDA-related and small business loans reflected good penetration in LMI geographies. This conclusion is based on good performance in all the full-scope areas except MSA 0960 (Binghamton, NY) where the geographic distribution of loans was excellent.

Borrower Distribution: Overall borrower distribution in New York State was good based on good distribution in the Buffalo, Rochester, Syracuse, and CMSA 5602 assessment areas, and adequate distribution in the Binghamton assessment area.

The overall conclusions consider the number and percentage of LMI families in each assessment area as well as the amount of small business loans, number of small business establishments in the area, and aggregate performance.

Community Development Loans: M&T's community development lending performance was outstanding based on excellent performance in all full-scope assessment areas except MSA 0960 (Binghamton, NY) where performance was good. During the examination period, community development loan commitments totaled \$414 million, with 78% involving new commitments since the previous examination.

Community development lending was spread across New York State. Thirty-eight percent of community development lending activity was in CMSA 5602 (New York-Northern New Jersey-Long Island, NY-NJ-CT-PA), while 62% of community development activity was spread across the various upstate New York MSAs.

Lending primarily targeted affordable housing with 36% of statewide activity and economic development with 44% of statewide activity.

Community development lending included more than \$22 million in multifamily loans for properties located in LMI census tracts. These loans financed 1,241 units of affordable housing.

INVESTMENT TEST

In the New York assessment area, M&T had an outstanding level of qualified community development investments that exhibited excellent responsiveness to credit and community development needs.

Qualified investments totaled \$39 million, and approximately \$12.4 million of that amount was invested in funds on a statewide basis. This includes \$5.3 million in mortgage-backed securities, which promote homeownership for LMI individuals, and approximately \$5 million in equity investments. Investments also included \$5.8 million in charitable grants and contributions to organizations supporting community development projects and programs.

Most qualified investments were made in CMSA 5602 (New York-Northern New Jersey-Long Island, NY-NJ-CT-PA), representing 31% of total investments in the combined New York State

assessment areas. Activity was also extensive in MSA 1280 (Buffalo, NY), where activity represented 19% of investments in the state assessment areas.

Approximately 51% of the investments targeted agencies that support affordable housing development, a primary credit need in the bank's assessment areas. Fifteen percent of the activity was directed primarily to economic development, including local community development financial institutions ("CDFIs"), which provide direct loans to very small businesses.

SERVICE TEST

M&T's performance under the service test in the New York State assessment areas was outstanding. This conclusion was based on excellent performance in the four major upstate MSAs subject to a full-scope review (Buffalo, Rochester, Syracuse, and Binghamton), while performance in downstate CMSA 5602 (New York-Northern New Jersey-Long Island, NY-NJ-CT-PA) was good.

METROPOLITAN AREA

(FULL REVIEW)

MSA 1280 (BUFFALO-NIAGARA FALLS, NY)

DESCRIPTION OF INSTITUTION'S OPERATIONS

This MSA contains the largest proportion of M&T's loans and deposits and includes the city of Buffalo, where the bank has its headquarters. As shown in Exhibit 4 on page BB14, M&T operated 52 branches in the MSA, which is 21% of the bank's branches in New York State as of December 31, 2003. Over a quarter of the HMDA-related and small business loans the bank extended in the state were originated in this MSA.

As of June 30, 2003, 36% of M&T's deposits in New York State were held in this MSA. With approximately 25% of deposits, M&T has the second largest deposit market share in the MSA.

PERFORMANCE CONTEXT

Demographic Characteristics

M&T's assessment area includes Erie and Niagara Counties. According to the 2000 Census, the MSA population declined 2% to 1.2 million over the last ten years while Buffalo's fell 11%. According to the 2000 Census, 16% of the MSA population is age 65 and older. Generally, an aging population limits opportunities for home purchase and refinance lending because older persons tend to own their own homes or live in senior citizen housing with limited mortgage financing needs.

Income Characteristics

The table at right lists HUD figures for median family income during the examination period. Median family income in the city of Buffalo is lower than in the rest of the MSA, according to the 2000 Census. HUD does not report annual income for the city.

Housing Characteristics

Housing costs in relation to family incomes may limit opportunities for home purchase. City residents in particular might be unable to purchase homes without assistance because of lower income levels.

HUD MEDIAN FAMILY INCOMES		
MSA	2002	2003
1280 (Buffalo-NF, NY)	\$50,800	\$52,500

2000 CENSUS INCOMES		
MSA	Median Family Income	% of Families Below Poverty Level
1280 (Buffalo-NF, NY)	\$49,146	9%
City of Buffalo	\$30,614	27%

EXHIBIT 5
Combined Demographics Report

Analysis Year: 2003

Assessment Area: MSA 1280 (Buffalo-Niagara Falls, NY)

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	61,608	20.3
Moderate-income	63	20.9	46,874	15.5	9,081	19.4	54,702	18.0
Middle-income	137	45.4	147,553	48.7	7,479	5.1	66,883	22.1
Upper-income	59	19.5	84,587	27.9	1,939	2.3	120,022	39.6
Tract not reported	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
Tract not reported	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	2,652	9.6	2,088	9.2	478	12.3	86	9.9
Moderate-income	3,656	13.3	3,024	13.3	552	14.2	80	9.2
Middle-income	12,761	46.3	10,512	46.1	1,808	46.5	441	50.9
Upper-income	8,145	29.6	6,957	30.5	942	24.2	246	28.4
Unknown-income	325	1.2	206	0.9	106	2.7	13	1.5
Total Assessment Area	27,539	100.0	22,787	100.0	3,886	100.0	866	100.0
Percentage of Total Businesses:				82.7		14.1		3.1
	Total Farms by Tract	Farms by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
		#	%	#	%	#	%	
Low-income	1	0.2	1	0.2	0	0.0	0	0.0
Moderate-income	5	1.2	4	1.0	1	7.7	0	0.0
Middle-income	316	75.2	306	75.9	7	53.8	3	75.0
Upper-income	97	23.1	91	22.6	5	38.5	1	25.0
Unknown-income	1	0.2	1	0.2	0	0.0	0	0.0
Total Assessment Area	420	100.0	403	100.0	13	100.0	4	100.0
Percentage of Total Farms:				96.0		3.1		1.0

According to the 2000 Census, the number of owner-occupied housing units in the MSA increased 4% as the number of such units in the city of Buffalo dropped 10%. The 2000 Census also reported that 61% of the MSA's housing units are owner-occupied and 8.4% are vacant. In Buffalo, owner-occupied units represent 37% and vacant units 16% of total housing units. These factors limit the demand for mortgage loans.

Median Home Sales Prices		
Area	2002	2003
MSA 1280 (Buffalo-NF, NY)	\$85,000	\$88,600

Source: National Association of Realtors

In the city of Buffalo, 68% of the residents own homes. Housing prices are very low in the city, especially on the east side. Affordable housing is not necessarily an immediate need because of home prices, but rehabilitation is needed because of a high rate of vacancy and boarded-up units. Housing units outnumber households by more than 22 thousand in the city. In addition, many homes are old and in poor condition, but the city government is slow to demolish condemned housing because of its budget problems.

Labor, Employment and Economic Characteristics

Unlike the early 1990s, employment has been relatively strong in the MSA despite the current recession. As shown in the chart at left, jobless rates increased during the examination period, and unemployment rates are higher for the city of Buffalo than for the MSA.

Average Annual Unemployment Rates		
Area	2002	2003
MSA 1280 (Buffalo-NF, NY)	6.0%	6.4%
City of Buffalo	9.6%	10.2%

Increasing unemployment rates indicate a need for economic development, particularly in the city.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN MSA 1280 (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 1280 was good.

In 2002, the bank had a 30% deposit market share in its assessment areas, ranking second in the market, while the HMDA-related loan market share was 10%, also ranking second in the market, and its small business loan market share was 11%, ranking fourth. Compared with similarly situated banks, M&T was a strong performer in terms of small business loans and competitive in terms of HMDA-related loan originations.

According to 2001 and 2002 data, the number of home purchase loans extended by M&T

decreased while the aggregate's total number of home purchase loans increased. The bank's number of refinancings decreased modestly while the aggregate's number of refinancings increased. In terms of small business loans, M&T's number declined while the aggregate's increased.

Geographic Distribution: Geographic distribution for this assessment area was good based on overall good distribution in LMI census tracts. This conclusion considered performance context issues such as limited opportunities for HMDA-related lending in low-income areas.

Performance in low-income tracts was good overall because of good performance in home purchase lending and small business lending. Refinance lending was adequate. The conclusions considered the limited HMDA-related lending opportunities noted in the Performance Context section and supported by the market aggregate performance. The following table summarizes the performance related to lending in low-income census tracts.

Lending in Low-income Tracts MSA 1280 (Buffalo-Niagara Falls, NY)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Adequate	Good	Below
Refinance	Adequate	Adequate	Significantly below
Small Business	Excellent	Good	Similar

Performance in moderate-income tracts was good overall because of good performance in home purchase lending, adequate performance in refinance lending, and excellent small business lending performance. Reduced lending opportunities, as noted in the Performance Context section and supported by market aggregate performance, were considered in these conclusions. The following table summarizes lending performance in moderate-income census tracts.

Lending in Moderate-income Tracts MSA 1280 (Buffalo-Niagara Falls, NY)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Adequate	Excellent	Similar
Refinance	Adequate	Adequate	Slightly below
Small Business	Excellent	Excellent	Slightly above

Distribution by Borrower Income and Revenue Size of the Business: Performance in the Buffalo MSA was good based on adequate levels of lending to low-income borrowers and small

businesses, and an excellent level of lending to moderate-income borrowers.

Overall distribution to low-income borrowers in the assessment area was adequate based on adequate home purchase and refinance distribution. The conclusions with respect to home purchase and refinance loans consider the difficulty in extending such loans to low-income borrowers because of their low homeownership rates, income levels in relation to housing prices, and the deferred maintenance costs of many properties. The following table summarizes lending performance to low-income borrowers.

Lending to Low-income Borrowers MSA 1280 (Buffalo-Niagara Falls, NY)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Adequate	Adequate	Slightly below
Refinance	Adequate	Adequate	Similar

Overall distribution to moderate-income borrowers was excellent based on excellent distribution of home purchase loans and good distribution of refinance loans. The following table summarizes performance regarding lending to moderate-income borrowers.

Lending to Moderate-income Borrowers MSA 1280 (Buffalo-Niagara Falls, NY)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Excellent	Excellent	Similar
Refinance	Good	Good	Slightly above

Overall distribution of small business loans was adequate based on adequate performance in 2002 and 2003. In addition, 66% of loans were for \$100 thousand or less in 2002. In contrast, 90% of 2002 aggregate loans were for \$100 thousand or less.

Community Development Lending: M&T's level of community development lending activity in MSA 1280 (Buffalo-Niagara-Falls, NY) was excellent with 46 loans totaling nearly \$85 million, or 20% of New York State community development lending. Performance was stronger than at the previous examination when community development lending totaled less than \$30 million.

The bank's lending efforts targeted economic development activities, which represented 76% of all lending in the MSA. Examples of community development loans included:

- A \$30 million loan to assist a company primarily employing LMI workers and

located in a New York State “Empire Zone” designed to develop downtown Buffalo’s economy; and

- An \$800 thousand community service loan to an organization that provides educational, rehabilitative, and occupational support to the developmentally disabled.

INVESTMENT TEST

M&T’s investment performance in the Buffalo-Niagara Falls MSA was excellent. The bank’s volume of qualified investments totaled \$7.5 million or 19% of statewide activity. The bank’s qualified investment activity exhibited excellent responsiveness to assessment area credit needs, as detailed in the table at right. Examples of the qualified investments are:

Qualified Investments		
Purpose	#	\$(000)
Affordable Housing	21	186
Community Service	120	7,115
Economic Development	10	254
Revitalize & Stabilize	5	23
Total	156	7,578

- A \$4.2 million investment in a county industrial agency bond for construction of a diagnostic and treatment center in a Buffalo LMI neighborhood;
- A \$1.4 million grant to a local school in an LMI area for after-school mentoring, a summer program, and technology programs;
- A \$640 thousand grant to a service organization providing programs that target basic needs such as shelter, food, literacy and employment services for the disabled;
- Deposits totaling \$200 thousand in local credit unions providing low-cost financial services to LMI families; and
- Approximately \$700 thousand in charitable grants and donations to organizations promoting community service and affordable housing.

SERVICE TEST

Performance under the service test was outstanding based primarily on M&T’s excellent branch distribution in the assessment area.

Retail Services: The bank’s delivery systems were readily accessible to all portions of the bank’s assessment area, including LMI areas. Overall, M&T has 52 branches in MSA 1280 (Buffalo-Niagara Falls, NY), of which 14 or 27% are located in LMI areas. This compares favorably with the portion of the MSA population residing in LMI areas.

Changes in branch locations during the evaluation period did not adversely impact the accessibility of the bank's delivery systems. One branch located in an LMI area was closed during the evaluation period.

Alternative delivery systems slightly enhanced the bank's performance in the assessment area. M&T had 60 off-site ATM locations in the assessment area; 2 of the ATMs, or 3%, were located in LMI areas.

The bank's hours and services were tailored to the needs and convenience of the assessment area, including LMI areas. Of the 52 branches in the MSA, 38 had either early morning or late evening hours, 9 had Saturday hours and 1 had Sunday hours.

Community Development Services	
Type	#
Presentations/Seminars	357
Housing/Home Shows	6

Community Development Services: The bank was a leader in providing community development services in the Buffalo MSA. The table at left shows the services the bank performed during the evaluation period. Most of the 357 seminars covered mortgage education topics.

In addition, two M&T officers were board members of qualified community development organizations, and ten bank employees were members of various committees of community development organizations (one steering, four loan and five fund-raising committees).

METROPOLITAN AREA

(FULL REVIEW)

CMSA 5602

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

DESCRIPTION OF INSTITUTION'S OPERATIONS

As of December 31, 2003, M&T operated 54 branches, or 22% of its New York State branches in the CMSA. As of June 30, 2003, 24% of the bank's New York State deposits were in the CMSA. The area is a highly competitive market, and some of the largest financial institutions in the U.S. have their headquarters here. With a deposit market share of less than 1%, M&T ranks 18th in deposit market share in its CMSA assessment area. For details, see Exhibit 4 on page BB14.

PERFORMANCE CONTEXT

Demographic Characteristics

M&T's assessment area in CMSA 5602 (New York-Northern New Jersey-Long Island, NY-NJ-CT-PA) includes portions of PMSA 5600 (New York, NY), PMSA 5380 (Nassau-Suffolk, NY), PMSA 5660 (Newburgh, NY-PA), and PMSA 2281 (Dutchess County, NY). According to the 2000 Census, the population of the bank's assessment area exceeds 12 million. PMSA 5600 has over 74% of the population in the CMSA assessment area.

A significant proportion of the assessment area population was born outside the U.S. The 2000 Census shows that approximately 24% of the CMSA population and 30% of the PMSA 5600 population is foreign-born. In the CMSA, 41% of the foreign-born population immigrated during the 1990s. In PMSA 5600, 42% immigrated during the 1990s.

Recent immigrants may have limited or no credit histories, different beliefs about borrowing, and language barriers. The combination of these factors and the possible need for financial literacy education may hinder the bank from fully meeting the credit needs of the community.

Approximately 34% of the CMSA assessment area population resides in LMI geographies, and the LMI geographies are concentrated in New York City, mostly in the Bronx. Of the assessment area's 3,135 census tracts, 962 or 31% are located in LMI geographies.

Income Characteristics

HUD-adjusted median family income figures for the PMSAs comprising the assessment area are shown in the chart at right.

HUD MEDIAN FAMILY INCOMES		
PMSA	2002	2003
5600 (New York, NY)	\$62,800	\$51,900
5380 (Nassau-Suffolk, NY)	\$83,000	\$83,700
5660 (Newburgh, NY-PA)	\$58,700	\$63,500
2281 (Dutchess County, NY)	\$68,100	\$67,800

According to the 2000 Census, the CMSA's median family income is \$60,254, and more than 10% of CMSA families subsist below the poverty level. PMSA 5600 (New York, NY) has a significantly lower median family income (\$46,471) and a higher proportion of families below the poverty level (16.6%). In Bronx County, the median family income is just \$30,682 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. Community contacts cited both affordable housing and small business lending in the CMSA's New York City area as local credit needs.

Housing Characteristics

Unlike the upstate portions of M&T's assessment areas, only 42% of the CMSA assessment area's housing units are owner-occupied, according to the 2000 Census. Only 18% of the homes in LMI geographies are owner-occupied, making rentals the largest segment of the housing market. HMDA-related lending opportunities are therefore limited in this assessment area.

During the examination period, housing prices increased significantly despite a recession and the effects of the September 11, 2001, terrorist attacks in New York City. According to the National Association of Realtors, the median sales price for existing single-family homes in the CMSA for 2003 is \$353,000, up from \$309,800 a year earlier. 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. This indicates the need to provide affordable mortgage programs and develop affordable rental properties for LMI residents. Community contacts said flexible lending programs and loans for affordable rental housing are needed. They added that building affordable housing for LMI families without Section 8 certificates and other subsidies is difficult.

Labor, Employment and Economic Characteristics

During the examination period, the New York City economy continued to recede from its historic 1990s expansion although positive signals of a recovery appeared in late 2003. The declining dot-com sector and stock market caused thousands of layoffs, which intensified after 9/11. Many lower Manhattan businesses, particularly those in the securities industry, moved to Westchester County, Long Island, New Jersey, and Connecticut.

By late November 2003, however, a poll by the Partnership for New York City found that 63% of chief executive officers believe that the city's economy had largely recovered from 9/11, and 94% expressed confidence in the city's economy over the next decade. The most frequently cited effects lingering from 9/11 include the drop in international travel, relocation of jobs out of the city, and the high cost of insurance.

EXHIBIT 6
Combined Demographics Report

Analysis Year: 2003

Assessment Group(s): CMSA 5602

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	294	9.4	271,591	9.2	115,204	42.4	718,771	24.3
Moderate-income	668	21.3	680,052	23.0	153,102	22.5	477,021	16.1
Middle-income	1,141	36.4	1,118,601	37.8	91,315	8.2	546,534	18.5
Upper-income	954	30.4	886,419	30.0	33,972	3.8	1,214,337	41.1
Tract not reported	78	2.5	0	0.0	0	0.0	0	0.0
Total Assessment Area	3,135	100.0	2,956,663	100.0	393,593	13.3	2,956,663	100.0
	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	412,110	27,828	1.4	6.8	356,702	86.6	27,580	6.7
Moderate-income	1,074,310	233,757	11.8	21.8	768,254	71.5	72,299	6.7
Middle-income	1,688,759	880,106	44.3	52.1	720,402	42.7	88,251	5.2
Upper-income	1,550,343	846,019	42.6	54.6	625,661	40.4	78,663	5.1
Tract not reported	176	5	0.0	2.8	43	24.4	128	72.7
Total Assessment Area	4,725,698	1,987,715	100.0	42.1	2,471,062	52.3	266,921	5.6
	Total Businesses by Tract	Businesses by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
		#	%	#	%	#	%	#
Low	13,062	4.1	10,672	4.1	1,923	3.6	467	5.4
Moderate	47,472	14.9	39,146	15.2	6,883	12.9	1,443	16.6
Middle	106,476	33.3	88,733	34.5	14,999	28.2	2,744	31.5
Upper	148,725	46.6	116,479	45.2	28,277	53.2	3,969	45.6
Unknown	3,602	1.1	2,417	0.9	1,100	2.1	85	1.0
Total Assessment	319,337	100.0	257,447	100.0	53,182	100.0	8,708	100.0
Percentage of Total Businesses:			80.6		16.7		2.7	
	Total Farms by Tract	Farms by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
		#	%	#	%	#	%	#
Low	17	1.7	15	1.7	2	2.9	0	0.0
Moderate	129	13.1	121	13.4	8	11.6	0	0.0
Middle	466	47.2	440	48.6	19	27.5	7	53.8
Upper	373	37.8	328	36.2	39	56.5	6	46.2
Unknown	2	0.2	1	0.1	1	1.4	0	0.0
Total Assessment Area	987	100.0	905	100.0	69	100.0	13	100.0
Percentage of Total Businesses:			91.7		7.0		1.3	

The Century Foundation reported that 14,632 businesses in the area near the World Trade Center were destroyed, damaged or significantly disrupted. Bronx, Kings, New York, Queens and Richmond Counties were declared disaster areas, which allowed the U.S. Small Business Administration to offer direct low-interest loans (as low as 4% for businesses and nonprofit organizations without credit available elsewhere). The number of loans originated was low, however, as many merchants felt that their businesses might not survive and borrowing would be too risky. Other merchants either did not have adequate credit history or collateral. The greatest need is for outright grant funds or loans with deferred repayment terms in excess of one year.

As summarized in the chart at right, the highest annual unemployment rates are in PMSA 5600, mainly New York City. The New York State Department of Labor reports an annual average unemployment rate in the city of 8.4% in 2003, an increase from 7.9% in 2002.

Annual Unemployment Rates		
PMSA	2002	2003
5600 (New York, NY)	7.3%	7.7%
5380 (Nassau-Suffolk, NY)	4.3%	4.2%
5660 (Newburg, NY-PA)	4.4%	4.7%
2281 (Dutchess County, NY)	4.1%	3.8%

Source: U.S. Department of Labor

Because of job losses, particularly in New York City, community contacts have noted a need to focus on creating more business opportunities, and therefore more jobs, in LMI areas. Financial and technical assistance is also needed for both small businesses and LMI families who are considering homeownership for the first time.

In the nonprofit community, 9/11 also caused serious lingering consequences. City budget cutbacks led to decreased funding from city agencies, which predominantly impacts organizations providing human services. Organizations also lost aid from fundraisers that were cancelled or scaled back. At the same time, many organizations face an increased demand for services, particularly those offering food supplies, job placement and retraining. These conditions present community development loan and investment opportunities for area financial institutions.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN CMSA 5602 (NEW YORK-NORTHERN NEW JERSEY-LONG ISLAND, NY-NJ-CT-PA)

LENDING TEST

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

Lending Activity: The bank's responsiveness to retail credit needs in CMSA 5602 was good.

With a 1% share of the deposits in the assessment area in 2002, the bank ranks 17th in the market. M&T's HMDA-related loan market share of 1% yields a rank of 25th in the market, and the bank ranks 19th in small business loans with a market share of less than 1%. Compared with similarly situated banks, M&T's performance was strong in terms of HMDA-related lending and competitive in terms of small business lending.

From 2001 to 2002, M&T's number of home purchase loans decreased while the aggregate's increased. The bank's number of refinancings decreased modestly as the aggregate's refinancings increased. The number of M&T small business loans increased at a higher rate compared with the aggregate.

Geographic Distribution: Geographic distribution of lending for this assessment area was good based on overall excellent distribution in low-income census tracts and good distribution in moderate-income census tracts.

Loan distribution in low-income tracts was excellent for home purchase and refinance lending while small business penetration was good. The following table summarizes performance related to lending in low-income tracts.

Lending in Low-income Tracts CMSA 5602			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Excellent	Excellent	Significantly above
Refinance	Excellent	Excellent	Above
Small Business	Good	Good	Slightly below

Distribution in moderate-income tracts was excellent for home purchase lending, good for refinance lending, and adequate for small business lending. The following table summarizes performance related to lending in moderate-income tracts.

Lending in Moderate-income Tracts CMSA 5602			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Excellent	Excellent	Significantly above
Refinance	Good	Good	Slightly below
Small Business	Adequate	Adequate	Below

Distribution by Borrower Income and Revenue Size of the Business: Lending performance in the assessment area was good based on adequate lending to low-income borrowers, an excellent level of lending to moderate-income borrowers, and adequate lending to small businesses.

Overall distribution to low-income borrowers in the assessment area was adequate. This conclusion considers the difficulty of extending home purchase and refinance loans to low-income borrowers as noted in the Performance Context section and supported by market aggregate performance. The following table summarizes performance related to lending to low-income borrowers.

Lending to Low-income Borrowers CMSA 5602			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Adequate	Adequate	Significantly above
Refinance	Adequate	Adequate	Similar

Overall distribution to moderate-income borrowers was excellent based on excellent distribution of both home purchase loans and refinance loans. The following table summarizes performance related to lending to moderate-income borrowers.

Lending to Moderate-income Borrowers CMSA 5602			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Excellent	Good	Above
Refinance	Good	Excellent	Similar

The overall distribution of small business loans was adequate based on adequate performance in 2002 and 2003. In addition, 67% of 2002 loans were for \$100 thousand or less. In contrast, 96% of 2002 aggregate loans were for \$100 thousand or less.

Community Development Lending: M&T's community development lending performance in CMSA 5602 was excellent with 38% of the bank's statewide community development lending. Commitments totaled \$158 million. Most lending was in PMSA 5600 (New York, NY) where community development loans totaled \$132 million or 84% of total CMSA activity.

Community development lending mainly targeted affordable housing initiatives needed in the CMSA, and these initiatives totaled 63% of this type of lending. The bank's community development lending included:

- An \$8.5 million loan to purchase 25 acres in Westchester County to develop affordable housing for seniors. The project will provide 90 condominium units and 34 townhouse units. The units will be sold to senior citizens earning 80%

or less of area median income.

- A \$9.5 million community service loan in Maspeth, Queens, for a health care facility targeting LMI individuals.

INVESTMENT TEST

M&T's investment performance in CMSA 5602 was excellent. The volume of qualified investments totaled \$12 million or 31% of statewide activity. The bank's qualified investment activity exhibited excellent responsiveness to assessment area credit needs, as detailed in the accompanying table.

Qualified Investments		
Purpose	#	\$('000)
Affordable Housing	43	9,793
Community Service	114	1,032
Economic Development	23	1,021
Revitalize & Stabilize	14	228
Total	194	12,074

Examples of qualified investments included:

- Mortgage-backed securities totaling \$9.5 million to promote homeownership by LMI individuals;
- Deposits totaling \$400 thousand in credit unions that provide financial services to LMI families and geographies;
- A \$605 thousand investment in a municipal bond to finance the construction and improvement of school buildings in LMI geographies; and
- Approximately \$1.2 million in charitable grants and donations to organizations promoting community development service and affordable housing.

SERVICE TEST

Performance under the service test was good primarily because of M&T's excellent level of community development services in the assessment area and adequate branch distribution.

Retail Services: The bank's delivery systems were reasonably accessible to the bank's assessment area, including LMI areas. M&T has 54 branches in CMSA 5602 of which 10 or 19% are located in LMI areas. In comparison, 34% of the CMSA population resides in LMI areas.

The bank did not open or close any branches in LMI areas during the evaluation period.

Alternative delivery systems slightly enhanced the bank's performance in the assessment area as M&T had 15 off-site ATM locations in the assessment area; 2 or 13% were located in LMI areas.

The bank's hours and services were tailored to the needs and convenience of the assessment area, including LMI areas. Of the 54 branches in the MSA, 17 have either early morning or late evening hours and 33 have Saturday hours.

Community Development Services	
Type	#
Presentations/Seminars	85
Miscellaneous	15

Community Development Services: M&T was a leader in providing community development services in the CMSA. The table at left shows the bank's services during the evaluation period. Most of the presentations and seminars covered mortgage lending education topics. In addition, an M&T employee was a board member, and another was on the loan committee of a qualified community development organization.

METROPOLITAN AREA

(FULL REVIEW)

MSA 6840 (ROCHESTER, NY)

DESCRIPTION OF INSTITUTION'S OPERATIONS

As of the end of the examination period, M&T's 36 branches in this MSA represented 15% of the bank's branch network in New York State. The Rochester MSA branches generated 13% of the bank's New York State deposits as of June 30, 2003. With respect to deposits, M&T has an 8.3% market share and is the fourth largest bank in the area. For details, see Exhibit 4 on page BB14.

PERFORMANCE CONTEXT

Demographic Characteristics

M&T's assessment area consists of Monroe, Wayne, Orleans, Livingston, Ontario, and Genesee Counties. In the 1990s, the MSA population increased more than 3% to 1.1 million, according to the 2000 Census. Almost 13% of the MSA population is over 65, which reduces lending opportunities as many senior citizens may already own homes and generally do not need to refinance them.

Although the MSA population has grown, the city of Rochester's population declined 5% since 1990, according to the 2000 Census. This continued a long-term pattern of people moving from the city to the suburbs. Because of the growth and spread of the suburbs, Monroe County, in which Rochester is located, is the only large upstate county with a significant increase in population (3%) in the decade, according to a local newspaper.

Income Characteristics

Of all full-scope assessment areas in upstate New York, the Rochester MSA has the highest median family income. Most of the LMI census tracts are located in Monroe County, primarily in Rochester. As shown in the table at right, the 2000 Census found that the city of Rochester has lower incomes and higher poverty levels than the MSA as a whole.

HUD MEDIAN FAMILY INCOMES		
MSA	2002	2003
6840 (Rochester, NY)	\$54,900	\$56,900

2000 CENSUS INCOMES		
MSA	Median Family Income	% of Families Below Poverty Level
6840 (Rochester, NY)	\$53,609	7.4%
City of Rochester	\$31,257	23.4%

EXHIBIT 7
Combined Demographics Report

Analysis Year: 2003

Assessment Group(s): MSA 6840 Total

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	38	14.2	20,069	7.2	7,477	37.3	54,440	19.5
Moderate-income	47	17.5	34,827	12.5	5,007	14.4	51,009	18.2
Middle-income	121	45.1	144,104	51.5	6,726	4.7	64,291	23.0
Upper-income	57	21.3	80,711	28.9	1,459	1.8	109,971	39.3
Tract not reported	5	1.9	0	0.0	0	0.0	0	0.0
Total Assessment Area	268	100.0	279,711	100.0	20,669	7.4	279,711	100.0
	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	40,415	9,540	3.3	23.6	24,489	60.6	6,386	15.8
Moderate-income	68,427	31,895	11.1	46.6	30,210	44.1	6,322	9.2
Middle-income	228,081	155,350	54.2	68.1	57,950	25.4	14,781	6.5
Upper-income	114,438	89,721	31.3	78.4	20,917	18.3	3,800	3.3
Tract not reported	1	0	0.0	0.0	1	100.0	0	0.0
Total Assessment Area	451,362	286,506	100.0	63.5	133,567	29.6	31,289	6.9
	Total Businesses by Tract	Businesses by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
		#	%	#	%	#	%	#
Low	2,632	9.2	2,067	8.6	483	13.3	82	9.2
Moderate	4,012	14.0	3,273	13.6	598	16.5	141	15.7
Middle	13,685	47.8	11,585	48.0	1,663	45.9	437	48.8
Upper	8,311	29.0	7,198	29.8	877	24.2	236	26.3
Unknown	10	0.0	5	0.0	5	0.1	0	0.0
Total Assessment	28,650	100.0	24,128	100.0	3,626	100.0	896	100.0
Percentage of Total Businesses:			84.2		12.7		3.1	
	Total Farms by Tract	Farms by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
		#	%	#	%	#	%	#
Low	2	0.2	2	0.2	0	0.0	0	0.0
Moderate	42	3.7	39	3.7	3	5.4	0	0.0
Middle	926	82.2	875	82.2	48	85.7	3	50.0
Upper	157	13.9	149	14.0	5	8.9	3	50.0
Unknown	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	1,127	100.0	1,065	100.0	56	100.0	6	100.0
Percentage of Total Businesses:			94.5		5.0		0.5	

Housing Characteristics

Housing costs in relation to family incomes, particularly in the city of Rochester, limit opportunities for conventional mortgage financing and indicate a need for affordable housing with subsidized and flexible mortgage programs. The accompanying table indicates the median housing costs in MSA 6840 over two years.

Median Home Sales Prices		
Area	2003	2002
MSA 6840 (Rochester, NY)	\$99,400	\$93,800

Based on 2000 Census data, the number of housing units in the MSA increased to 451 thousand over the past decade. In the city of Rochester, the number of housing units declined slightly, and the number of owner-occupied housing units fell 13% between 1990 and 2000. Vacant housing units increased 43% during the decade and accounted for almost 7% of all housing units in 2000.

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 the dramatic increase in the number of vacant properties as a result of foreclosures. The contact said funding is needed to rehabilitate vacant properties, many of which remain unoccupied for long periods and become blight on neighborhoods. These conditions indicate a decline in HMDA-related lending opportunities and a need for community development and home improvement lending to rehabilitate or replace vacant properties.

Labor, Employment and Economic Characteristics

Historically, manufacturing has been a major component of the Rochester economy but declined steadily between the 1990 and 2000 Censuses. The area lost almost 22 thousand manufacturing jobs during the decade. Downsizing at Eastman Kodak, Xerox and Bausch & Lomb accounts for most of the job losses. The companies have been the primary drivers of the Rochester economy, and their cutbacks have resulted in a shift to smaller service companies. Employment in the services sector climbed from 32% of total employment in 1990 to almost 45% by 2000.

Annual Average Unemployment Rate		
Area	2002	2003
MSA 6840 (Rochester, NY)	5.9%	5.9%
City of Rochester	9.8%	9.8%

As shown in the accompanying table, unemployment in the Rochester MSA during the examination period is concentrated in the city of Rochester.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN MSA 6840 (ROCHESTER, NY)

LENDING TEST

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

Lending Activity: The bank's responsiveness to retail credit needs was excellent.

In 2002, M&T's 11% deposit market share in the assessment area produced a ranking of fourth in

the market, while the bank’s HMDA-related loan market share is 5%, ranking fifth, and its small business loan market share 7%, ranking fourth. Compared with similarly situated banks, M&T was a leader in terms of small business lending in the assessment area, and the bank was competitive in terms of HMDA-related lending.

From 2001 to 2002, the number of home purchase loans M&T extended decreased while the aggregate’s number of home purchase loans increased slightly. The number of M&T refinancings increased, as did the aggregate number of refinancings. M&T’s number of small business loans decreased while the aggregate’s small business loans increased.

Geographic Distribution: Geographic distribution for this assessment area was good based on overall good distribution of lending in LMI census tracts.

Distribution in low-income tracts was good for home purchase lending, adequate for refinancings, and excellent for small business lending. These conclusions considered the issues noted in the Performance Context section regarding reduced mortgage lending opportunities in low-income areas. The performance of the market aggregate also was weak because of these issues. The following table summarizes performance related to lending in low-income tracts.

Lending in Low-income Tracts MSA 6840 (Rochester, NY)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Adequate	Excellent	Below
Refinance	Adequate	Adequate	Slightly below
Small Business	Excellent	Excellent	Significantly above

Distribution in moderate-income tracts was excellent for home purchase lending, and good for refinancings and small business lending. The following table summarizes the performance related to lending in moderate-income tracts.

Lending in Moderate-income Tracts MSA 6840 (Rochester, NY)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Good	Excellent	Similar
Refinance	Adequate	Good	Similar
Small Business	Good	Good	Similar

Distribution by Borrower Income and Revenue Size of the Business: Performance in the assessment area was good based on adequate levels of lending to low-income borrowers and small businesses, and an excellent level of lending to moderate-income borrowers.

Overall distribution to low-income borrowers in the assessment area was adequate based on adequate home purchase and refinance distribution. The difficulty originating home purchase loans and refinancings to low-income borrowers, as noted in the Performance Context and supported by market aggregate performance, was considered when reaching these conclusions. The following table summarizes performance related to lending to low-income borrowers.

Lending to Low-income Borrowers MSA 6840 (Rochester, NY)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Adequate	Good	Slightly above
Refinance	Adequate	Adequate	Similar

Overall distribution to moderate-income borrowers was excellent based on excellent distribution of home purchase loans and refinance loans. The following table summarizes the performance related to lending to moderate-income borrowers.

Lending to Moderate-income Borrowers MSA 6840 (Rochester, NY)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Excellent	Excellent	Above
Refinance	Excellent	Excellent	Above

Overall distribution of small business loans was adequate based on adequate performance in 2002 and 2003. In addition, 64% of loans were for \$100 thousand or less in 2002. In contrast, 91% of 2002 aggregate loans were in amounts of \$100 thousand or less.

Community Development Lending: M&T's community development lending activity in MSA 6840 (Rochester, NY) was excellent with 25 loan originations totaling close to \$45 million or 11% of the bank's New York State community development activity. M&T's lending efforts were targeted economic development, with \$26 million or 59% of community development lending activity, and affordable housing, with \$11 million or 25%.

Examples of the bank's community development lending included:

- A \$1 million participation in the \$16 million Rochester Housing Development Fund, established by the City of Rochester and the Enterprise Foundation to acquire and rehabilitate foreclosed FHA/HUD properties for sale to LMI borrowers.
- A \$1.7 million bridge loan to acquire and rehabilitate a 78,000-square-foot office building located in a low-income census tract that has been designated a New York State Empire Zone to promote economic development.

INVESTMENT TEST

M&T's investment performance in MSA 6840 (Rochester, NY) was good. The bank's volume of qualified investments totaled \$1.5 million or 4% of statewide activity. The bank's qualified investment activity, detailed in the accompanying table, exhibited good responsiveness to assessment area credit needs.

Qualified Investments		
Purpose	#	\$(000)
Affordable Housing	19	598
Community Service	55	818
Economic Development	5	103
Revitalize & Stabilize	1	2
Total	80	1,521

Examples of the bank's qualified investments included:

- A \$500 thousand investment in an LIHTC to rehabilitate and construct affordable rental units in the Rochester metropolitan area;
- A \$425 investment in a municipal bond to finance construction of school buildings in LMI areas;
- A \$50 thousand grant to an organization that builds affordable homes for low-income individuals; and
- Multiple grants and charitable donations totaling \$446 thousand to organizations that promote community development, community services and affordable housing.

SERVICE TEST

Performance under the service test was excellent based primarily on M&T's excellent branch distribution in the assessment area.

Retail Services: The bank's delivery systems were readily accessible to all portions of the bank's assessment area, including LMI areas. M&T has 36 branches in MSA 6840, of which 8 or 22% are located in LMI areas. This compares favorably with the portion of the MSA population residing in LMI areas.

No M&T branch locations opened or closed during the evaluation period.

Alternative delivery systems somewhat enhanced the bank's performance in the assessment area. M&T had 37 off-site ATM locations in the assessment area, with 4 or 11% in LMI areas.

The bank's hours and services were tailored to the needs and convenience of the assessment area, including LMI areas. Of the 36 branches in the MSA, 32 have either early morning or late evening hours, 22 have Saturday hours, and 1 branch has Sunday hours.

Community Development Services	
Type	#
Presentation/Seminar	169
Housing/Home Show	2

Community Development Services: The bank was a leader in providing community development services in the Rochester MSA. The table at left shows the services the bank performed during the evaluation period. Most of the presentations and seminars covered mortgage lending topics.

In addition, M&T officers participated in qualified community development organizations on a continuing basis. One employee was a board member, one was on a loan committee, and two were on a fund-raising committee of community development organizations in the assessment area.

METROPOLITAN AREA

(FULL REVIEW)

MSA 8160 (SYRACUSE, NY)

DESCRIPTION OF INSTITUTION'S OPERATIONS

As of June 30, 2003, M&T operated 31 branches, representing 13% of its branches in New York State. These branches contain \$1.6 billion in deposits, or 11% of the bank's total branch deposits in the state as of June 30, 2003. M&T is the market leader with 19% of deposits in the Syracuse MSA. For details, see Exhibit 4 on page BB14.

PERFORMANCE CONTEXT

Demographic Characteristics

M&T's assessment area includes Onondaga County and portions of Oswego and Madison Counties. According to the 2000 Census, the MSA population increased 11% over the last ten years, but the city of Syracuse's population decreased 10%. According to the 2000 Census, over 13% of the MSA population is aged 65 and older. Many senior citizens already own homes and generally do not need refinancings, thus reducing lending opportunities.

Income Characteristics

The table at right lists HUD figures for median family income during the examination period. Median family income in the city of Syracuse is lower than in the rest of the MSA, according to the 2000 Census. HUD does not report annual income for the city.

HUD MEDIAN FAMILY INCOMES		
MSA	2002	2003
8160 (Syracuse, NY)	\$50,300	\$52,700

2000 CENSUS INCOMES		
MSA	Median Family Income	% of Families Below Poverty Level
8160 (Syracuse, NY)	\$49,270	8.5%
City of Syracuse	\$33,026	21.7%

Housing Characteristics

Median Home Sales Prices		
Area	2002	2003
MSA 8160 (Syracuse, NY)	\$86,400	\$95,000

Source: National Association of Realtors

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 number of owner-occupied housing units in the assessment area portion of the MSA increased 4% to 158 thousand units. The 2000 Census also reported that 61% of the housing units are owner-occupied and 9% are vacant.

EXHIBIT 8
Combined Demographics Report

Analysis Year: 2003

Assessment Area: MSA 8160 Total

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	21	11.7	9,346	6.0	3,630	38.8	29,877	19.3
Moderate-income	29	16.1	18,758	12.1	3,390	18.1	27,574	17.8
Middle-income	78	43.3	77,865	50.3	4,506	5.8	33,957	22.0
Upper-income	51	28.3	48,721	31.5	1,165	2.4	63,282	40.9
Tract not reported	1	0.6	0	0.0	0	0.0	0	0.0
Total Assessment Area	180	100.0	154,690	100.0	12,691	8.2	154,690	100.0
	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	24,371	3,935	2.5	16.1	15,983	65.6	4,453	18.3
Moderate-income	38,954	14,582	9.2	37.4	19,682	50.5	4,690	12.0
Middle-income	126,387	85,287	54.0	67.5	30,324	24.0	10,776	8.5
Upper-income	71,044	54,028	34.2	76.0	13,258	18.7	3,758	5.3
Tract not reported	0	0	0.0	0.0	0	0.0	0	0.0
Total Assessment Area	260,756	157,832	100.0	60.5	79,247	30.4	23,677	9.1
	Total Businesses by Tract	Businesses by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
		#	%	#	%	#	%	#
Low-income	2,349	14.4	1,830	13.3	465	22.2	54	12.3
Moderate-income	1,877	11.5	1,580	11.5	250	12.0	47	10.7
Middle-income	7,459	45.9	6,211	45.2	1,025	49.0	223	50.7
Upper-income	4,580	28.2	4,112	29.9	352	16.8	116	26.4
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	16,265	100.0	13,733	100.0	2,092	100.0	440	100.0
Percentage of Total Businesses:			84.4		12.9		2.7	
	Total Farms by Tract	Farms by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
		#	%	#	%	#	%	#
Low-income	3	0.6	3	0.6	0	0.0	0	0.0
Moderate-income	30	5.9	29	6.0	1	4.0	0	0.0
Middle-income	325	63.6	310	63.9	14	56.0	1	100.0
Upper-income	153	29.9	143	29.5	10	40.0	0	0.0
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	511	100.0	485	100.0	25	100.0	1	100.0
Percentage of Total Farms:			94.9		4.9		0.2	

Community contacts pointed out that rental housing is in demand, and LMI residents have difficulty finding habitable affordable rentals in Syracuse. The contacts observed that high vacancy rates and poor management plague the rental market. More than half the housing on Syracuse's west side, for example, is owned by absentee landlords. The contacts said landlords often allow the properties to deteriorate, leading residents to vacate the neighborhoods. This indicates a potential need for home improvement loans. Moreover, 75% of the housing units in Syracuse and 53% in the MSA were built in 1959 or earlier, according to the 2000 Census.

Labor, Employment and Economic Characteristics

The service industry is the MSA's dominant industry, providing 44% of employment in the bank's assessment area, according to the 2000 Census. Manufacturing is the second largest source of jobs and retail trade is third. Unlike the early 1990s, employment has been relatively strong in the MSA during the current recession.

Average Annual Unemployment Rates		
Area	2002	2003
MSA 8160 (Syracuse, NY)	5.5%	5.8%
City of Syracuse	7.9%	8.0%

As shown in the chart at left, jobless rates increased during the examination period, and unemployment rates are higher for Syracuse than for the MSA. Increasing unemployment rates indicate a need for economic development, particularly in the city.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN MSA 8160 (SYRACUSE, NY)

LENDING TEST

The bank's overall performance under the lending test was good in MSA 8160 (Syracuse, NY).

Lending Activity: M&T's responsiveness to retail credit needs in the MSA was excellent.

A 20% deposit market share for 2002 in the assessment area ranks M&T first in the market, and its HMDA-related loan market share of 6% also ranks the bank first. The small business loan market share of 7% gives the bank a ranking of third in the market. M&T was a leader in terms of small business lending compared with similarly situated banks, and the bank was competitive with similarly situated banks in terms of HMDA-related lending.

When comparing data from 2001 and 2002, the number of M&T's home purchase loans decreased slightly, while the number of aggregate home purchase loans increased slightly. The bank's number of refinancings increased in 2002 at a similar rate with such loans by the aggregate. The number of M&T small business loans decreased while the number of aggregate small business loans increased.

Geographic Distribution: The overall geographic distribution of loans across geographies of

different income levels reflected good distribution in LMI geographies.

Distribution in low-income tracts was excellent for home purchase loans and good for refinancings and small business lending. Limited mortgage lending opportunities in low-income areas, particularly in terms of refinancings, were considered in deriving this conclusion and supported by the performance of the aggregate. The following table summarizes the performance related to lending in low-income tracts.

Lending in Low-income Tracts MSA 8160 (Syracuse, NY)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Good	Excellent	Significantly above
Refinance	Adequate	Excellent	Below
Small Business	Excellent	Good	Significantly above

Distribution in moderate-income tracts was good for home purchase and small business lending and adequate for refinancings. The following table summarizes the performance related to lending in moderate-income census tracts.

Lending in Moderate-income Tracts MSA 8160 (Syracuse, NY)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Adequate	Good	Slightly below
Refinance	Adequate	Adequate	Similar
Small Business	Excellent	Good	Slightly above

Distribution by Borrower Income and Revenue Size of the Business: Performance in the assessment area was good based on an adequate level of lending to low-income borrowers and small businesses, and excellent lending performance to moderate-income borrowers.

Overall distribution to low-income borrowers in the assessment area was adequate based on adequate home purchase and refinance distribution in 2002 and 2003. The difficulty in extending home purchase and refinance loans to low-income individuals as noted in the Performance Context section was considered and supported by the performance of the market aggregate. The following table summarizes the performance related to lending to low-income borrowers.

Lending to Low-income Borrowers MSA 8160 (Syracuse, NY)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Adequate	Adequate	Above
Refinance	Adequate	Adequate	Similar

Overall distribution to moderate-income borrowers was excellent based on excellent distribution of home purchase loans and refinancings. The following table summarizes performance related to lending to moderate-income borrowers.

Lending to Moderate-income Borrowers MSA 8160 (Syracuse, NY)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Excellent	Excellent	Above
Refinance	Good	Excellent	Above

Overall distribution of small business loans was adequate based on adequate performance in 2002 and 2003. In addition, 69% of loans were for \$100 thousand or less in 2002. In contrast, 91% of 2002 aggregate loans were in amounts of \$100 thousand or less.

Community Development Lending: M&T’s community development lending activity in MSA 8160 (Syracuse, NY) was excellent with 12 loan originations totaling over \$26 million or 6% of the bank’s community development activity in New York State. Economic development was the focus of 93% of these loans.

Community development initiatives included an \$11 million loan to assist a manufacturer located in a low-income census tract designated a New York State Empire Zone in an effort to promote economic development. Also included was a \$400 thousand line of credit for the renovation of 13 affordable homes in Syracuse’s southwest and Brighton sections. Both areas are in LMI census tracts and suffer from deteriorating housing conditions.

INVESTMENT TEST

M&T’s investment performance in MSA 8160 (Syracuse, NY) was good. Qualified investments totaled \$1.6 million or 4% of statewide activity. The bank’s qualified investment activity exhibited good responsiveness to assessment area credit

Qualified Investments		
Purpose	#	\$(‘000)
Affordable Housing	15	1,248
Community Service	42	391
Economic Development	2	5
Revitalize & Stabilize	2	4
Total	61	1,648

needs as detailed in the accompanying table. Examples of the bank's qualified investments included:

- Various LIHTCs totaling \$1.1 million to support affordable housing developments throughout the MSA; and
- Approximately \$459 thousand in grants and charitable donations to organizations that promote community development, community services and affordable housing

SERVICE TEST

Performance under the service test was excellent in the MSA based primarily on M&T's outstanding branch distribution.

Retail Services: The bank's delivery systems were readily accessible to all portions of the bank's assessment area, including LMI areas. MSA 8160 (Syracuse, NY) has 31 branches, of which 7 branches or 23% are located in LMI areas. This compares favorably with the portion of the population residing in LMI areas.

There were no changes in branch locations, and no branches opened or closed.

The bank's alternative delivery systems slightly enhanced the bank's performance. M&T has 15 off-site ATM locations in the assessment area with 4 or 27% located in LMI areas.

The bank's products and services were tailored to the convenience and needs of the bank's assessment areas, including LMI areas. All 31 branches in the MSA have either early morning or late evening hours, and 6 branches have Saturday hours.

Community Development Services	
Type	#
Presentation/Seminar	50
Housing/Home Show	6
Miscellaneous	7

Community Development Services: M&T provided a relatively high level of community development services. The table at left shows the type and number of community development services the bank performed during the evaluation period. Most of the seminars were mortgage lending-related.

In addition, one bank employee was a board member of a qualified community development organization, and another was a member of the loan committee of a community development organization.

METROPOLITAN AREA

(FULL REVIEW)

MSA 0960 (BINGHAMTON, NY)

DESCRIPTION OF INSTITUTION'S OPERATIONS

M&T had 17 branches in this MSA as of December 31, 2003, representing 7% of the bank's total number of branches in New York State. Although Binghamton generated only 4% of M&T's New York State deposits as of June 30, 2003, the bank ranked second largest in deposit market share in the MSA, with over 21% of deposits.

PERFORMANCE CONTEXT

Demographic Characteristics

M&T's assessment area consists of Broome and Tioga Counties. The 2000 Census indicates that the MSA population decreased more than 4% to 252 thousand. In addition, almost 15% of the MSA population is over 65, reducing lending opportunities as many senior citizens already own homes and generally do not need to refinance them.

The MSA population as a whole has declined, but according to the 2000 Census, the city of Binghamton's population declined 11% since 1990. This continued a long-term pattern of people moving from the city to the suburbs.

Income Characteristics

Of all the full-scope assessment areas in New York State, the Binghamton MSA has the lowest median family income. Most of the LMI census tracts are located in Broome County, primarily in Binghamton. According to the 2000 Census, the city of Binghamton has lower incomes and higher poverty levels than the MSA as a whole.

HUD MEDIAN FAMILY INCOMES		
MSA	2002	2003
0960 Binghamton, NY	\$46,800	\$49,100

2000 CENSUS INCOMES		
MSA	Median Family Income	% of Families Below Poverty Level
0960 Binghamton, NY	\$45,698	8.2%
City of Binghamton	\$36,137	16.5%

Housing Characteristics

Housing costs in relation to family incomes, particularly in the city of Binghamton, limit opportunities for

Median Home Sales Prices		
Area	2002	2003
MSA 0960 (Binghamton, NY)	\$76,300	\$82,300

EXHIBIT 9
Combined Demographics Report

Analysis Year: 2003

Assessment Area: MSA 0960 (Binghamton, NY)

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	12,134	18.7
Moderate-income	13	20.0	8,302	12.8	1,587	19.1	12,339	19.0
Middle-income	34	52.3	38,238	58.8	2,700	7.1	15,082	23.2
Upper-income	14	21.5	17,151	26.4	605	3.5	25,502	39.2
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
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	510	9.0	393	8.1	105	16.0	12	6.5
Moderate-income	1,059	18.7	903	18.7	130	19.8	26	14.1
Middle-income	3,030	53.5	2,656	55.0	265	40.3	109	58.9
Upper-income	1,068	18.8	873	18.1	157	23.9	38	20.5
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	5,667	100.0	4,825	100.0	657	100.0	185	100.0
Percentage of Total Businesses:				85.1		11.6		3.3
	Total Farms by Tract	Farms 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	0.6	1	0.6	0	0.0	0	0.0
Middle-income	147	89.1	140	89.7	5	83.3	2	66.7
Upper-income	17	10.3	15	9.6	1	16.7	1	33.3
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	165	100.0	156	100.0	6	100.0	3	100.0
Percentage of Total Farms:				94.5		3.6		1.8

conventional mortgage financing, particularly for low-income individuals. This indicates a need for affordable housing with subsidized and flexible mortgage programs.

Based on 2000 Census data, the number of housing units in the MSA increased to 110 thousand over the past decade. Vacant housing units increased 29% during the decade and accounted for almost 9% of all housing units in 2000.

Labor, Employment and Economic Characteristics

Historically a major component of the Binghamton economy, manufacturing declined steadily in the 1990s. In 2001, Binghamton, Endicott, Johnson City, Kirkwood, and Union joined the Broome County Empire Zone, which provides incentives to current employers to remain or new employers to move to the area. Major private employers in Broome County include IBM Corporation, BAE Systems and Universal Instruments.

Annual Average Unemployment Rate		
Area	2002	2003
MSA 0960 (Binghamton, NY)	6.1%	5.8%
City of Binghamton	8.8%	8.4%

As shown in the table at left, unemployment decreased in the MSA 0960 (Binghamton, NY) during the examination period but remains concentrated in the city of Binghamton.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN MSA 0960 (BINGHAMTON, NY)

LENDING TEST

Overall performance with respect to the lending test in MSA 0960 (Binghamton, NY) was good.

Lending Activity: M&T's responsiveness to retail credit needs in the MSA was good.

In 2002, the bank had a 21% deposit market share in the assessment area, ranking second in the market, while the HMDA-related loan market share was 6%, ranking fifth in the market. M&T's small business loan market share was 9%, ranking fourth. Compared with similarly situated banks, M&T demonstrated strong performance in terms of small business loans, but the bank trailed those banks in terms of HMDA-related lending.

In a comparison of 2001 and 2002 data, the number of M&T's home purchase loans fell off more sharply than the aggregate's decrease. The bank's number of refinancings increased in 2002 to a higher level than the aggregate's increase in such lending. The number of small business loans by M&T decreased while the aggregate's increased.

Geographic Distribution: Geographic distribution for this assessment area was excellent with overall good distribution in low-income tracts and overall excellent distribution in moderate-income tracts.

Distribution in low-income tracts was excellent for small business lending and adequate for home purchase lending and refinancings. These conclusions for home purchase and refinance lending considered the limited lending opportunities because of a very small number of owner-occupied units located in low-income census tracts. The following table summarizes the performance related to lending in low-income tracts.

Lending in Low-income Tracts MSA 0960 (Binghamton, NY)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Adequate	Adequate	Significantly below
Refinance	Adequate	Adequate	Significantly below
Small Business	Excellent	Excellent	Slightly above

Distribution in moderate-income tracts was excellent for home purchase, refinancings and small business lending. The following table summarizes performance related to lending in moderate-income tracts.

Lending in Moderate-income Tracts MSA 0960 (Binghamton, NY)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Excellent	Excellent	Slightly above
Refinance	Good	Excellent	Slightly above
Small Business	Good	Excellent	Above

Distribution by Borrower Income and Revenue Size of the Business: Performance in the assessment area was adequate based on an adequate level of lending to low-income borrowers, a good level of lending to moderate-income borrowers, and adequate lending to small businesses.

Overall distribution to low-income borrowers in the assessment area was adequate based on adequate home purchase and refinance distribution. In 2002 and 2003, the difficulty in extending loans to low-income individuals as noted in the Performance Context section was considered in reaching a conclusion and supported by the performance of the market aggregate. The following table summarizes the performance related to lending to low-income borrowers.

Lending to Low-income Borrowers MSA 0960 (Binghamton, NY)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Adequate	Adequate	Similar
Refinance	Adequate	Adequate	Below

Overall distribution to moderate-income borrowers was good based on excellent distribution of home purchase loans and good distribution of refinance loans. The following table summarizes the performance related to lending to moderate-income borrowers.

Lending to Moderate-income Borrowers MSA 0960 (Binghamton, NY)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Excellent	Excellent	Above
Refinance	Adequate	Good	Below

Overall distribution of small business loans was adequate based on adequate performance in 2002 and 2003. In addition, 63% of loans were for \$100 thousand or less in 2002 while 92% of 2002 aggregate loans were for those amounts.

Community Development Lending: M&T’s community development lending activity in MSA 0960 (Binghamton, NY) was good, totaling more than \$18 million or 4% of the bank’s community development activity in New York State. Community development initiatives included a \$17.5 million loan to a new company created to acquire IBM’s Microelectronics Division. The company is located in an Empire Development Zone and preserves 2,000 jobs.

INVESTMENT TEST

The level of investment in the assessment area was excellent. Qualified investments in the Binghamton MSA totaled \$2.3 million or 6% of statewide activity. M&T’s qualified investment activity exhibited excellent responsiveness to assessment area credit needs, as detailed in the accompanying table. Examples of qualified investments included:

Qualified Investments		
Purpose	#	\$(000)
Affordable Housing	4	9
Community Service	17	2,312
Economic Development	1	1
Revitalize & Stabilize	0	0
Total	22	2,322

- Multiple investment bonds totaling \$2.2 million to a local LMI school district for financing new buildings;

- Multiple grants totaling \$32 thousand to a local organization that supports programs focusing on basic needs such as shelter, food and employment services for LMI individuals; and
- Approximately \$35 thousand in grants and charitable donations to organizations that promote community development, community services and affordable housing.

SERVICE TEST

M&T's performance under the service test in MSA 0960 was excellent based primarily on outstanding branch distribution.

Retail Services: Delivery systems in the assessment area were readily accessible to all portions of the bank's assessment area. Overall, M&T has 17 branches in MSA 0960, of which 5 or 29% are located in LMI areas. This compares favorably with the portion of the population located in LMI census tracts.

Changes in branch locations during the evaluation period have not adversely affected the bank's accessibility of delivery systems as no branches opened or closed.

Alternative delivery systems slightly enhanced the bank's performance in the assessment area. M&T had five off-site ATM locations in the assessment area, of which three or 60% were located in LMI areas.

The bank's products and services do not vary in a way that inconveniences portions of the assessment areas, including LMI areas. Of the 17 branches in the MSA, 5 have Saturday hours.

Community Development Services: M&T provided an adequate level of community development services in the assessment area. The table at left shows the bank's type and level of services during the evaluation period, many of which related to mortgage financing education.

Community Development Services	
Type	#
Presentation/Seminar	4
Housing/Home Show	1
Miscellaneous	4

In addition, one M&T employee served on the fund-raising committee of a qualifying community development organization in this assessment area.

METROPOLITAN AND NONMETROPOLITAN AREAS

(LIMITED REVIEW)

MSA 0160 (ALBANY-SCHENECTADY-TROY, NY)

MSA 3610 (JAMESTOWN, NY)

**NON-MSA GROUP B
(STEUBEN, CATTARAUGUS, ALLEGANY AND WYOMING COUNTY, NY)**

**NON-MSA GROUP C
(SULLIVAN AND ULSTER COUNTY, NY)**

**NON-MSA GROUP A
(SENECA, TOMPKINS AND CORTLAND COUNTY, NY)**

MSA 8680 (UTICA-ROME, NY)

MSA 2335 (ELMIRA, NY)

The data reviewed, including performance and demographic information, can be found in the New York State tables in Appendix D. 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 0160	Consistent	Consistent	Below
MSA 3610	Consistent	Consistent	Consistent
Non-MSA Group B	Consistent	Consistent	Below
Non-MSA Group C	Consistent	Consistent	Below
Non-MSA Group A	Consistent	Consistent	Consistent
MSA 8680	Consistent	Consistent	Below
MSA 2335	Consistent	Below	Below

STATE OF PENNSYLVANIA

CRA RATING FOR PENNSYLVANIA¹: “OUTSTANDING.”

The lending test is rated: High satisfactory.

The investment test is rated: Outstanding.

The service test is rated: Outstanding.

The major factors supporting the rating include:

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

SCOPE OF EXAMINATION

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

- MSA 3240 (Harrisburg-Lebanon-Carlisle, PA), consisting of Cumberland, Dauphin, Lebanon, and Perry Counties.
- MSA 9280 (York, PA), consisting of York County.
- Non-MSA Group A, consisting of Northumberland, Schuylkill, Clearfield, Montour, Snyder, Union, and Clinton Counties.
- MSA 7560 (Scranton-Wilkes Barre-Hazleton, PA), consisting of Columbia, Lackawanna, Luzerne and Wyoming Counties.
- Non-MSA Group B, consisting of Franklin and Adams Counties.
- MSA 6680 (Reading, PA), consisting of Berks County.

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. See the multistate metropolitan area rating and discussion for the rating and evaluation of the institution’s performance in that area.

- MSA 0280 (Altoona, PA), consisting of Blair County.

Limited reviews were conducted for the following Pennsylvania assessment areas:

- MSA 4000 (Lancaster, PA)
- MSA 8050 (State College, PA)
- MSA 0240 (Allentown-Bethlehem-Easton, PA)
- MSA 9140 (Williamsport, PA)
- Non-MSA area Group D (Sullivan and Bradford Counties)
- Non-MSA Group C (Huntingdon and Bedford Counties)
- Non-MSA Monroe County

DESCRIPTION OF INSTITUTION'S OPERATIONS

The Pennsylvania assessment areas have the second largest branch presence and third largest proportion of deposits. As detailed in Exhibit 1 on page BB7, the bank operates 31% of its branches containing 23% of all branch deposits in the Pennsylvania assessment areas. The state also contains approximately 25% of the bank's combined total home purchase, refinance and small business originations and purchases during 2003. During the examination period, deposit and lending activity in Pennsylvania increased significantly as a result of the Allfirst acquisition.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN PENNSYLVANIA

LENDING TEST

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

The data used to evaluate the bank's performance in this assessment area appear in the Pennsylvania section of the Appendix D tables. Lending activity is depicted in Pennsylvania Table 1, geographic distribution in Pennsylvania Tables 2-7, and borrower characteristics are depicted in Pennsylvania Tables 8-12. There are separate tables for lending in 2002 and lending in 2003.

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. Home equity and other consumer loans were also considered.

This conclusion is based on good lending activity in the MSA 3240 (Harrisburg-Lebanon-Carlisle, PA), MSA 9280 (York, PA), MSA 7560 (Scranton-Wilkes Barre-Hazelton, PA), MSA 6680 (Reading, PA), MSA 0280 (Altoona, PA) and Non-MSA Group B (Franklin and Adams Counties) assessment areas. The conclusion is also based on adequate lending activity in the Non-MSA Group A (Northumberland, Schuylkill, Clearfield, Montour, Snyder, Union and Clinton Counties, PA) assessment area.

EXHIBIT 10
Summary of Key Assessment Area Data: Pennsylvania Assessment Areas

	MSA 3240	MSA 9280	Non-MSA Group A	MSA 7560	Non-MSA Group B	MSA 6680	MSA 0280	MSA 4000	MSA 8050	MSA 0240	MSA 9140	Non-MSA Group D	Non-MSA Group C	Non-MSA Monroe County	TOTALS
Total Population	629,401	381,751	427,303	624,776	220,605	373,638	129,144	470,658	135,758	637,958	120,044	69,317	53,364	138,687	4,412,404
Population % of AA population	14%	9%	10%	14%	5%	8%	3%	11%	3%	14%	3%	2%	1%	3%	100%
Families	168,087	105,861	112,884	165,223	61,352	98,882	35,267	124,865	28,628	170,289	31,916	19,062	15,529	36,602	1,174,447
Families % of AA families	14%	9%	10%	14%	5%	8%	3%	11%	2%	14%	3%	2%	1%	3%	100%
Total Census Tracts	140	82	101	183	49	82	34	94	29	140	27	16	12	23	1,012
Tracts % AA tracts	14%	8%	10%	18%	5%	8%	3%	9%	3%	14%	3%	2%	1%	2%	100%
LMI tracts	36	17	15	24	2	25	7	16	8	33	6	0	1	0	190
LMI tracts % all AA LMI tracts	19%	9%	8%	13%	1%	13%	4%	8%	4%	17%	3%	0%	1%	0%	100%
Total Owner-Occupied Units	174,902	112,816	126,432	176,656	63,322	104,693	37,561	122,264	29,673	176,872	32,653	20,595	16,901	38,742	1,234,082
Units % of AA units	14%	9%	10%	14%	5%	8%	3%	10%	2%	14%	3%	2%	1%	3%	100%
Business Establishments	16,049	8,973	9,521	16,214	5,598	9,187	3,166	12,716	3,178	16,206	3,022	1,678	1,332	3,524	110,364
Bus. est. % AA bus. est.	15%	8%	9%	15%	5%	8%	3%	12%	3%	15%	3%	2%	1%	3%	100%
Number of Branches	40	31	27	21	15	16	12	8	9	8	6	6	4	1	204
Branches % all branches	20%	15%	13%	10%	7%	8%	6%	4%	4%	4%	3%	3%	2%	0%	100%
Branches in LMI tracts	13	5	4	3	4	2	4	1	2	2	2	0	0	0	42
LMI branches % AA LMI branches	31%	12%	10%	7%	10%	5%	10%	2%	5%	5%	5%	0%	0%	0%	100%
Branch Deposits (\$'000s)	1,488,059	1,375,429	749,613	887,316	478,584	595,692	511,462	264,037	200,999	147,798	213,850	104,850	124,676	21,837	7,164,202
Deposits % AA deposits	21%	19%	10%	12%	7%	8%	7%	4%	3%	2%	3%	1%	2%	0%	100%
Deposit Market Share (%)/ Rank in Market	15.93%/1	25.96%/1	13.35%/1	8.66%/3	19.20%/2	11.28%/4	29.48%/1	3.74%/8	12.68%/4	1.55%/17	14.96%/4	12.41%/4	12.10%/5	1.29%/12	NA
Home Purchase Originations	291	282	197	267	195	92	230	179	121	72	159	46	55	63	2,249
HP originations % AA orig.	13%	13%	9%	12%	9%	4%	10%	8%	5%	3%	7%	2%	2%	3%	100%
Refinance Originations	463	456	589	626	342	233	244	281	252	253	134	142	116	134	4,265
Refi orig. % AA orig.	11%	11%	14%	15%	8%	5%	6%	7%	6%	6%	3%	3%	3%	3%	100%
Home Improvement Originations	53	63	81	99	40	19	35	14	19	8	18	25	18	3	495
Home Improvement orig. % AA orig.	11%	13%	16%	20%	8%	4%	7%	3%	4%	2%	4%	5%	4%	1%	100%
Small Business Originations	477	445	326	464	203	154	193	160	152	79	90	23	70	12	2,848
SB orig. % AA orig.	17%	16%	11%	16%	7%	5%	7%	6%	5%	3%	3%	1%	2%	0%	100%
Combined Loan Totals	1,284	1,246	1,193	1,456	780	498	702	634	544	412	401	236	259	209	9,854
% of AA Orig.	13%	13%	12%	15%	8%	5%	7%	6%	6%	4%	4%	2%	3%	2%	100%

Branch numbers are as of December 31, 2003. Branch deposits and deposit market share are from the Federal Deposit Insurance Corporation as of June 30, 2003. Originations are loans reported under HMDA or CRA small business reporting for 2003. Demographic

Geographic and Borrower Distribution: The overall geographic distribution of loans reflected good penetration in LMI geographies. This conclusion was based on good distribution in MSA 3240 (Harrisburg-Lebanon-Carlisle, PA), Non-MSA Group A (Northumberland, Schuylkill, Clearfield, Montour, Snyder, Union, and Clinton County), MSA 7560 (Scranton-Wilkes Barre-Hazelton, PA), and MSA 0280 (Altoona, PA). Performance was adequate in MSA 9280 (York, PA) and MSA 6680 (Reading, PA), and excellent in Non-MSA Group B (Franklin and Adams Counties, PA).

The overall borrower distribution of loans was good based on good distribution in MSA 3240 (Harrisburg-Lebanon-Carlisle, PA), MSA 9280 (York, PA), MSA 7560 (Scranton-Wilkes Barre-Hazelton, PA), MSA 6680 (Reading, PA), Non-MSA Group A (Northumberland, Schuylkill, Clearfield, Montour, Snyder, Union and Clinton Counties, PA) and Non-MSA Group B (Franklin and Adams Counties). Distribution in MSA 0280 (Altoona, PA) was adequate.

Community Development Loans: M&T's overall community development lending performance was good, but performance in MSA 6680 (Reading, PA) and Non-MSA Group B (Franklin and Adams Counties, PA) needs improvement. During the examination period, community development lending in Pennsylvania totaled \$55.6 million.

Statewide, 38% of M&T's community development lending targeted affordable housing and 42% went to economic development. Community contacts in the state identified affordable housing and economic development as important credit needs. The remainder of community development lending targeted community service initiatives, which represented 11% of total activity, and revitalization and stabilization projects, which represented 9%.

INVESTMENT TEST

M&T had an excellent level of qualified community development investments and grants, which exhibited strong responsiveness to credit and community development needs in the Pennsylvania assessment area. At this examination, qualified investments totaled \$17.2 million or 14% of the bank's total. In addition, unfunded commitments totaled \$1.4 million.

Approximately \$14.4 million was invested in LIHTCs, which are considered complex because of intricate accounting requirements. Most qualified investments were made in MSA 4000 (Lancaster, PA) where activity totaled \$3.9 million or 23% of total investments in the Pennsylvania assessment areas. Among assessment areas subject to full-scope review, the most qualified investments were made in MSA 3240 (Harrisburg-Lebanon-Carlisle, PA), where activity totaled \$1.5 million or 9% of total investments in the Pennsylvania assessment areas. Approximately 86% of investments were directed to agencies that support affordable housing development, a primary credit need.

SERVICE TEST

The bank's performance under the service test in the Pennsylvania assessment areas was outstanding based on excellent performance in all assessment areas except MSA 6680 (Reading, PA), which had adequate performance.

METROPOLITAN AREA

(FULL REVIEW)

MSA 3240 (HARRISBURG-LEBANON-CARLISLE, PA)

DESCRIPTION OF INSTITUTION'S OPERATIONS

As of December 31, 2003, M&T operated 40 branches in this MSA, representing 20% of its branches in the state of Pennsylvania assessment area. As of June 30, 2003, these branches contained \$1.5 billion in deposits, or 21% of the bank's total branch deposits in the state. M&T has the largest deposit market share in this assessment area. For details, see Exhibit 10 on page BB54.

PERFORMANCE CONTEXT

Demographic Characteristics

The Harrisburg-Lebanon-Carlisle MSA assessment area consists of Cumberland, Dauphin, Lebanon, and Perry Counties. The core of the MSA is the state capital of Harrisburg, which has 40% of the population of the MSA. LMI lending opportunities are concentrated in Harrisburg.

Income Characteristics

HUD median family income figures for MSA 3240 (Harrisburg-Lebanon-Carlisle, PA) are listed in the table at right. Most of the LMI census tracts in the MSA assessment area are located in the cities of Harrisburg and Lebanon in Dauphin County, the cities of Carlisle and Shippensburg in Cumberland County, and some rural areas of Dauphin and Cumberland Counties.

HUD MEDIAN FAMILY INCOME		
PMSA	2002	2003
MSA 3240 (Harrisburg-Lebanon-Carlisle, PA)	\$55,400	\$59,600

Housing Characteristics

According to the 2000 Census, 66% of MSA housing is owner-occupied, but most of the units are located in middle- and upper-income areas where housing is more expensive, and this precludes homeownership for many LMI families.

Mean Home Sales Price		
Area	2002	2003
South Central Region, PA	\$140,300	\$148,000

Source: Pennsylvania Association of Realtors

Over 30% of renters pay more than 30% of their income in rent, making it difficult for them to afford a home. In light of area income levels, homeownership is difficult for moderate-income families and barely possible for low-income families. The table above indicates the mean home price in the South Central Region (including Cumberland, Dauphin, Lebanon and Perry Counties

EXHIBIT 11
Combined Demographics Report

Analysis Year: 2003

Assessment Area: MSA3240 (Harrisburg-Lebanon-Carlisle, PA)

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	6	4.3	5,105	3.0	1,719	33.7	29,203	17.4
Moderate-income	30	21.4	24,382	14.5	2,922	12.0	32,378	19.3
Middle-income	79	56.4	100,808	60.0	4,139	4.1	40,946	24.4
Upper-income	25	17.9	37,792	22.5	792	2.1	65,560	39.0
Total Assessment Area	140	100.0	168,087	100.0	9,572	5.7	168,087	100.0
	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	9,413	2,796	1.6	29.7	5,199	55.2	1,418	15.1
Moderate-income	47,745	22,709	13.0	47.6	19,702	41.3	5,334	11.2
Middle-income	155,777	107,052	61.2	68.7	40,000	25.7	8,725	5.6
Upper-income	53,410	42,345	24.2	79.3	9,128	17.1	1,937	3.6
Total Assessment Area	266,345	174,902	100.0	65.7	74,029	27.8	17,414	6.5
	Total Businesses by Tract	Businesses by Tract & Revenue Size						
		Less Than or = \$1 Million			Over \$1 Million		Revenue Not Reported	
		#	%	#	%	#	%	#
Low	336	2.1	272	2.0	54	2.7	10	1.5
Moderate	2,513	15.7	2,128	15.9	290	14.6	95	14.1
Middle	10,342	64.4	8,595	64.2	1,275	64.0	472	69.8
Upper	2,858	17.8	2,385	17.8	374	18.8	99	14.6
Unknown	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment	16,049	100.0	13,380	100.0	1,993	100.0	676	100.0
Percentage of Total Businesses:				83.4		12.4		4.2
	Total Farms by Tract	Farms by Tract & Revenue Size						
		Less Than or = \$1 Million			Over \$1 Million		Revenue Not Reported	
		#	%	#	%	#	%	#
Low	1	0.1	0	0.0	1	7.7	0	0.0
Moderate	54	5.9	51	5.6	2	15.4	1	50.0
Middle	775	84.1	764	84.3	10	76.9	1	50.0
Upper	91	9.9	91	10.0	0	0.0	0	0.0
Unknown	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	921	100.0	906	100.0	13	100.0	2	100.0
Percentage of Total Businesses:				98.4		1.4		0.2

as well as Bedford, Cambria, Blair, Fulton, Huntington, Franklin, Mifflin, Juniata, Adams, York, and Lancaster Counties).

The city of Harrisburg, where many of the MSA's LMI families live, has been designated both a federal Enterprise Community and a state 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.

Labor, Employment and Economic Characteristics

The MSA's largest employer is federal, state and local government. Pennsylvania employs almost 34 thousand people, which provides for a relatively stable economy. Hospitals and health insurers are other important employers in the MSA. Some areas in the MSA, including parts of downtown Harrisburg, are located in Keystone Opportunity Zones ("KOZs"). A KOZ designation by the Commonwealth of Pennsylvania provides tax incentives for businesses locating there.

Average Annual Unemployment Rate		
Area	2002	2003
MSA 3240 (Harrisburg-Lebanon-Carlisle, PA)	4.0%	3.8%
State of Pennsylvania	5.7%	5.6%

Unemployment increased slightly during the examination period as shown in the table at left. Jobless rates for the Harrisburg-Lebanon-Carlisle MSA were lower than for the state as a whole as state government employment and supporting entities keep the area economy fairly constant.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN MSA 3240 (HARRISBURG-LEBANON-CARLISLE, PA)

LENDING TEST

Overall performance on the lending test was good.

Lending Activity: M&T's responsiveness to retail credit needs in this MSA 3240 was good.

The bank had a 5% deposit market share in 2002 in its assessment areas, ranking eighth in the market, while the HMDA-related loan market share was 1%, ranking 23rd, and its small business loan market share was 2%, ranking 13th in the market. M&T was a leader in terms of small business lending, but trailed similarly situated banks in terms of HMDA-related lending.

In a comparison of data from 2001 and 2002, M&T's numbers of home purchase loans and refinancings decreased, while the aggregate's lending numbers increased. M&T's small business lending increased in number but not as much as the aggregate.

The merger with Allfirst Financial improved M&T's performance in MSA 3240 (Harrisburg-

Lebanon-Carlisle, PA). In 2003, the bank's home purchase lending increased 71% in number and 46% in dollars. The bank's refinance lending increased 126% in number and 124% in dollars, and the bank's small business lending increased 91% in number and 60% in dollars in 2003. M&T also reported extending 874 home equity loans and 529 other consumer loans in the assessment area in 2003 as a result of the merger.

Geographic Distribution: The geographic distribution of loans in this assessment area was excellent. The overall conclusion for lending in low-income census tracts was good and excellent for lending in moderate-income census tracts.

Loan distribution in low-income tracts was excellent for home purchase lending and consumer credit, good for small business lending, and adequate for refinancings. The distribution of home equity lending was poor. The small business conclusion considers limited lending opportunities because of the low number of businesses located in the low-income census tracts. The conclusion about refinancings reflects limited lending opportunities supported by the performance of the market aggregate.

The following table summarizes the performance related to lending in low-income tracts.

Lending in Low-income Tracts MSA 3240 (Harrisburg-Lebanon-Carlisle, PA)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Excellent	Excellent	Significantly above
Refinance	Adequate	Adequate	Similar
Small Business	Adequate	Excellent	Significantly below
Other Consumer	Not applicable	Excellent	Not available
Home Equity	Not applicable	Poor	Not available

Lending distribution in moderate-income tracts was excellent for home purchase lending, other consumer credit and small business lending, and good for refinancings. The distribution of home equity lending was adequate. The following table summarizes the performance related to lending in moderate-income tracts.

Lending in Moderate-income Tracts MSA 3240 (Harrisburg-Lebanon-Carlisle, PA)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Excellent	Excellent	Significantly above
Refinance	Good	Good	Above
Small Business	Excellent	Excellent	Significantly above
Other Consumer	Not applicable	Excellent	Not available
Home Equity	Not applicable	Adequate	Not available

Distribution by Borrower Income and Revenue Size of the Business: Performance in MSA 3240 (Harrisburg-Lebanon-Carlisle, PA) was good based on adequate levels of lending to low-income borrowers and small businesses, and excellent loan distribution among moderate-income borrowers.

Lending to low-income borrowers was adequate based on adequate distribution of refinance and home equity loans, excellent distribution of other consumer loans, and good distribution of home purchase loans. The conclusions about home purchase and refinance lending considered the reduced HMDA-related lending opportunities to low-income borrowers as noted in the Performance Context section and supported by the market aggregate performance.

The following table summarizes the performance related to lending to low-income borrowers.

Lending to Low-income Borrowers MSA 3240 (Harrisburg-Lebanon-Carlisle, PA)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Adequate	Good	Below
Refinance	Adequate	Adequate	Below
Home Equity	Not applicable	Adequate	Not available
Other Consumer	Not applicable	Excellent	Not available

Overall distribution to moderate-income borrowers was excellent based on excellent distribution of home purchase, refinance, home equity, and other consumer loans. The following table summarizes the performance related to lending to moderate-income borrowers.

Lending to Moderate-income Borrowers MSA 3240 (Harrisburg-Lebanon-Carlisle, PA)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Excellent	Excellent	Similar
Refinance	Excellent	Excellent	Above
Home Equity	Not applicable	Excellent	Not available
Other Consumer	Not applicable	Excellent	Not available

Overall distribution of small business loans was adequate based on adequate performance in 2002 and 2003. In addition, 67% of loans were for \$100 thousand or less in 2002. In contrast, 91% of 2002 aggregate loans were for \$100 thousand or less.

Community Development Lending: The bank’s community development lending performance in MSA 3240 (Harrisburg-Lebanon-Carlisle, PA) was adequate. Volume totaled \$405 thousand or 1% of M&T’s community development lending in Pennsylvania. The lending targeted community services with 95% of the activity in this MSA.

For example, M&T supplied a \$40 thousand line of credit to an organization that provides affordable health care to LMI children through the State of Pennsylvania’s Children’s Health Insurance Program. Two-thirds of patients are residents of the nearby public housing.

INVESTMENT TEST

The level of qualified investments in this MSA was excellent, totaling \$1.5 million or 9% of statewide activity. The activity exhibited excellent responsiveness to assessment area credit needs as detailed in the table at right. Examples of qualified investment activity included:

Qualified Investments		
Purpose	#	\$(000)
Affordable Housing	13	706
Community Service	22	153
Economic Development	10	651
Revitalize & Stabilize	2	5
Total	47	1,515

- LIHTCs totaling \$640 thousand to support affordable housing throughout the MSA;
- Grants totaling \$500 thousand to nonprofit groups, under the Pennsylvania Comprehensive Service Program, to support a comprehensive multiyear neighborhood improvement plan serving low-income clients and residents of economically distressed neighborhoods; and
- Deposits totaling \$125 thousand were made to local credit unions that provide low-cost financial services to LMI families.

SERVICE TEST

Performance under the service test was excellent based primarily on M&T's outstanding branch distribution in the assessment area.

Retail Services: The bank's delivery systems were readily accessible to all portions of the bank's assessment area, including LMI areas. Overall, M&T has 40 branches in MSA 3240 (Harrisburg-Lebanon-Carlisle, PA), of which 13 or 33% are located in LMI areas. The percentage compares favorably with the percentage of population located in LMI census tracts.

Changes in branch locations during the evaluation period improved the accessibility of the bank's delivery systems. Of the 26 branches acquired from Allfirst, 4 were opened during the examination period and 10 branches closed. Of the 30 new branches, 11 or 37% were located in moderate-income tracts, and of the 10 branches closed, 3 or 30% were in moderate-income tracts.

Alternative delivery systems slightly enhanced the bank's performance in the assessment area. M&T had 25 off-site ATM locations in the assessment area, of which 5 or 20% were located in LMI areas.

The bank's hours and services were tailored to the needs and convenience of the assessment area, including LMI areas. Of the 40 branches in the MSA, 34 have either early morning or late evening hours, and 33 have Saturday hours.

Community Development Services: The bank provided a relatively high level of services in MSA 3240 (Harrisburg-Lebanon-Carlisle, PA). The accompanying table shows the type and number of services the bank performed during the evaluation period. A high percentage of the seminars covered mortgage financing topics.

Community Development Services	
Type	#
Presentation/Seminar	39
Housing/Home Show	1
Miscellaneous	4

In addition, one M&T employee served as a board member for a qualified community development organization, and two employees served on the steering committee of a qualified organization.

METROPOLITAN AREA

(FULL REVIEW)

MSA 9280 (YORK, PA)

DESCRIPTION OF INSTITUTION'S OPERATIONS

As of December 31, 2003, M&T operated 31 branches, representing 15% of all its branches in the state of Pennsylvania. These branches contained \$1.4 billion in deposits, or 19% of the bank's total branch deposits in the state as of June 30, 2003. M&T ranks first in deposit market share, with 26% of the MSA's deposit dollars. For details, see Exhibit 10 on page BB54.

PERFORMANCE CONTEXT

Demographic Characteristics

The assessment area consists of the entire MSA, which encompasses York County. York County's population is spread throughout the county while the city of York contains only about 10% of the population. The city lost population between 1990 and 2000, but the county as a whole grew 12%. Some of this growth can be attributed to southern York County's proximity to the Baltimore and Washington, D.C. area, where home prices and the cost of living are considerably higher. Interstate 83, extending into York County from the Baltimore area, facilitates easy access from the south.

Income Characteristics

HUD MEDIAN FAMILY INCOMES		
MSA	2002	2003
MSA 9280 (York, PA)	\$53,600	\$60,300

HUD figures on the median family income in the York MSA are summarized in the table at left. All the LMI census tracts in the MSA are located in the cities of York and Hanover.

Housing Characteristics

According to the 2000 Census, 72% of housing units in the assessment area are owner-occupied. Although the median rent is relatively low at \$531, close to 30% of renters pay more than 30% of their income for rent. This leaves LMI residents, with incomes of less than \$48 thousand, with limited opportunities to buy a home.

The table at right indicates the mean home sales prices for the south central region, including York County as well as Cumberland, Dauphin, Lebanon,

Mean Home Sales Prices		
Area	2002	2003
South Central Region, PA	\$140,300	\$148,000

Source: Pennsylvania Association of Realtors

EXHIBIT 12
Combined Demographics Report

Assessment Area: MSA 9280 (York, PA MSA)

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	28,642	27.1
Upper-income	7	8.5	7,996	7.6	125	1.6	39,586	37.4
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
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	557	6.2	422	5.6	116	9.9	19	7.4
Moderate	860	9.6	720	9.6	119	10.1	21	8.1
Middle	6,924	77.2	5,868	77.8	855	72.6	201	77.9
Upper	632	7.0	528	7.0	87	7.4	17	6.6
Unknown	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment	8,973	100.0	7,538	100.0	1,177	100.0	258	100.0
Percentage of Total Businesses:			84.0		13.1		2.9	
	Total Farms by Tract	Farms by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
		#	%	#	%	#	%	#
Low	2	0.4	2	0.4	0	0.0	0	0.0
Moderate	4	0.9	4	0.9	0	0.0	0	0.0
Middle	426	93.2	416	93.1	7	100.0	3	100.0
Upper	25	5.5	25	5.6	0	0.0	0	0.0
Unknown	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	457	100.0	447	100.0	7	100.0	3	100.0
Percentage of Total Businesses:			97.8		1.5		0.7	

Perry, Bedford, Cambria, Blair, Fulton, Huntington, Franklin, Mifflin, Juniata, Adams, and Lancaster Counties.

Labor, Employment and Economic Characteristics

Unemployment remained stable during the examination period, as shown in the table at right. Rates were lower than those in Pennsylvania overall, although for much of its employment York County still depends on the manufacturing sector, which has declined.

Average Annual Unemployment Rates		
Area	2003	2002
MSA 9280 (York, PA)	5.0%	5.0%
State of Pennsylvania	5.6%	5.7%

As a result of York's aging population, health care has become one of the area's leading employers, along with many specialized manufacturers and food production and processing entities. Area government and economic development leaders are attempting to leverage on the area's long history of food production and processing to create a Commonwealth-designated KOZ (Keystone Innovation Zone) to house NutriCore. NutriCore is a consortium of local food processors coordinating services to both industry and government agencies to maximize their investments in food and nutrition research and development.

The city and county also have KOZs, which help attract and retain businesses. Growth is somewhat restricted by the aging population and lack of highly skilled workers, but the county's proximity to Baltimore and Washington and the low cost of living relative to the two cities work in the area's favor.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN MSA 9280 (YORK, PA)

LENDING TEST

Overall lending test performance in MSA 9280 (York, PA) was good.

Lending Activity: M&T's responsiveness to retail credit needs in this MSA was good.

The bank had a 1% deposit market share in 2002 in its assessment area for a ranking of 12th in the market. M&T's HMDA-related loan market share also was 1%, which ranks 27th in the market, and its small business loan market share was less than 1% for a ranking of 23rd. Compared with similarly situated banks, M&T was a leader in terms of HMDA-related lending and was competitive in terms of small business lending.

According to 2001 and 2002 data, M&T's home purchase lending increased in number at a higher rate than the aggregate, while the bank's refinancings increased at a lower rate than the aggregate's refinancings. The number of M&T small business loans decreased while the number of such loans by the aggregate increased.

The Allfirst merger improved M&T's performance in MSA 9280. In 2003, the bank's home purchase lending increased 131% in number and 106% in dollars. The bank's refinance lending

increased 542% in number and 395% in dollars. Moreover, the bank's small business lending was 12 times higher in number and 9 times higher in dollars in 2003. M&T also reported extending 1,161 home equity loans and 721 other consumer loans in the assessment area in 2003 as a result of the Allfirst merger.

Geographic Distribution: Geographic distribution of lending for this assessment area was adequate. Overall lending in LMI census tracts was adequate.

Distribution in low-income tracts was adequate for refinancings, good for small business lending, and poor for home purchase, consumer credit, and home equity lending. The following table summarizes the performance related to lending in low-income tracts.

Lending in Low-income Tracts MSA 9280 (York, PA)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Poor	Poor	Significantly below
Refinance	Adequate	Adequate	Significantly below
Small Business	Insignificant volume	Good	Not applicable
Other Consumer	Not applicable	Poor	Not available
Home Equity	Not applicable	Poor	Not available

Distribution in moderate-income tracts was adequate for refinancings and home purchase lending. The distribution of consumer credit and home equity lending was good, and small business lending distribution was excellent. The following table summarizes the performance related to lending in moderate-income tracts.

Lending in Moderate-income Tracts MSA 9280 (York, PA)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Very poor	Adequate	Significantly below
Refinance	Poor	Good	Significantly below
Small Business	Insignificant volume	Excellent	Not applicable
Other Consumer	Not applicable	Good	Not available
Home Equity	Not applicable	Good	Not available

Distribution by Borrower Income and Revenue Size of the Business: Lending performance in this MSA was good based on adequate lending to low-income borrowers and small businesses, and a good level of lending to moderate-income borrowers.

Overall distribution to low-income borrowers in the assessment area was adequate based on adequate home purchase, refinance and home equity lending. The distribution of other consumer loans was excellent. Conclusions for home purchase and refinance lending considered the limited lending opportunities noted in the small amount of owner-occupied housing units in low-income census tracts. The following table summarizes the performance related to lending to low-income borrowers.

Lending to Low-income Borrowers MSA 9280 (York, PA)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Adequate	Adequate	Significantly below
Refinance	Adequate	Adequate	Significantly below
Home Equity	Not applicable	Adequate	Not available
Other Consumer	Not applicable	Excellent	Not available

Overall distribution to moderate-income borrowers was good based on good distribution of home purchase and refinance loans, and excellent distribution of home equity and other consumer loans. The following table summarizes the performance related to lending to moderate-income borrowers.

Lending to Moderate-income Borrowers MSA 9280 (York, PA)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Adequate	Excellent	Significantly below
Refinance	Poor	Excellent	Below
Home Equity	Not applicable	Excellent	Not available
Other Consumer	Not applicable	Excellent	Not available

Overall distribution of small business loans was adequate based on adequate performance in 2003. Performance was not rated in 2002 because of insufficient volume. Market aggregate performance in 2003 was not available for comparison during this examination.

Community Development Lending: Community development lending in MSA 9280 (York, PA) totaled \$8.5 million or 15% of community development lending in Pennsylvania. Performance demonstrated good responsiveness to the community development credit needs of the MSA.

Community development lending targeted LMI area revitalization and stabilization and economic development. One loan was designed to develop a former brown field site located in a low-income census tract by constructing retail stores and office buildings for 600 employees. The tract has been designated a KOZ.

INVESTMENT TEST

The level of M&T's qualified investments in this MSA was good, totaling \$590 thousand. Investments exhibited good responsiveness to assessment area credit needs as detailed in the table at right.

Qualified Investments		
Purpose	#	\$(000)
Affordable Housing	2	586
Community Service	2	4
Economic Development	0	0
Revitalize & Stabilize	0	0
Total	4	590

Examples of qualified investment activity included:

- LIHTCs totaling \$586 thousand to support affordable housing throughout the MSA; and
- Grants totaling \$4,000 to an organization providing community development services and affordable housing.

SERVICE TEST

Performance under the service test was excellent based primarily on M&T's outstanding branch distribution.

Retail Services: The bank's delivery systems were readily accessible to all portions of the bank's assessment area, including LMI areas. Overall, M&T has 31 branches in MSA 9280, of which 5 or 16% are located in LMI areas. This compares favorably with the portion of the MSA population residing in LMI areas.

Changes in branch locations during the evaluation period improved the accessibility of the bank's delivery systems. Twenty-nine branches were acquired from Allfirst, and one was opened. Of these, five or 17% were in LMI areas. In addition, three branches were closed, one located in a moderate-income census tract.

Alternative delivery systems slightly enhanced the bank's performance in the assessment area. M&T had 19 off-site ATM locations in the assessment area, of which 3 or 16% were located in LMI areas.

The bank's hours and services were tailored to the needs and convenience of the assessment area,

including LMI areas. Of the 31 branches in the MSA, 26 have either early morning or late evening hours and 24 have Saturday hours.

Community Development Services: The bank provided a high level of services in the York MSA during the evaluation period, and many of them related to mortgage lending education. In addition to the services the bank performed and shown in the accompanying table, two M&T employees served as a board member and a loan committee member for a qualified community development organization

Community Development Services	
Type	#
Presentations/Seminars	11
Miscellaneous	8

NONMETROPOLITAN AREA

(FULL REVIEW)

NON-MSA GROUP A

(NORTHUMBERLAND, SCHUYLKILL, CLEARFIELD, MONTOUR,
SNYDER, UNION, AND CLINTON COUNTIES)

DESCRIPTION OF INSTITUTION'S OPERATIONS

As of June 30, 2003, M&T's 27 branches in this assessment area group represented 13% of all the bank's branches in the state of Pennsylvania. These branches contained \$750 million in deposits, or 10% of the bank's total branch deposits in the state as of June 30, 2003. M&T had over 13% of the area's deposits, representing the No. 1 market share in this non-MSA area.

PERFORMANCE CONTEXT

Demographic Characteristics

This group of non-MSA counties is located in central Pennsylvania, a rural area where the original core industry was anthracite mining. The area remains rural with about half of the land in Clinton County and smaller portions in Union and Clearfield Counties designated as state forest land. In the center of the area lies the Susquehanna River, and collectively Northumberland, Snyder and Union Counties are considered the Susquehanna Valley.

The three valley counties contain 37% of the population. The largest county in terms of population is Schuylkill County, where 32% of the area's residents reside. LMI census tracts are concentrated in Schuylkill and Northumberland Counties, while Montour, Snyder, and Union Counties contain no LMI tracts.

Income Characteristics

Incomes increased during the examination period in all the counties except Montour County. The median income of the entire area, derived by calculating the median of the amounts shown in the table at right, is \$48,500 for 2003, which is lower than income in most other assessment areas in the state.

HUD MEDIAN FAMILY INCOMES		
PMSA	2002	2003
Northumberland County	\$38,300	\$45,700
Schuylkill County	\$43,000	\$47,500
Clearfield County	\$35,800	\$43,300
Montour County	\$52,200	\$48,400
Snyder County	\$43,000	\$47,800
Union County	\$46,400	\$54,700
Clinton County	\$37,700	\$42,300

Housing Characteristics

The 2000 Census reveals that 67% of housing units in these non-MSA counties are owner-

**EXHIBIT 13
Combined Demographics Report**

Assessment Group: Non-MSA PA Group A

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	1	1.0	428	0.4	133	31.1	20,158	17.9
Moderate-income	14	13.9	13,237	11.7	1,872	14.1	22,734	20.1
Middle-income	76	75.2	87,206	77.3	6,048	6.9	27,858	24.7
Upper-income	10	9.9	12,013	10.6	355	3.0	42,134	37.3
Total Assessment Area	101	100.0	112,884	100.0	8,408	7.4	112,884	100.0
	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	1,024	188	0.1	18.4	749	73.1	87	8.5
Moderate-income	28,511	14,481	11.5	50.8	8,635	30.3	5,395	18.9
Middle-income	139,654	98,306	77.8	70.4	27,033	19.4	14,315	10.3
Upper-income	18,126	13,457	10.6	74.2	3,547	19.6	1,122	6.2
Total Assessment Area	187,315	126,432	100.0	67.5	39,964	21.3	20,919	11.2
	Total Businesses by Tract	Businesses by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
		#	%	#	%	#	%	#
Low	125	1.3	112	1.4	10	1.0	3	0.7
Moderate	1,499	15.7	1,280	15.9	152	14.7	67	16.0
Middle	6,730	70.7	5,708	70.7	735	71.2	287	68.7
Upper	1,167	12.3	970	12.0	136	13.2	61	14.6
Unknown	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment	9,521	100.0	8,070	100.0	1,033	100.0	418	100.0
	Percentage of Total Businesses:			84.8		10.8		4.4
	Total Farms by Tract	Farms by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
		#	%	#	%	#	%	#
Low	1	0.2	1	0.2	0	0.0	0	0.0
Moderate	20	3.2	18	3.0	2	11.1	0	0.0
Middle	515	82.5	500	82.6	14	77.8	1	100.0
Upper	88	14.1	86	14.2	2	11.1	0	0.0
Unknown	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	624	100.0	605	100.0	18	100.0	1	100.0
	Percentage of Total Businesses:			97.0		2.9		0.2

Mean Home Sales Prices		
Area	2002	2003
North Central Region, PA	\$100,975	\$106,400

Source: Pennsylvania Association of Realtors

except Schuylkill, as well as Potter, Tioga, Bradford, Cameron, Lycoming, Sullivan, and Columbia Counties.

These home prices and median family incomes make this region the most affordable of the Pennsylvania assessment areas, but homeownership could remain challenging to low-income families. The mean home price in the northeast region (including Schuylkill, Lehigh, Northampton, Carbon, Wyoming, Susquehanna, and Wayne Counties) was much higher at \$158,600. But this region includes populous areas where the cost of living is higher.

Labor, Employment and Economic Characteristics

Much of this area has historically relied on coal and river transport, but the economy has diversified over the years. Many specialized manufacturers are based in Schuylkill County, which is attempting to promote its geography featuring easy access to many northeastern population centers to attract distribution and warehousing businesses. Local economic and community development organizations work with governments to retain and attract business to the area. Major employers throughout the assessment area include health care companies, schools and universities, and local governments.

Unemployment rates vary widely throughout the area as indicated in the table at right. The Susquehanna Valley's Montour, Snyder and Union Counties fared better than other counties, but all of them either remained the same or improved during the examination period, reflecting general improvement in the economy.

Average Annual Unemployment Rates		
Area	2002	2003
Northumberland County	7.1%	7.1%
Schuylkill County	7.4%	7.4%
Clearfield County	8.5%	8.0%
Montour County	4.3%	4.1%
Snyder County	4.8%	4.7%
Union County	4.7%	4.2%
Clinton County	8.3%	7.2%
State of Pennsylvania	5.7%	5.6%

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN NON-MSA GROUP A (NORTHUMBERLAND, SCHUYLKILL, CLEARFIELD, MONTOUR, SNYDER, UNION AND CLINTON COUNTIES)

LENDING TEST

Overall lending test performance in this assessment area was good.

Lending Activity: M&T's responsiveness to retail credit needs in Non-MSA Group A was adequate.

In 2002, the bank had a 15% deposit market share in this assessment area and ranks first in the

market. Both the small business and HMDA-related loan market shares were 4%, which yields a ranking of seventh in the market for each product. M&T was competitive in terms of small business lending but trailed similarly situated banks in terms of HMDA-related lending.

When comparing data from 2001 and 2002, the number of home purchase loans extended by M&T decreased at a higher rate than the aggregate's decrease in such lending. M&T's number of refinancings also decreased while the aggregate refinancings total increased. In terms of small business lending, M&T decreased slightly in number while the aggregate number of small business loans increased.

Geographic Distribution: Geographic distribution for this assessment area was good. Overall lending distribution in low-income census tracts was adequate while overall lending in moderate-income census tracts was good. This assessment area has no low-income tracts, according to the 1990 Census. Therefore, lending in low-income geographies was analyzed for 2003 loans only.

Distribution in low-income tracts was adequate for home purchase and small business lending, and excellent for refinancings. Conclusions considered the limited lending opportunities reflected in the low number of owner-occupied housing units and businesses in the low-income census tracts. The following table summarizes the performance related to lending in low-income tracts.

Lending in Low-income Tracts Non-MSA Group A, PA			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Not applicable	Adequate	Not applicable
Refinance	Not applicable	Excellent	Not applicable
Small Business	Not applicable	Adequate	Not applicable

Distribution in moderate-income tracts was good for home purchase and small business lending and adequate for refinance lending. The following table summarizes the performance related to lending in moderate-income tracts.

Lending in Moderate-income Tracts Non-MSA Group A, PA			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Adequate	Excellent	Below
Refinance	Good	Adequate	Slightly above
Small Business	Adequate	Good	Slightly below

Distribution by Borrower Income and Revenue Size of the Business: Performance in the non-MSA assessment area was good based on adequate lending to low-income borrowers and small businesses, and a good level of lending to moderate-income borrowers.

Overall distribution to low-income borrowers in the assessment area was adequate based on good home purchase lending and an adequate level of refinancings. These conclusions take into account the housing affordability issue for low-income borrowers, an issue supported by the performance of the market aggregate. The following table summarizes the performance related to lending to low-income borrowers.

Lending to Low-income Borrowers Non-MSA Group A, PA			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Adequate	Good	Similar
Refinance	Adequate	Adequate	Similar

Overall distribution to moderate-income borrowers was good based on excellent distribution of home purchase loans and good distribution of refinance loans. The following table summarizes the performance related to lending to moderate-income borrowers.

Lending to Moderate-income Borrowers Non-MSA Group A, PA			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Good	Excellent	Slightly below
Refinance	Adequate	Good	Similar

Overall distribution of small business loans was adequate based on good performance in 2002 and adequate performance in 2003. In addition, 74% of loans were for \$100 thousand or less in 2002. In contrast, 90% of 2002 aggregate loans were in amounts of \$100 thousand or less.

Community Development Lending: M&T's community development lending activity in Non-MSA Group A was excellent, totaling \$18 million or 33% of such lending the bank extends statewide. Community development lending targeted affordable housing, 69%; economic development, 22%; and community services, 8%. The bank made one community development loan to a 274-bed nursing home where Medicaid accounts for most of the home's revenues.

INVESTMENT TEST

The level of qualified investments in these non-MSA counties was good, totaling \$592 thousand. Performance in the counties represents good responsiveness to assessment area credit needs as detailed in the table at right. Examples of qualified investment activity included:

Qualified Investments		
Purpose	#	\$(000)
Affordable Housing	5	553
Community Service	12	39
Economic Development	0	0
Revitalize & Stabilize	0	0
Total	17	592

- An LIHTC investment that supports affordable housing; and
- Multiple grants and charitable donations to various organizations that promote community development services and affordable housing.

SERVICE TEST

Performance under the service test was excellent based primarily on M&T’s outstanding branch distribution.

Retail Services: The bank’s delivery systems were readily accessible to all portions of the bank’s assessment area, including LMI areas. Overall, M&T has 27 branches in Non-MSA Group A, of which 4 or 15% are located in LMI areas. This compares favorably with the percentage of the assessment area population residing in LMI census tracts. There were no opening or closing of branches in the Non-MSA.

Alternative delivery systems slightly enhanced the bank’s performance in the assessment area. M&T had 14 off-site ATM locations in the assessment area, of which three or 21% were located in LMI areas.

The bank’s hours and services were tailored to the needs and convenience of the assessment area, including LMI areas. Of the 27 branches in the MSA, 20 have either early morning or late evening hours and 20 have Saturday hours.

Community Development Services	
Type	#
Presentation/Seminar	19
Miscellaneous	4

Community Development Services: The bank provided an adequate level of community development services in the non-MSA assessment area. The table at left shows the type and number of services the bank performed during the evaluation period. The presentations and seminars dealt primarily with financial education.

METROPOLITAN AREA

(FULL REVIEW)

MSA 7560 (SCRANTON-WILKES BARRE-HAZELTON, PA)

DESCRIPTION OF INSTITUTION'S OPERATIONS

Located in northeastern Pennsylvania, MSA 7560 is made up of Lackawanna, Luzerne, Columbia and Wyoming Counties. The MSA is a highly competitive marketplace where large superregional banks compete with numerous community banks, savings and loan associations, credit unions and non-financial institutions. M&T's primary competitors are PNC Bank, Wachovia Bank, Citizens Bank, and Fleet National Bank.

M&T has operated in this assessment area since 1998. As of June 30, 2003, M&T maintained 21 branches in the MSA, or 10% of all its retail branches in Pennsylvania. Of the 21 branches, 16 or 76% are located in Luzerne County in or near the cities of Wilkes-Barre, Pittston and Hazelton.

Based on deposits reported to the Federal Deposit Insurance Corporation as of June 30, 2003, M&T ranks third in MSA 7560, controlling nearly 9% of the retail deposit market share. M&T's branches hold approximately \$887 million or 12% of the bank's deposits in Pennsylvania.

PERFORMANCE CONTEXT

Demographic Characteristics

According to the 2000 Census, the MSA has a population of approximately 625 thousand, which reflects a decline of 2% in the last decade. Approximately one out of five residents is aged 65 and over. The region's relatively high proportion of senior citizens, combined with the declining population, reduces demand for home purchase loans and refinancings, which creates some obstacles to lending.

Income Characteristics

The HUD-adjusted median family income for MSA 7560 increased to \$50,600 in 2003 from \$45,100 in 2002. The 2000 Census indicates that less than .5% of the households are low-income, and out of 183 census tracts only 1 is low-income.

Fourteen of the area's 24 LMI census tracts are located in Luzerne County in the cities of Wilkes-Barre, Hazelton and Pittston and in areas near Wilkes-Barre. The largest urban area, the city of Scranton in Lackawanna County, has seven LMI census tracts.

**EXHIBIT 14
Combined Demographics Report**

Assessment Area: MSA7560 (Scranton-Wilkes Barre-Hazleton PA)

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	1	0.5	255	0.2	82	32.2	30,899	18.7
Moderate-income	23	12.6	17,304	10.5	2,689	15.5	31,034	18.8
Middle-income	136	74.3	120,876	73.2	8,963	7.4	38,230	23.1
Upper-income	23	12.6	26,788	16.2	811	3.0	65,060	39.4
Total Assessment Area	183	100.0	165,223	100.0	12,545	7.6	165,223	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	33,514	15,314	8.7	45.7	14,487	43.2	3,713	11.1
Middle-income	206,899	131,176	74.3	63.4	53,935	26.1	21,788	10.5
Upper-income	38,523	30,120	17.1	78.2	6,298	16.3	2,105	5.5
Total Assessment Area	280,494	176,656	100.0	63.0	75,926	27.1	27,912	10.0
	Total Businesses by Tract	Businesses by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
		#	%	#	%	#	%	#
Low	470	2.9	378	2.8	76	3.8	16	3.0
Moderate	1,775	10.9	1,506	11.0	215	10.8	54	10.1
Middle	11,134	68.7	9,360	68.4	1,409	70.5	365	68.5
Upper	2,835	17.5	2,437	17.8	300	15.0	98	18.4
Unknown	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment	16,214	100.0	13,681	100.0	2,000	100.0	533	100.0
	Percentage of Total Businesses:			84.4		12.3		3.3
	Total Farms by Tract	Farms by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
		#	%	#	%	#	%	#
Low	0	0.0	0	0.0	0	0.0	0	0.0
Moderate	16	4.4	15	4.3	1	9.1	0	0.0
Middle	288	79.6	279	79.7	8	72.7	1	100.0
Upper	58	16.0	56	16.0	2	18.2	0	0.0
Unknown	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	362	100.0	350	100.0	11	100.0	1	100.0
	Percentage of Total Businesses:			96.7		3.0		0.3

Housing Characteristics

Of the 280,494 housing units in MSA 7560 (Scranton-Wilkes Barre-Hazelton, PA), 176,656 or 63% are owner-occupied. In LMI tracts, the level of owner-occupancy is 44%. Approximately 10% of the housing units are vacant, which discourages lending for new housing construction. Any new construction that does occur is concentrated in the MSA's more rural areas.

Median Home Sales Prices		
Area	2000	2003
MSA 7560 (Scranton, PA)	\$98,000	\$113,000

Sources: United Guaranty Market Research and Office of Housing Enterprise Oversight

Housing prices have been increased approximately 13% since 2000, but they remain affordable to LMI families, particularly with the assistance of special programs. Median rent levels are low (approximately \$440 per month) because of the high vacancy rate.

Labor, Employment and Economic Characteristics

Scranton and nearby Wilkes-Barre are centers of government, higher education, health services, retailing, and distribution in northeastern Pennsylvania. This has eased but not entirely offset the impact of the long-term decline in manufacturing employment. Since 1994 manufacturing jobs have declined by nearly 17%. Manufacturing still represents almost 20% of the MSA's employment compared with 16% for Pennsylvania as a whole.

As shown in the table at right, average unemployment in 2003 was 6% although the average number of workers in the labor force declined 1.8% from 2002.

Average Annual Unemployment Rates		
Area	2002	2003
MSA 7560 (Scranton)	6.2%	6.0%
State of Pennsylvania	5.7%	5.6%

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN MSA 7560 (SCRANTON-WILKES BARRE-HAZELTON, PA)

LENDING TEST

Overall lending test performance in this MSA was adequate.

Lending Activity: M&T's responsiveness to retail credit needs in MSA 7560 (Scranton-Wilkes Barre-Hazelton, PA) was good.

The bank's 8% deposit market share in its assessment area in 2002 equals a ranking of third in the market. M&T's HMDA-related loan market share of 3% produces a ranking of sixth, and a small business loan market share of 2% ranks the bank 12th in the market. In terms of both HMDA-related and small business lending, M&T was competitive with similarly situated banks.

A comparison of data from 2001 and 2002 shows that the number of M&T's home purchase loans decreased while the aggregate increased the number of such loans. The number of the

bank's refinancings decreased modestly while aggregate refinancings increased. The number of M&T small business loans increased, and the aggregate total of such loans increased.

Geographic Distribution: Overall geographic distribution was good in this assessment area based on adequate lending distribution in low-income geographies and good lending distribution in moderate-income geographies.

Lending in low-income geographies was adequate based on adequate performance for all three products. These conclusions take into account the extremely limited mortgage-related lending opportunities because of the very small number of owner-occupied housing units and small business establishments in the low-income census tracts. Accordingly, a meaningful aggregate comparison could not be performed.

The following table summarizes the performance related to lending in low-income tracts.

Lending in Low-income Tracts MSA 7560 (Scranton-Wilkes Barre-Hazleton, PA)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Adequate	Adequate	Not applicable
Refinance	Adequate	Adequate	Not applicable
Small Business	Adequate	Adequate	Not applicable

Lending in moderate-income geographies was good based on good home purchase lending patterns, adequate refinance lending and excellent small business lending distribution. The following table summarizes the performance related to lending in moderate-income tracts.

Lending in Moderate-income Tracts MSA 7560 (Scranton-Wilkes Barre-Hazleton, PA)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Adequate	Good	Below
Refinance	Poor	Good	Below
Small Business	Good	Excellent	Similar

Distribution by Borrower Income and Revenue Size of the Business: Performance in this MSA was good based on adequate levels of lending to low-income borrowers and small businesses, and a good level of lending to moderate-income borrowers.

Overall distribution to low-income borrowers in the assessment area was adequate based on adequate home purchase and refinance distribution. These conclusions considered challenges to homeownership for low-income borrowers as noted in the Performance Context section and supported by the performance of the market aggregate. The following table summarizes the performance related to lending to low-income borrowers.

Lending to Low-income Borrowers MSA 7560 (Scranton-Wilkes Barre-Hazelton, PA)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Adequate	Adequate	Below
Refinance	Adequate	Adequate	Slightly below

Overall distribution to moderate-income borrowers was good based on excellent distribution of home purchase loans and good distribution of refinance loans. The following table summarizes the performance related to lending to moderate-income borrowers.

Lending to Moderate-income Borrowers MSA 7560 (Scranton-Wilkes Barre-Hazelton, PA)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Good	Excellent	Slightly below
Refinance	Good	Good	Similar

Overall distribution of small business loans was adequate based on good performance in 2002 and adequate performance in 2003. In addition, 76% of loans were for \$100 thousand or less in 2002. In contrast, 93% of 2002 aggregate loans were in amounts of \$100 thousand or less.

Community Development Lending: M&T's community development lending in MSA 7560 (Scranton-Wilkes Barre-Hazelton, PA) totaled \$1.6 million or 3% of the bank's community development lending in Pennsylvania. Performance in the MSA demonstrated adequate responsiveness to the community development credit needs of the MSA. This lending targeted community services.

INVESTMENT TEST

The level of qualified investments in this MSA was adequate, totaling \$123 thousand or 1% of statewide activity. As detailed in the table at right, the qualified investment activity exhibited adequate

Qualified Investments		
Purpose	#	\$(000)
Affordable Housing	0	0
Community Service	25	122
Economic Development	0	0
Revitalize & Stabilize	1	1
Total	26	123

responsiveness to assessment area credit needs.

Examples of qualified investment activity included:

- Grants totaling \$80 thousand to a group that provides budget counseling, utility bill assistance, shelter, and health and social services to low-income individuals; and
- Grants totaling \$43 thousand to organizations that provide community services and affordable housing.

SERVICE TEST

M&T's performance under the service test was excellent based primarily on the bank's outstanding branch distribution.

Retail Services: The bank's delivery systems were readily accessible to all portions of the bank's assessment area, including LMI areas. Overall, M&T has 21 branches in MSA 7560, of which 3 or 14% are located in LMI areas. This compares favorably with the portion of the MSA population residing in LMI areas.

Changes in branch locations during the evaluation period did not impact accessibility of the bank's delivery systems. One branch was closed during the evaluation period, but it was not located in an LMI geography.

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

The bank's hours and services were tailored to the needs and convenience of the assessment area, including LMI areas. Of the 21 branches in the MSA, 19 have either early morning or late evening hours and 15 have Saturday hours.

Community Development Services	
Type	#
Presentations/Seminars	50
Housing/Home Shows	5

Community Development Services: The bank was a leader in providing community development services in the MSA. The table at left shows the services the bank performed during the evaluation period. Most of the seminars covered mortgage topics.

In addition, M&T employees served as board members for three qualified community development organizations, and one employee served on the loan committee of a local community development organization.

NONMETROPOLITAN AREA

(FULL REVIEW)

NON-MSA GROUP B

(FRANKLIN AND ADAMS COUNTIES, PA)

DESCRIPTION OF INSTITUTION'S OPERATIONS

Adjacent Franklin and Adams Counties in south central Pennsylvania along the Maryland border are in a competitive market. Nine banks operate 59 branches in Franklin County, and five banks operate 34 branches in Adams County.

As of June 30, 2003, M&T had 15 branches in this assessment area, which is 7% of the bank's branches in Pennsylvania. The branches had \$479 million in deposits as of June 30, 2003, or 7% of the bank's total deposits in the state. M&T is second largest deposit holder in the area, with over 19% deposit market share. Its major competitors include Adams County National Bank, Farmers & Merchants Trust Company, PNC Bank, and Citizens Bank of Southern Pennsylvania.

PERFORMANCE CONTEXT

Demographic Characteristics

During the examination period, the populations of Adams and Franklin Counties increased at a faster rate than Pennsylvania's 3% growth rate. The high 17% growth rate for Adams County is attributed to increased employment opportunities and the area's appeal to retirees and near-retirees from Washington, D.C., Baltimore and Philadelphia.

Population			
Area	1990	2000	Growth
Adams County	78,274	91,292	17%
Franklin County	121,082	129,313	7%
Non-MSA Totals	199,356	220,605	11%
Pennsylvania	11,881,643	12,281,054	3%

Income Characteristics

The HUD-adjusted median family incomes for Adams and Franklin Counties are similar to the state figures. The counties have significant numbers of LMI households, mostly located in middle- and upper-income census tracts. Although about 15% of the households are low-income and 15% are moderate-income, the counties have no low-income census tracts and only two moderate-income tracts, one in central Franklin County and one in the southeast part of the county.

HUD MEDIAN FAMILY INCOMES		
Area	2002	2003
Adams County	\$52,000	\$56,300
Franklin County	\$47,600	\$53,800
State of Pennsylvania	\$51,400	\$56,600

**EXHIBIT 15
Combined Demographics Report**

Assessment Group: PA Non-MSA Group B

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	7,492	12.2
Moderate-income	2	4.1	1,820	3.0	315	17.3	10,132	16.5
Middle-income	28	57.1	35,943	58.6	1,965	5.5	14,828	24.2
Upper-income	19	38.8	23,589	38.4	899	3.8	28,900	47.1
Total Assessment Area	49	100.0	61,352	100.0	3,179	5.2	61,352	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	3,594	1,290	2.0	35.9	1,951	54.3	353	9.8
Middle-income	53,863	36,637	57.9	68.0	13,793	25.6	3,433	6.4
Upper-income	32,177	25,395	40.1	78.9	5,219	16.2	1,563	4.9
Total Assessment Area	89,634	63,322	100.0	70.6	20,963	23.4	5,349	6.0
	Total Businesses by Tract	Businesses by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
		#	%	#	%	#	%	
Low	0	0.0	0	0.0	0	0.0	0	0.0
Moderate	324	5.8	280	5.8	31	5.5	13	6.4
Middle	3,205	57.3	2,764	57.2	317	56.2	124	61.1
Upper	2,069	37.0	1,787	37.0	216	38.3	66	32.5
Unknown	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment	5,598	100.0	4,831	100.0	564	100.0	203	100.0
Percentage of Total Businesses:			86.3		10.1		3.6	
	Total Farms by Tract	Farms by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
		#	%	#	%	#	%	
Low	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
Middle	435	58.5	415	58.1	19	67.9	1	100.0
Upper	308	41.5	299	41.9	9	32.1	0	0.0
Unknown	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	743	100.0	714	100.0	28	100.0	1	100.0
Percentage of Total Businesses:			96.1		3.8		0.1	

Housing Characteristics

Home sales prices for the region have increased at a moderate rate. Some affordable older homes are available for purchase in both Franklin and Adams Counties.

Median Home Sales Prices			
Area	2001	2002	2003
South Central Pennsylvania	\$133,070	\$145,350	\$142,040

Source: Pennsylvania Association of Realtors

Owner-occupancy is approximately 70% for both counties; Franklin has 53,803 housing units and Adams has 35,831. For the two moderate-income tracts, homeownership is only 36%, limiting mortgage lending opportunities.

The housing stock is relatively modern with a median age of 29 years for Adams County and 34 years for Franklin County, unlike the two moderate-income tracts in Franklin where most of the housing has a median age of 54 years.

Vacancy rates for both counties are a moderate 6%. The vacancy rate of 10% for the two moderate-income tracts reflects the availability of more modern affordable rental housing in nearby middle-income tracts.

Labor, Employment and Economic Characteristics

Average Annual Unemployment Rates		
Area	2002	2003
Adams County	4.3%	4.0%
Franklin County	4.9%	4.2%
State of Pennsylvania	5.7%	5.6%

The unemployment rates for the two counties remain low and significantly less than the state average. Both are premier farming areas, which led to two large food processing facilities moving into Adams County while Franklin County has become a manufacturing center, initially for farm wagons.

Adams County, site of the Gettysburg Military Park, benefits from being a popular tourist destination which attracts over 1.8 million visitors a year. Its largest employers includes a fruit processor, Gettysburg College, Gettysburg Hospital, and the Brethren Retirement Community.

Franklin County continues to be a manufacturing center for machinery parts, and its location straddling Interstate 81 has helped it retain and attract wholesale/distribution facilities. Its largest employers are construction equipment manufacturers, the Letterkenny Army Depot, and Chambersburg Hospital.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN NON-MSA GROUP B (FRANKLIN AND ADAMS COUNTIES, PA)

LENDING TEST

M&T's lending test performance in this assessment area was good.

Lending Activity: M&T's responsiveness to retail credit needs in this non-MSA was good.

In 2002, the bank's 10% deposit market share in these assessment areas ranks M&T fourth in the market. The HMDA-related loan market share of 2% gives the bank a rank of 17th, and its small business loan market share of 2% yields a ranking of 14th in the market. M&T was a leader in terms of small business lending but trailed similarly situated banks in HMDA-related lending.

Comparing data from 2001 and 2002 shows that the number of home purchase loans extended by M&T decreased while the aggregate number of such loans also decreased. The bank's number of refinancings decreased while the aggregate's refinance totals increased. In small business lending, M&T loan total decreased modestly, and the aggregate's total number of small business loans increased significantly.

The merger with Allfirst helped improve M&T's performance in the non-MSA. In 2003, the bank's home purchase lending increased 84% in number and 40% in dollars. The bank's refinance lending increased 85% in number and 92% in dollars. Small business lending increased 109% in number and 240% in dollars in 2003. M&T also reported extending 500 home equity loans and 324 other consumer loans in the assessment area in 2003 as a result of the merger.

Geographic Distribution: Geographic distribution was excellent in Non-MSA Group B (Franklin and Adams Counties, PA). This is based on performance in lending in moderate-income geographies. There were no low-income tracts in the bank's Non-MSA Group B assessment area, according to both the 1990 and 2000 Census.

Distribution in moderate-income tracts was excellent for home purchase, refinance, home equity and small business lending. However, consumer lending was poor. The following table summarizes the performance related to lending in moderate-income tracts.

Lending in Moderate-income Tracts Non-MSA Group B (Franklin & Adams Counties, PA)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Excellent	Excellent	Above
Refinance	Excellent	Excellent	Significantly above
Small Business	Excellent	Excellent	Significantly above
Other Consumer	Not applicable	Poor	Not available
Home Equity	Not applicable	Excellent	Not available

Distribution by Borrower Income and Revenue Size of the Business: Performance in this non-MSA assessment area was good based on adequate levels of lending to low-income borrowers and small businesses, and a good level of lending to moderate-income borrowers.

Overall distribution to low-income borrowers in the assessment area was adequate based on adequate home purchase, refinance, and home equity lending, and an excellent level of other consumer lending. These conclusions considered housing affordability issues for low-income borrowers as noted in the Performance Context and supported by the performance of the market aggregate. The following table summarizes performance related to lending to low-income borrowers.

Low-income Borrowers Non-MSA Group B (Franklin & Adams Counties, PA)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Adequate	Adequate	Significantly above
Refinance	Adequate	Adequate	Below
Home Equity	Not applicable	Adequate	Not available
Other Consumer	Not applicable	Excellent	Not available

Overall distribution to moderate-income borrowers was good based on good distribution of home purchase and home equity loans, adequate distribution of refinance loans, and excellent distribution of other consumer loans. The following table summarizes the performance related to lending to moderate-income borrowers.

Moderate-income Borrowers Non-MSA Group B (Franklin & Adams Counties, PA)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Poor	Excellent	Below
Refinance	Good	Adequate	Above
Home Equity	Not applicable	Good	Not available
Other Consumer	Not applicable	Excellent	Not available

Overall distribution of small business loans was adequate based on good performance in 2002 and adequate performance in 2003. In addition, 74% of loans were for \$100 thousand or less in 2002. In contrast, 93% of 2002 aggregate loans were for \$100 thousand or less.

Community Development Lending: Community development lending was poor and needs to improve. The bank originated no community development loans in this assessment area.

INVESTMENT TEST

The level of qualified investments in the non-MSA counties was good, totaling \$258 thousand. Performance in Franklin and Adams Counties displayed good responsiveness to assessment area credit needs, as detailed in the table at right. Examples of qualified investment activity included:

Qualified Investments		
Purpose	#	\$(000)
Affordable Housing	1	3
Community Service	3	255
Economic Development	0	0
Revitalize & Stabilize	0	0
Total	4	258

- A \$250 thousand equity investment in a community development corporation to provide financing for the creation of affordable housing and loans to small businesses; and
- Grants and charitable donations totaling \$8,000 to various organizations that promote community development, services and affordable housing.

SERVICE TEST

Performance under the service test was excellent based primarily on M&T’s outstanding branch distribution.

Retail Services: The bank’s delivery systems were readily accessible to all portions of the bank’s assessment area, including LMI areas. Overall, M&T has 15 branches in the non-MSA, of which 4 or 27% are located in LMI areas. This compares very favorably with the portion of the non-MSA population residing in LMI areas.

In general, changes in branch locations during the evaluation period did not adversely affect the accessibility of the bank’s delivery systems. One branch opened, and six branches were acquired from Allfirst. Of these seven branches, only one was in an LMI tract. Seven branches were closed, with two or 29% located in LMI census tracts.

Alternative delivery systems did not enhance the bank’s performance in the assessment area. M&T had 11 off-site ATM locations in the assessment area, but none were located in LMI areas.

The bank’s hours and services were tailored to the needs and convenience of the assessment area, including LMI areas. Of the 15 branches in the non-MSA, 14 have either early morning or late evening hours and 14 have Saturday hours.

Community Development Services	
Type	#
Presentations/Seminars	7
Housing/Home Show	1

Community Development Services: M&T provided an adequate level of services in this assessment area. The table at left shows the type and number of services the bank performed during the evaluation period. A large number of the seminars concerned mortgage lending education.

METROPOLITAN AREA

(FULL REVIEW)

MSA 6680 (READING, PA)

DESCRIPTION OF INSTITUTION'S OPERATIONS

Located in the Delaware Valley region of eastern Pennsylvania, this MSA consists of Berks County, with includes the city and county seat of Reading. The area is a very competitive marketplace, with ten banks operating five or more branches each. As of December 31, 2003, M&T had 16 branches in this MSA, representing 8% of Pennsylvania assessment area deposits. As of June 30, 2003, M&T was ranked fourth in deposits, with an 11% market share.

PERFORMANCE CONTEXT

Demographic Characteristics

As of 2000, the MSA had a population of approximately 374 thousand, which is an 11% increase over the past decade. Approximately 22% of the MSA population resides in Reading City, which grew at a slower rate of 3.6%. The Reading City growth reverses a 30-year population decline.

Income Characteristics

The HUD-adjusted median family income for MSA 6680 increased 15% from \$53,300 in 2002 to \$61,200 in 2003. Of the MSA's 82 census tracts, 9 are low-income and 16 moderate-income. Reading City has 24 of the 25 LMI census tracts. One LMI tract is located adjacent to Reading in Muhlenberg Township.

Housing Characteristics

Of the 150,222 housing units in the MSA, 104,693 or 69% are owner-occupied. In LMI tracts, the level of owner-occupancy is only 43%. Approximately 13% of the housing units in the LMI tracts are vacant compared with 4% for the other tracts. These factors reduce the demand for home mortgage loans in the LMI tracts.

The 2002 and 2003 median housing values in the assessment area are noted in the accompanying table. Although housing prices have been increasing an average of 4% per year, they remain generally affordable to moderate-income families and some low-income families, especially in Reading City where smaller homes can be purchased for \$80 thousand or less.

Median Home Sales Prices		
Area	2002	2003
MSA 6680 (Reading PA)	\$116,000	\$123,000

Sources: HUD and Office of Federal Housing Enterprise Oversight

**EXHIBIT 16
Combined Demographics Report**

Assessment Area: MSA 6680 (Reading, PA)

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	9	11.0	6,163	6.2	2,399	38.9	17,526	17.7
Moderate-income	16	19.5	11,110	11.2	1,618	14.6	18,789	19.0
Middle-income	48	58.5	66,205	67.0	1,919	2.9	24,106	24.4
Upper-income	9	11.0	15,404	15.6	254	1.6	38,461	38.9
Total Assessment Area	82	100.0	98,882	100.0	6,190	6.3	98,882	100.0
	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	12,157	3,147	3.0	25.9	7,331	60.3	1,679	13.8
Moderate-income	19,717	10,549	10.1	53.5	6,812	34.5	2,356	11.9
Middle-income	96,752	73,734	70.4	76.2	19,213	19.9	3,805	3.9
Upper-income	21,596	17,263	16.5	79.9	3,521	16.3	812	3.8
Total Assessment Area	150,222	104,693	100.0	69.7	36,877	24.5	8,652	5.8
	Total Businesses by Tract		Businesses by Tract & Revenue Size					
			Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported	
			#	%	#	%	#	%
Low	791	8.6	638	8.4	123	9.7	30	8.7
Moderate	628	6.8	516	6.8	92	7.3	20	5.8
Middle	6,317	68.8	5,305	70.0	766	60.5	246	71.7
Upper	1,451	15.8	1,118	14.8	286	22.6	47	13.7
Unknown	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment	9,187	100.0	7,577	100.0	1,267	100.0	343	100.0
Percentage of Total Businesses:			82.5		13.8		3.7	
	Total Farms by Tract		Farms by Tract & Revenue Size					
			Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported	
			#	%	#	%	#	%
Low	0	0.0	0	0.0	0	0.0	0	0.0
Moderate	2	0.4	2	0.4	0	0.0	0	0.0
Middle	499	93.4	486	93.6	13	86.7	0	0.0
Upper	33	6.2	31	6.0	2	13.3	0	0.0
Unknown	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	534	100.0	519	100.0	15	100.0	0	0.0
Percentage of Total Businesses:			97.2		2.8		0.0	

The median age of the housing stock is 43 years for the assessment area, but housing stock is much older (median age 61 years) in the LMI tracts. Rent levels are generally affordable with a median gross rent of \$544 for the assessment area, \$485 for moderate-income tracts, and \$420 for low-income tracts.

Labor, Employment and Economic Characteristics

The unemployment rate in this MSA remains higher than the state average because approximately 7,400 jobs were lost since 2000. Closings of plants at Dada Corporation, where

Average Annual Unemployment Rates		
Area	2003	2002
MSA 6680 (Reading)	6.2%	6.5%
State of Pennsylvania	5.6%	5.7%

truck bodies were manufactured, and Algere Systems Inc., which manufactures telecommunications equipment, and two textile mills led to the job loss. Increases in service industry and home building employment partly offset the job losses in manufacturing.

The area's traditional industries – iron and metal fabrication, textile and apparel manufacturing – continue to decline, but the local economy depends less on these employment sources. Light manufacturing and distribution companies have been opening new facilities, while the area has retained its agricultural base and expanded its role as a regional center for medical services.

Reading City continues as a prime destination for retail shoppers, and its factory outlet annually attracts more than 6 million visitors. In 2003, the complex added a new retail shopping area when Cabela's opened a 225,000-square-foot outdoor supply superstore in northern Berks County near Interstate 78.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN MSA 6680 (READING, PA)

LENDING TEST

Overall, the bank's performance under the lending test was adequate in this MSA.

Lending Activity: M&T's responsiveness to retail credit needs in MSA 6680 (Reading, PA) was good.

Ranking 11th in the market, the bank had a 2% deposit market share in 2002 in its assessment area. M&T's HMDA-related loan market share of 1% ranks the bank 32nd in the market, and its small business loan market share of 1% translates into a ranking of 19th. Compared with similarly situated banks, M&T was a leader in terms of small business lending and was competitive in terms of HMDA-related lending.

In a comparison of 2001 and 2002 data, the number of home purchase loans extended by M&T held steady while the aggregate number of such loans increased slightly. The bank's number of refinancings increased slightly but less than the aggregate's number of refinancings. In small business loans, M&T's total decreased while the aggregate's increased.

The Allfirst merger improved M&T's performance in MSA 6680 (Reading, PA). In 2003, the bank's home purchase lending increased 77% in number and 38% in dollars. The bank's refinance lending increased 224% in number and 175% in dollars. Moreover, the bank's small business lending increased 170% in number and 282% in dollars in 2003. M&T also reported extending 465 home equity loans and 323 other consumer loans in the assessment area in 2003 as a result of the merger.

Geographic Distribution: Geographic distribution was adequate in MSA 6680 (Reading, PA). Distribution in LMI census tracts reflected adequate performance.

Distribution in low-income tracts was adequate for home purchase, refinance, small business and consumer lending, and very poor for home equity lending. The following table summarizes the performance related to lending in low-income tracts.

Lending in Low-income Tracts MSA 6680 (Reading, PA)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Poor	Excellent	Significantly below
Refinance	Good	Poor	Significantly above
Small Business	Adequate	Adequate	Significantly below
Other Consumer	Not applicable	Adequate	Not available
Home Equity	Not applicable	Very poor	Not available

Distribution in moderate-income tracts was adequate for home purchase lending, other consumer lending, and refinance lending. Performance was good for small business lending, and home equity lending was very poor. The following table summarizes the performance related to lending in moderate-income tracts.

Lending in Moderate-income Tracts MSA 6680 (Reading, PA)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Poor	Excellent	Significantly below
Refinance	Poor	Poor	Significantly below
Small Business	Adequate	Good	Significantly below
Other Consumer	Not applicable	Adequate	Not available
Home Equity	Not applicable	Very poor	Not available

Distribution by Borrower Income and Revenue Size of the Business: Performance in this MSA was good based on a good level of lending to LMI borrowers and adequate lending to small businesses.

Overall distribution to low-income borrowers in the assessment area was good based on good home purchase, adequate refinance and home equity distribution, and excellent distribution of other consumer loans. The following table summarizes the performance related to lending to low-income borrowers.

Lending to Low-income Borrowers MSA 6680 (Reading, PA)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Poor	Excellent	Significantly below
Refinance	Adequate	Adequate	Similar
Home Equity	Not applicable	Adequate	Not available
Other Consumer	Not applicable	Excellent	Not available

Overall distribution to moderate-income borrowers was good based on good distribution of home purchase loans and refinancings, and excellent distribution of home equity and other consumer loans. The following table summarizes the performance related to lending to moderate-income borrowers.

Lending to Moderate-income Borrowers MSA 6680 (Reading, PA)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Poor	Excellent	Significantly below
Refinance	Poor	Excellent	Below
Home Equity	Not applicable	Excellent	Not available
Other Consumer	Not applicable	Excellent	Not available

Overall distribution of small business loans was adequate based on adequate performance in 2002 and 2003. In addition, 77% of loans were for \$100 thousand or less in 2002. In contrast, 89% of 2002 aggregate loans were in amounts of \$100 thousand or less.

Community Development Lending: Community development lending was poor and needs to improve. The bank originated no community development loans in this MSA.

INVESTMENT TEST

The level of qualified investments in this MSA was adequate, totaling \$79 thousand. The investments exhibited adequate responsiveness to assessment area credit needs as detailed in the table at right.

Qualified Investments		
Purpose	#	\$(000)
Affordable Housing	3	78
Community Service	0	0
Economic Development	2	1
Revitalize & Stabilize	0	0
Total	5	79

Examples of qualified investment activity included:

- A \$52 thousand investment in an LIHTC to support affordable housing in Reading; and
- A \$20 thousand grant to an organization that provides homeownership education and counseling to LMI individuals.

SERVICE TEST

Performance under the service test was adequate based primarily on M&T's satisfactory branch distribution in the assessment area.

Retail Services: The bank's delivery systems were readily accessible to all portions of the bank's assessment area, including LMI areas. Overall, M&T has 16 branches in MSA 6680, of which 2 or 13% are located in LMI areas. This percentage is below the percentage of population residing in LMI census tracts.

Changes in branch locations during the evaluation period did not adversely affect accessibility of the bank's delivery systems. Of 14 new branches, 13 were acquired from Allfirst and 1 was opened. Of the 14, 3 or 21% were located in LMI census tracts. Three branches were closed; one of them was in an LMI census tract.

Alternative delivery systems slightly enhanced the bank's performance in the assessment area. M&T had 15 off-site ATM locations in the assessment area, of which 2 or 13% were located in LMI areas.

The bank's hours and services were tailored to the needs and convenience of the assessment area, including LMI areas. Of the 16 branches in the MSA, 15 have early morning or late evening hours and 13 have Saturday hours.

Community Development Services	
Type	#
Presentations/Seminars	43
Miscellaneous	7

Community Development Services: The bank was a leader in community development services in the Reading MSA. The table at left shows the services the bank performed during the evaluation period. A high number of the seminars covered mortgage lending education.

In addition, two M&T employees served as board members for two qualified community development organization, and one employee served on the loan committee of a community development organization.

METROPOLITAN AREA

(FULL REVIEW)

MSA 0280 (ALTOONA, PA)

DESCRIPTION OF INSTITUTION'S OPERATIONS

As of December 31, 2003, M&T operated 12 branches in this MSA, representing 6% of all its branches in Pennsylvania. As of June 30, 2003, the bank had \$511 million in deposits in this MSA, or 7% of the bank's total branch deposits in the state. In addition, the bank's deposit market share was 29%, ranking first in the assessment area. For details, see Exhibit 10 on page BB54.

PERFORMANCE CONTEXT

Demographic Characteristics

The assessment area consists of the entire MSA, which encompasses Blair County, and is located in the Allegheny Mountains in western central Pennsylvania. Altoona is Blair County's most populous city, with 38% of the county's population. According to the 2000 Census, the population of both the city and county has remained fairly stable. All the county's LMI census tracts are located in the city of Altoona, except one moderate-income tract in Tyrone in northern Blair County and one in a rural area in the extreme southern part of the county.

Income Characteristics

HUD median family income figures for the Altoona MSA are summarized in the table at right. The median family incomes are the lowest of the MSA areas in Pennsylvania under full review.

HUD MEDIAN FAMILY INCOMES		
MSA	2002	2003
MSA 0280 (Altoona, PA)	\$41,800	\$46,200

Housing Characteristics

Although the 2000 homeownership rate in Blair County is up to 68%, many LMI families earn under \$25 thousand a year and over 35% of renters pay more than 30% of their income for rent. Generally, these are the residents who cannot afford homes in light of the median home sale prices noted in the table at right.

Mean Home Sales Prices		
Area	2002	2003
South Central Region, PA	\$140,300	\$148,000

Note: This region includes Blair, Cumberland, Dauphin, Lebanon, Perry, Bedford, Cambria, York, Fulton, Huntington, Franklin, Mifflin, Juniata, Adams, and Lancaster Counties
Source: Pennsylvania Association of Realtors.

EXHIBIT 17
Combined Demographics Report

Analysis Year: 2003

Assessment Area: MSA 0280 (Altoona, PA)

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	8,630	24.5
Upper-income	2	5.9	3,328	9.4	222	6.7	13,525	38.4
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
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	154	4.9	108	4.1	38	9.2	8	8.2
Moderate	536	16.9	457	17.2	66	15.9	13	13.4
Middle	2,202	69.6	1,855	69.9	276	66.7	71	73.2
Upper	274	8.7	235	8.9	34	8.2	5	5.2
Unknown	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment	3,166	100.0	2,655	100.0	414	100.0	97	100.0
Percentage of Total Businesses:				83.9		13.1		3.1
	Total Farms by Tract	Farms by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
		#	%	#	%	#	%	#
Low	1	0.7	1	0.8	0	0.0	0	0.0
Moderate	5	3.6	5	3.8	0	0.0	0	0.0
Middle	125	91.2	120	90.9	4	100.0	1	100.0
Upper	6	4.4	6	4.5	0	0.0	0	0.0
Unknown	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	137	100.0	132	100.0	4	100.0	1	100.0
Percentage of Total Businesses:				96.4		2.9		0.7

Labor, Employment and Economic Characteristics

Reflecting the general economic recovery, unemployment decreased during the examination period, as shown in the table at right.

Average Annual Unemployment Rates		
Area	2002	2003
MSA 0280 (Altoona, PA)	6.0%	5.1%
State of Pennsylvania	5.7%	5.6%

The Altoona MSA's transition to a service economy has not been easy. Although many residents are still employed in specialty manufacturing, such as food processing, the sector continues to lose jobs. The aging of the population and lack of highly skilled labor hamper the area's growth. Still, the retail sector has gained ground as the Altoona area is the region's shopping hub.

Business and government leaders are working to use the county's location on Interstate 99 to attract technology firms, distribution and warehousing facilities, as well as more traditional manufacturing firms. The Interstate links Pennsylvania State University to the north to many KOZs (Keystone Opportunity Zones) and Altoona to the Pennsylvania Turnpike and points to the south.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN MSA 0280 (ALTOONA, PA)

LENDING TEST

Overall performance on the lending test in MSA 0280 (Altoona, PA) was good.

Lending Activity: M&T's responsiveness to retail credit needs in this MSA was good.

In 2002, the bank's 31% deposit market share in its assessment areas ranks M&T first in the market while its HMDA-related loan market share of 10% yields a ranking of second. With its small business loan market share of 8%, M&T ranks third in the market. Compared with similarly situated banks, M&T was competitive in terms of HMDA-related lending but trailed in terms of small business lending.

Comparing data from 2001 and 2002, M&T's number of home purchase loans decreased more than the aggregate number of such loans. The number of M&T refinancings decreased while the aggregate's number of refinancings increased. As for the small business loan total, the bank showed a decrease while the aggregate increased.

Geographic Distribution: Geographic distribution for this assessment area was good. This conclusion is based on good overall distribution in moderate-income census tracts. An analysis was not conducted in low-income tracts because lending opportunities are severely limited in light of the few owner-occupied housing units in the single low-income census tract.

Loan distribution in moderate-income tracts was excellent for home purchase lending and good for refinancings and small business lending. The following table summarizes the performance related to lending in moderate-income tracts.

Lending in Moderate-income Tracts MSA 0280 (Altoona, PA)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Good	Excellent	Similar
Refinance	Adequate	Excellent	Similar
Small Business	Excellent	Good	Significantly above

Distribution by Borrower Income and Revenue Size of the Business: Performance in the MSA was adequate based on adequate levels of lending to low-income borrowers and small businesses, and good lending performance to moderate-income borrowers.

Overall distribution to low-income borrowers in the assessment area was adequate based on good home purchase and adequate refinance distribution. These conclusions consider housing affordability challenges for low-income borrowers as noted in the Performance Context section and supported by the market aggregate performance. The following table summarizes performance related to lending to low-income borrowers.

Lending to Low-income Borrowers MSA 0280 (Altoona, PA)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Adequate	Excellent	Slightly below
Refinance	Adequate	Adequate	Slightly above

Overall distribution to moderate-income borrowers was good based on excellent distribution of home purchase and good distribution of refinance loans. The following table summarizes the performance related to lending to moderate-income borrowers.

Lending to Moderate-income Borrowers MSA 0280 (Altoona, PA)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Excellent	Excellent	Slightly above
Refinance	Good	Good	Similar

Overall distribution of small business loans was adequate based on adequate performance in both years. In addition, 72% of loans were for \$100 thousand or less in 2002. In contrast, 91% of 2002 aggregate loans were for \$100 thousand or less.

Community Development Lending: M&T’s community development lending in the MSA totaled \$13.8 million, or 25% of the bank’s statewide community development lending. This performance exhibited an outstanding response to community development credit needs. This lending activity consisted of three loans in KOZs that promoted economic development through expansion of commercial facilities.

INVESTMENT TEST

The level of qualified investments in this MSA was adequate totaling \$237 thousand. This activity exhibited adequate responsiveness to assessment area credit needs as detailed in the accompanying table. Examples of qualified investment activity included:

Qualified Investments		
Purpose	#	\$(000)
Affordable Housing	4	35
Community Service	13	52
Economic Development	3	150
Revitalize & Stabilize	0	0
Total	20	237

- Grants totaling \$150 thousand to a group that provides housing programs, and health and social services to low-income individuals in Altoona; and
- A \$27 thousand grant to a group that builds and rehabilitates housing.

SERVICE TEST

M&T’s performance under the service test was excellent based primarily on outstanding branch distribution.

Retail Services: The bank’s delivery systems were readily accessible to all portions of the bank’s assessment area, including LMI areas. Overall, M&T has 12 branches in MSA 0280, of which 4 or 33% are located in LMI areas. This compares favorably with the portion of the MSA population residing in LMI areas.

No branches opened or closed during the evaluation period.

Alternative delivery systems slightly enhanced the bank's performance in the assessment area. M&T had 14 off-site ATM locations in the assessment area, of which 6 or 43% were located in LMI areas.

The bank's hours and services were tailored to the needs and convenience of the assessment area, including LMI areas. Of the 12 branches in the MSA, 9 have either early morning or late evening hours and 10 have Saturday hours.

Community Development Services: The bank is a leader in providing community development services in the Altoona MSA. The table at left shows the services the bank performed during the evaluation period. Most of the seminars covered mortgage education topics.

Community Development Services	
Type	#
Presentations/Seminars	14

In addition, one M&T employee served as a board member for a qualified community development organization.

METROPOLITAN AND NONMETROPOLITAN AREAS

(LIMITED REVIEW)

MSA 4000 (LANCASTER, PA)

MSA 8050 (STATE COLLEGE, PA)

MSA 0240 (ALLENTOWN-BETHLEHEM-EASTON, PA)

MSA 9140 (WILLIAMSPORT, PA)

NON-MSA GROUP D (SULLIVAN AND BRADFORD COUNTIES, PA)

NON-MSA GROUP C (HUNTINGDON AND BEDFORD COUNTIES, PA)

NON-MSA MONROE COUNTY, PA

Data reviewed, including performance and demographic information, can be found in the Pennsylvania tables in Appendix D. 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 4000	Consistent	Consistent	Consistent
MSA 8050	Consistent	Consistent	Below
MSA 0240	Consistent	Consistent	Consistent
MSA 9140	Consistent	Consistent	Consistent
NON-MSA Group D	Below	Consistent	Below
Non-MSA Group C	Consistent	Consistent	Below
Non-MSA Monroe County	Below	Consistent	Below

MULTISTATE METROPOLITAN AREA

(FULL REVIEW)

CMSA 8872 (WASHINGTON-BALTIMORE, DC-MD-VA-WV)

CRA RATING FOR CMSA 8872: "SATISFACTORY."

The lending test is rated: High satisfactory.

The investment test is rated: Outstanding.

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;
- Good distribution of loans among borrowers of different income levels and businesses of different sizes;
- An excellent level of community development lending;
- An excellent level of qualified investments; and
- Readily accessible delivery systems to geographies and individuals of different income levels.

SCOPE OF EXAMINATION

Examiners conducted a full-scope review of performance in CMSA 8872. The bank's assessment area in the CMSA includes portions of the following PMSAs:

- PMSA 0720 (Baltimore, MD)
- PMSA 8840 (Washington, DC-MD-VA-WV)
- PMSA 3180 (Hagerstown, MD)

In the CMSA, examiners focused on PMSA 0720 (Baltimore, MD) and PMSA 8840 (Washington, DC-MD-VA-WV) as M&T's deposit and lending activities are concentrated there. These PMSAs together have 96% of assessment area deposits and 93% of assessment area loans as shown in Exhibit 18 on the following page.

Most of this assessment area was added in 2003 as a result of the acquisition of Allfirst. Prior to the transaction, M&T had a small presence in PMSA 3180 (Hagerstown, MD) with small lending volumes. Therefore, lending analysis at this examination focused on 2003 loans in this CMSA. In

addition to HMDA-related and small business loan products, consumer credit was reviewed at the request of bank management.

DESCRIPTION OF INSTITUTION'S OPERATIONS

As shown in Exhibit 1 on page BB7, one-quarter of branch deposits are generated in the CMSA. In addition, approximately 13% of all HMDA-related and small business loans were originated in CMSA 8872 in 2003.

EXHIBIT 18				
Summary of Key Assessment Area Data: CMSA 8872				
	PMSA 0720	PMSA 8840	PMSA 3180	TOTAL CMSA 8872
Total Population	2,552,994	131,923	4,126,260	6,811,177
Population % of AA population	37%	2%	61%	100%
Families	658,188	34,235	1,020,706	1,713,129
Families % of AA families	38%	2%	60%	100%
Total Census Tracts	625	32	897	1,554
Tracts % AA tracts	40%	2%	58%	100%
LMI tracts	216	8	287	511
LMI tracts % all AA LMI tracts	42%	2%	56%	100%
Total Owner-Occupied Units	651,691	32,630	975,603	1,659,924
Units % of AA units	39%	2%	59%	100%
Business Establishments	62,757	3,222	122,061	188,040
Bus. est. % AA bus. est.	33%	2%	65%	100%
Number of Branches	77	56	13	146
Branches % all branches	53%	38%	9%	100%
Branches in LMI tracts	16	14	4	34
LMI branches % AA LMI branches	47%	41%	12%	100%
Branch Deposits (\$'000s)	5,599,548	1,739,775	373,663	7,712,986
Deposits % AA deposits	73%	23%	5%	100%
Deposit Market Share (%)/ Rank in Market	14.5%/2	1.67%/12	23.85%/2	not applicable
Home Purchase Originations	523	236	41	800
HP originations % AA orig.	65%	30%	5%	100%
Refinance Originations	1,374	987	171	2,532
Refi orig. % AA orig.	54%	39%	7%	100%
Home Improvement Originations	75	34	14	123
Home Improvement orig. % AA orig.	61%	28%	11%	100%
Small Business Originations	858	510	109	1,477
SB orig. % AA orig.	58%	35%	7%	100%
Combined Loan Totals	2,830	1,767	335	4,932
% of AA Orig.	57%	36%	7%	100%
Branch numbers are as of December 31, 2003. Branch deposits and deposit market share are from the Federal Deposit Insurance Corporation as of June 30, 2003. Originations are loans reported under HMDA or CRA small business reporting for 2003. Demographic information was obtained from the 2000 Census. Business establishments information was reported by D&B for 2003.				

PERFORMANCE CONTEXT

Demographic Characteristics

According to the 2000 Census, population increased 13% in the CMSA between 1990 and 2000. Most of the population (61%) resides in the Washington PMSA. Among all U.S. metropolitan areas, the Washington-Baltimore CMSA ranks fourth in population.

PMSA 0720 (BALTIMORE, MD)

Income Characteristics

The Baltimore PMSA contains 79 low-income census tracts and 137 moderate-income tracts. These geographies are almost entirely located in the city of Baltimore. The 2002 and 2003 HUD-adjusted median family incomes for the PMSA are listed in the accompanying table.

HUD MEDIAN FAMILY INCOMES		
MSA	2002	2003
PMSA 0720 (Baltimore, MD)	\$66,400	\$67,300

According to the 2000 Census, 20% of the families in this market are low-income, 18% are moderate-income, 22% middle-income, and 40% are upper-income. In addition, 7% of families subsist below the poverty level. In the city of Baltimore, 19% of families subsist below the poverty level.

Housing Characteristics

According to the 2000 Census, 62% of housing in the MSA 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. LMI individuals would have difficulty affording a home based on the median sales price noted in the table above.

Median Sales Prices for Existing Single-family Homes		
Area	2002	2003
PMSA 0720 (Baltimore, MD)	\$179,600	\$208,900

Source: National Association of Realtors

Labor, Employment and Economic Characteristics

The Baltimore PMSA on the eastern coast of Maryland is primarily urban. Among U.S. cities, Baltimore ranked 17th in population, and 26% of the PMSA's population resides in the city. Many of the local residents commute to Washington, D.C. for employment. As shown in the accompanying table, unemployment levels remained relatively

Average Annual Unemployment Rates		
Area	2002	2003
Baltimore City	8.0%	8.6%
Anne Arundel County	3.7%	3.6%
Baltimore County	4.6%	4.9%
Carroll County	3.1%	3.3%
Harford County	4.4%	4.7%
Howard County	2.9%	2.9%
Queen Anne County	3.3%	3.8%
State of Maryland	4.4%	4.5%

stable during the examination period. Jobless rates for the city of Baltimore and Baltimore and Harford Counties were higher than for the state of Maryland.

In the Baltimore area, numerous commercial and residential development projects are in various stages of completion. To encourage commercial development, Baltimore offers incentive programs such as Empowerment, Enterprise, and Foreign Trade Zones.

PMSA 8840 (WASHINGTON, DC)

Income Characteristics

The 2002 and 2003 HUD-adjusted median family incomes for the PMSA 8840 are listed in the accompanying table. The Washington PMSA assessment area contains 73 low-income census tracts and 202 moderate-income tracts. The low-income geographies are centralized in Washington’s city center and the moderate-income areas are spread throughout the area.

HUD MEDIAN FAMILY INCOMES		
MSA	2002	2003
PMSA 8840 (Washington, D.C.)	\$91,500	\$84,300

The 2000 Census shows that in this market, 19% of the families are considered low-income, 17% are moderate-income, 22% are middle-income, and 42% are upper-income. In addition, 5% of families subsist below the poverty level. In the city of Washington, 17% of families are considered to be living below the poverty level.

Housing Characteristics

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

Median Sales Prices for Existing Single-family Homes		
Area	1990	2000
PMSA 8840 (Washington, D.C.)	\$250,200	\$286,200

Source: National Association of Realtors

Labor, Employment and Economic Characteristics

The Washington PMSA assessment area includes Washington, D.C. and surrounding areas of Northern Virginia and Maryland. Among U.S. cities, Washington, D.C. ranks 21st in population. In this PMSA portion of the assessment area, 24% of the residents live in Fairfax County, Virginia, which is the most populous county in the state. Between 1990 and 2000, Loudoun County in Virginia had the sixth highest growth rate (97%) of any county in the U.S.

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

EXHIBIT 19
Combined Demographics Report

Analysis Year: 2003

Assessment Area: CMSA 8872

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	155	10.0	104,116	6.1	31,921	30.7	336,833	19.7
Moderate-income	356	22.9	335,101	19.6	35,331	10.5	297,423	17.4
Middle-income	594	38.2	703,063	41.0	26,474	3.8	375,788	21.9
Upper-income	435	28.0	570,849	33.3	9,906	1.7	703,085	41.0
Tract not reported	14	0.9	0	0.0	0	0.0	0	0.0
Total Assessment Area	1,554	100.0	1,713,129	100.0	103,632	6.0	1,713,129	100.0
	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	208,851	49,828	3.0	23.9	124,098	59.4	34,925	16.7
Moderate-income	614,000	247,691	14.9	40.3	320,522	52.2	45,787	7.5
Middle-income	1,101,205	729,147	43.9	66.2	324,316	29.5	47,742	4.3
Upper-income	822,449	633,238	38.1	77.0	162,965	19.8	26,246	3.2
Tract not reported	41	20	0.0	48.8	21	51.2	0	0.0
Total Assessment Area	2,746,546	1,659,924	100.0	60.4	931,922	33.9	154,700	5.6
	Total Businesses by Tract	Businesses by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
		#	%	#	%	#	%	#
Low-income	8,188	4.4	6,519	4.2	1,349	4.9	320	5.6
Moderate-income	29,907	15.9	24,515	15.8	4,462	16.2	930	16.4
Middle-income	75,508	40.2	62,429	40.3	11,007	39.9	2,072	36.6
Upper-income	71,978	38.3	59,667	38.5	10,166	36.9	2,145	37.9
Unknown-income	2,459	1.3	1,663	1.1	597	2.2	199	3.5
Total Assessment Area	188,040	100.0	154,793	100.0	27,581	100.0	5,666	100.0
Percentage of Total Businesses:				82.3		14.7		3.0
	Total Farms by Tract	Farms by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
		#	%	#	%	#	%	#
Low-income	5	0.3	5	0.3	0	0.0	0	0.0
Moderate-income	106	6.2	101	6.1	5	11.1	0	0.0
Middle-income	1,044	61.4	1,020	62.1	19	42.2	5	41.7
Upper-income	542	31.9	516	31.4	19	42.2	7	58.3
Unknown-income	3	0.2	1	0.1	2	4.4	0	0.0
Total Assessment Area	1,700	100.0	1,643	100.0	45	100.0	12	100.0
Percentage of Total Farms:				96.6		2.6		0.7

As shown in the table at right, unemployment levels remained relatively stable during the examination period. Jobless rates in the District of Columbia were higher than in Maryland and Virginia.

Average Annual Unemployment Rates		
Area	2002	2003
Alexandria City, VA	3.3%	2.7%
Arlington County, VA	2.7%	2.3%
Calvert County, MD	2.7%	3.0%
Charles County, MD	2.9%	3.1%
District of Columbia	6.4%	7.0%
Fairfax County, VA	3.0%	2.5%
Falls Church City, VA	2.9%	2.8%
Frederick County, MD	2.9%	3.1%
Loudoun County, VA	3.6%	2.9%
Montgomery County, MD	2.8%	2.6%
Prince George's County, MD	4.8%	4.7%
State of Virginia	4.1%	4.1%
State of Maryland	4.4%	4.5%

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN CMSA 8872 (WASHINGTON-BALTIMORE, DC-MD-VA-WV)

LENDING TEST

The bank's overall performance under the lending test in this CMSA was good.

The data used to evaluate the bank's performance in the assessment area appear in the CMSA 8872 section of the Appendix D tables. Lending activity is depicted in CMSA 8872 Table 1, geographic distribution in CMSA 8872 Tables 2-7, and borrower characteristics are depicted in CMSA 8872 Tables 8-12. There are tables for 2003 loans only.

Lending Activity: M&T's responsiveness to retail credit needs in CMSA 8872 (Washington-Baltimore, DC-MD-VA-WV) was good.

The Allfirst merger resulted in strong growth in both the number and dollar volume of the bank's HMDA-related and small business lending throughout the CMSA in 2003. HMDA-related lending totaled 3,478 loans or \$674 million and small business lending totaled 1,477 loans or \$234 million. M&T also reported extending 4,032 home equity loans and 3,622 other consumer loans in the assessment area in 2003 as a result of the merger.

Geographic Distribution: Performance in CMSA 8872 was good based primarily on good performance in both PMSA 0720 and PMSA 8840.

PMSA 0720 (BALTIMORE, MD)

Overall geographic distribution in LMI census tracts was good in this PMSA. The table on the following page identifies conclusions in LMI census tracts for each product in 2003. Market aggregate information was not available for comparison in time for this examination.

Lending in Low- and Moderate-income Geographies PMSA 0720 (Baltimore, MD)			
Product	2003 M&T Performance		2003 Aggregate Comparison
	Low-income Tracts	Moderate- Income Tracts	
Home Purchase	Excellent	Excellent	Not available
Refinance	Poor	Good	Not available
Small Business	Excellent	Excellent	Not available
Home Equity	Very poor	Poor	Not available
Other Consumer	Poor	Adequate	Not available

PMSA 8840 (WASHINGTON, D.C.)

The overall geographic distribution of lending in LMI census tracts was good in this PMSA. The following table identifies conclusions in LMI census tracts for each product in 2003. Market aggregate information was not available for comparison in time for this examination.

Lending in Low- and Moderate-income Geographies PMSA 8840 (Washington, DC-MD-VA-WV)			
Product	2003 M&T Performance		2003 Aggregate Comparison
	Low-income Tracts	Moderate- Income Tracts	
Home Purchase	Excellent	Excellent	Not available
Refinance	Excellent	Excellent	Not available
Small Business	Good	Excellent	Not available
Home Equity	Very poor	Adequate	Not available
Other Consumer	Very poor	Adequate	Not available

Distribution by Borrower Income and Revenue Size of the Business: Performance in CMSA 8872 (Washington-Baltimore, DC-MD-VA-WV) was good based on good performance in both PMSA 0720 (Baltimore, MD) and PMSA 8840 (Washington, D.C.).

PMSA 0720 (BALTIMORE, MD)

Overall lending to low-income borrowers was adequate while lending to moderate-income borrowers was good. Lending to business of different sizes was adequate. Conclusions related to lending to low-income borrowers considered affordability issues noted in the Performance Context section.

The following table identifies conclusions in lending to LMI borrowers for each product in 2003. Market aggregate information was unavailable for comparison.

Lending to Low- and Moderate-income Borrowers PMSA 0720 (Baltimore, MD)			
Product	2003 M&T Performance		2003 Aggregate Comparison
	Low-income Borrowers	Moderate- Income Borrowers	
Home Purchase	Adequate	Good	Not available
Refinance	Adequate	Adequate	Not available
Home Equity	Poor	Good	Not available
Other Consumer	Good	Excellent	Not available

Overall distribution of small business loans was adequate based solely on 2003 performance. In addition, 64% of loans were for \$100 thousand or less and the average loan size was \$152 thousand.

PMSA 8840 (WASHINGTON, D.C.)

Lending performance in this PMSA was good based on adequate performance to low-income borrowers and good performance to moderate-income borrowers. Lending to businesses of different sizes was adequate. Conclusions related to lending to low-income borrowers considered affordability issues noted in the Performance Context section.

The table on the next page identifies conclusions regarding lending to LMI borrowers for each product in 2003. Market aggregate information was unavailable for comparison.

Lending to Low- and Moderate-income Borrowers PMSA 8840 (Washington, DC-MD-VA-WV)			
Product	2003 M&T Performance		2003 Aggregate Comparison
	Low-income Borrowers	Moderate- Income Borrowers	
Home Purchase	Adequate	Excellent	Not available
Refinance	Adequate	Adequate	Not available
Home Equity	Adequate	Excellent	Not available
Other Consumer	Excellent	Excellent	Not available

Overall distribution of small business loans was adequate based solely on 2003 performance. In 2003, 59% of loans were for \$100 thousand or less and the average loan size was 176 thousand.

Community Development Loans: During the examination period, community development lending in CMSA 8872 (Baltimore-Washington, DC, MD, VA, WV) was excellent, totaling \$57.3 million. Ninety-seven percent of all community development lending was in PMSA 0720 (Baltimore, MD). Activity in PMSA 8840 (Washington, DC, VA, WV) consisted of one loan for \$1.6 million to finance the acquisition and rehabilitation of a building that will house a technical training school for LMI individuals and a day care center.

Approximately 76% of community development lending in the CMSA targeted affordable housing. The remaining community development lending went to economic development and community service initiatives, representing 14% and 10% of total activity, respectively.

Affordable housing initiatives consisted largely of \$40 million in bridge loans to developers of LIHTC projects, such as Enterprise Mortgage Investments Inc. and Freddie Mac Equity Plus. Economic development initiatives consisted of one \$8 million loan in the greater Aberdeen/Havre de Grace enterprise zone that financed the construction of an office park.

INVESTMENT TEST

The bank's level of qualified investments in the CMSA was excellent, totaling \$25.5 million. Performance in the CMSA displayed excellent responsiveness to community development needs, as detailed in the table at right. Examples of M&T's qualified investment activity included:

Qualified Investments	
Purpose	\$(000)
Affordable Housing	23,757
Community Service	1,259
Economic Development	537
Revitalize & Stabilize	0
Total	25,553

- LIHTCs totaling \$20 million to support affordable housing throughout the CMSA;

- Grants totaling \$1.4 million to organizations that support affordable housing, economic development and community services to individuals; and
- Deposits totaling \$242 thousand placed in savings and community development banks that provide financial services to LMI families and small businesses.

SERVICE TEST

Performance under the service test was good based primarily on M&T's satisfactory branch distribution.

Retail Services: The bank's delivery systems were accessible to essentially all portions of the bank's assessment area, including LMI areas. Of M&T's 146 branches in CMSA 8872, 34 or 23% are located in LMI areas. This compares closely with the portion of the CMSA population residing in LMI areas.

M&T acquired 145 branches in the CMSA from Allfirst. Thirty-four or 23% of the acquired branches were in LMI locations. The bank also closed six branches; two or 33% were in LMI tracts.

Alternative delivery systems slightly enhanced the bank's performance in the assessment area. Of M&T's 197 off-site ATM locations in the assessment area, 60 or 30% were in LMI areas.

The bank's hours and services were tailored to the needs of the assessment area, including LMI areas. Of the 146 branches in the MSA, 118 or 81% have either early morning or late evening hours and 118 have Saturday hours. Seven of the branches have Sunday hours.

Community Development Services: M&T's level of community development services was limited in the CMSA as most of the assessment area has been part of the bank for less than nine months.

Community Development Services	
Type	#
Presentations/Seminars	4
Housing/Home Shows	2

The educational services noted in the accompanying table related primarily to mortgage lending. Also, three M&T employees served as board members for three qualified community development organizations, another employee served on a steering committee, three employees served on a loan committee, and two served on fund-raising committees of various qualified community development organizations.

MULTISTATE METROPOLITAN AREA

(FULL REVIEW)

CMSA 6162

(PHILADELPHIA-WILMINGTON-ATLANTIC CITY, PA-NJ-MD)

CRA RATING FOR CMSA 6162: "SATISFACTORY."

The lending test is rated: High satisfactory.

The investment test is rated: Low satisfactory.

The service test is rated: Low 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;
- Good distribution of loans among individuals of different income levels and businesses of different sizes;
- A good level of community development lending;
- An adequate level of qualified investments; and
- Reasonably accessible delivery systems to geographies and individuals of different income levels.

SCOPE OF EXAMINATION

A full-scope review was conducted of M&T's performance in CMSA 6162.

DESCRIPTION OF INSTITUTION'S OPERATIONS

CMSA 6162 encompasses the Philadelphia metropolitan area of southeastern Pennsylvania, southern New Jersey, and northwestern Delaware. M&T's assessment area in the CMSA consists of the five Pennsylvania counties of PMSA 6160 (Philadelphia, PA-NJ) as well as Cecil County, Maryland, in PMSA 9160 (Wilmington-Newark, DE-MD). The PMSA 9160 portion of the assessment area resulted from the 2003 merger with Allfirst.

As shown in Exhibit 1 on page BB7, the bank had 30 branches in the CMSA as of December 31, 2003, representing 5% of all branches. In the assessment area PMSAs, M&T had less than 1% of the deposit market share. As shown in Exhibit 20 on the following page, assessment area deposit and lending activities were heavily concentrated in PMSA 6160 (Philadelphia, PA-NJ).

Accordingly, the analysis and performance in PMSA 6160 was heavily weighted in overall CMSA conclusions.

EXHIBIT 20			
Summary of Key Assessment Area Data: CMSA 6162			
	PMSA 6160	PMSA 9160	Total CMSA 6162
Total Population	3,849,647	85,951	3,935,598
Population % of AA population	98%	2%	100%
Families	970,405	23,350	993,755
Families % of AA families	98%	2%	100%
Total Census Tracts	987	16	1,003
Tracts % AA tracts	98%	2%	100%
LMI tracts	326	2	
LMI tracts % all AA LMI tracts	99%	1%	100%
Total Owner-Occupied Units	997,858	23,395	1,021,253
Units % of AA units	98%	2%	100%
Business Establishments	95,543	1,965	97,508
Bus. est. % AA bus. est.	98%	2%	100%
Number of Branches	28	2	30
Branches % all branches	93%	7%	100%
Branches in LMI tracts	7	0	7
LMI branches % AA LMI branches	100%	0%	100%
Branch Deposits (\$'000s)	677,593	27,980	705,573
Deposits % AA deposits	96%	4%	100%
Deposit Market Share (%) / Rank in Market	0.80%/18	0.03%/34	not applicable
Home Purchase Originations	393	7	400
HP originations % AA orig.	98%	2%	100%
Refinance Originations	843	46	889
Refi orig. % AA orig.	95%	5%	100%
Home Improvement Originations	15	4	19
Home Improvement orig. % AA orig.	79%	21%	100%
Small Business Originations	343	6	349
SB orig. % AA orig.	98%	2%	100%
Combined Loan Totals	1,594	63	1,657
% of AA Orig.	96%	0	100%
Branch numbers are as of December 31, 2003. Branch deposits and deposit market share are from the Federal Deposit Insurance Corporation as of June 30, 2003. Originations are loans reported under HMDA or CRA small business reporting for 2003. Demographic information was obtained from the 2000 Census. Business establishments information was reported by D&B for 2003.			

PERFORMANCE CONTEXT

The population of the five-county assessment area is concentrated in Philadelphia with almost 40% of area residents living in the city as of the 2000 Census. This number is sharply lower than the 1990 Census, which showed 54% of the area's population in the city of Philadelphia. The suburban counties continue to be increasingly important in terms of growth, not only as bedroom communities for commuters into the city, but also as business, industry and retail centers.

Income Characteristics

The 2002 and 2003 HUD-adjusted median family incomes for the PMSA 6160 portion of the CMSA 6162 assessment area are listed in the accompanying table. Low incomes and higher poverty levels are concentrated in Philadelphia, where the median family income is \$37,036, and more than 18% of families subsist below the poverty level. The Philadelphia portion of the CMSA contains most of the assessment area's LMI tracts.

HUD MEDIAN FAMILY INCOMES		
PMSA	2002	2003
PMSA 6160 (Philadelphia PA-NJ)	\$63,300	\$68,200

Housing Characteristics

According to the 2000 Census, the overall homeownership rate in PMSA 6160 is 64%. There is a wide difference in homeownership rates between the city and the suburban counties, with a 53% rate in the city and 72% in the four suburban counties. Home prices are higher in the counties.

The National Association of Realtors' median sales price of a single-family home in PMSA 6160 (Philadelphia PA-NJ) is \$162,600 as of the fourth quarter of 2003, up from \$152,000 in the fourth quarter of 2002. The suburban areas have higher housing values although high housing costs significantly limit homeownership opportunities for LMI families throughout the assessment area.

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. Community contacts throughout the assessment area agreed that affordable housing is one of the most pressing needs.

With a median age of 46 years, housing stock in the PMSA tends to be older. Forty percent of housing in the PMSA and 58% of housing in the city of Philadelphia were built before 1950. The aging housing stock indicates a need for home improvement financing.

Labor, Employment and Economic Characteristics

The economic prospects of the Philadelphia PMSA continue to improve as the economy rebounds from the latest slump. The area's strongest industries are education and health services, professional services, leisure and hospitality services, and construction. The healthcare sector of

EXHIBIT 21
Combined Demographics Report

Analysis Year: 2003

Assessment Area: CMSA 6162

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	127	12.7	113,735	11.4	38,780	34.1	224,623	22.6
Moderate-income	201	20.0	196,972	19.8	29,006	14.7	173,984	17.5
Middle-income	355	35.4	357,276	36.0	15,184	4.2	208,206	21.0
Upper-income	302	30.1	325,772	32.8	5,709	1.8	386,942	38.9
Tract not reported	18	1.8	0	0.0	0	0.0	0	0.0
Total Assessment Area	1,003	100.0	993,755	100.0	88,679	8.9	993,755	100.0
	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	212,999	92,665	9.1	43.5	82,686	38.8	37,648	17.7
Moderate-income	349,314	188,761	18.5	54.0	129,157	37.0	31,396	9.0
Middle-income	567,935	377,622	37.0	66.5	164,737	29.0	25,576	4.5
Upper-income	469,501	362,192	35.5	77.1	92,507	19.7	14,802	3.2
Tract not reported	353	13	0.0	3.7	2	0.6	338	95.8
Total Assessment Area	1,600,102	1,021,253	100.0	63.8	469,089	29.3	109,760	6.9
	Total Businesses by Tract	Businesses by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
		#	%	#	%	#	%	#
Low-income	7,100	7.3	5,877	7.4	1,048	6.9	175	6.4
Moderate-income	14,060	14.4	11,491	14.4	2,148	14.2	421	15.4
Middle-income	34,498	35.4	28,325	35.6	5,219	34.4	954	35.0
Upper-income	41,322	42.4	33,662	42.3	6,503	42.9	1,157	42.4
Unknown-income	528	0.5	256	0.3	253	1.7	19	0.7
Total Assessment Area	97,508	100.0	79,611	100.0	15,171	100.0	2,726	100.0
Percentage of Total Businesses:			81.6		15.6		2.8	
	Total Farms by Tract	Farms by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
		#	%	#	%	#	%	#
Low-income	5	0.6	4	0.5	1	1.5	0	0.0
Moderate-income	21	2.4	17	2.1	3	4.4	1	9.1
Middle-income	497	56.4	469	58.5	21	30.9	7	63.6
Upper-income	358	40.6	312	38.9	43	63.2	3	27.3
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	881	100.0	802	100.0	68	100.0	11	100.0
Percentage of Total Farms:			91.0		7.7		1.2	

the economy benefits from the large teaching hospitals in the city, such as Jefferson University Hospital.

Retaining the large number of graduates from the area's many universities and colleges is a major challenge. Many of them relocate after obtaining their degrees, causing an enormous "brain drain" that mars the area economy.

The tourism and hospitality industry is also an important sector of the area economy. Both Philadelphia and suburbs continue to market the increasingly vibrant downtown and historical areas. Center City Philadelphia is experiencing a resurgence as younger people and empty-nesters attracted by the city's amenities move downtown. As a result, real estate prices have skyrocketed. Housing in the some of the city's LMI areas, however, is aging and in need of repair, and population in these areas still shrinks while the suburbs grow.

According to the Pennsylvania Department of Labor and Industry, unemployment has decreased or remained stable in the five-county area. The unemployment rate for PMSA 6160, which includes the five New Jersey counties, was 5.5% in 2003. The city of Philadelphia's 2003 jobless rate of 7.6% is the highest.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN CMSA 6162 (PHILADELPHIA-WILMINGTON-ATLANTIC CITY, PA-NJ-MD)

LENDING TEST

Overall lending test performance in this assessment area was good.

The data used to evaluate the bank's performance in the assessment area appear in the CMSA 6162 section of the Appendix D tables. Lending activity is depicted in CMSA 6162 Table 1, geographic distribution in CMSA 6162 Tables 2-7, and borrower characteristics are depicted in CMSA 6162 Tables 8-12. There are separate tables for 2002 and 2003 loans.

Lending Activity: M&T's responsiveness to retail credit needs in the CMSA was good.

The bank had a 1% deposit market share in the assessment area in 2002, ranking 17th in the market. M&T's HMDA-related loan market share of 1% ranks the bank 31st in the market, and its small business loan market share was less than 1% for a ranking of 25th. M&T's performance was strong compared with similarly situated banks in terms of HMDA-related and small business lending.

In a comparison of data from 2001 and 2002, the M&T totals for home purchase and refinance loans decreased while the aggregate's numbers for both types of loans increased. The bank's number of small business loans decreased while the aggregate's number of such loans increased.

The Allfirst merger improved M&T's performance in CMSA 6162. Although the bank's total number of home purchase loans fell 12%, the bank's refinancings climbed 61%. M&T's number

of small business loans increased 38% in 2003. M&T also reported 143 home equity loans and 67 other consumer loans in the assessment area in 2003 as a result of the merger.

Geographic Distribution: Geographic distribution for CMSA 6162 was good. Overall, lending in moderate-income census tracts was good, and lending in low-income census tracts was adequate. These conclusions considered limited lending opportunities as supported by the market aggregate lending patterns, particularly in low-income geographies.

Distribution in low-income tracts was adequate for home purchase and refinance lending and good for small business lending. Distribution for home equity and consumer lending was very poor. The following table summarizes performance related to lending in low-income tracts.

Lending in Low-income Geographies PMSA 6160 (Philadelphia, PA-NJ)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Adequate	Adequate	Significantly below
Refinance	Adequate	Adequate	Slightly below
Small Business	Good	Good	Similar
Home Equity	Not applicable	Very poor	Not available
Other Consumer	Not applicable	Very poor	Not available

Distribution in moderate-income tracts was good for home purchase and small business lending, and adequate for refinancings. Home equity lending and consumer lending distribution were very poor. The following table summarizes the performance related to lending in moderate-income tracts.

Lending in Moderate-income Geographies PMSA 6160 (Philadelphia, PA-NJ)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Adequate	Excellent	Similar
Refinance	Adequate	Adequate	Slightly below
Small Business	Excellent	Good	Above
Home Equity	Not applicable	Very poor	Not available
Other Consumer	Not applicable	Very poor	Not available

Distribution by Borrower Income and Revenue Size of the Business: Performance in the assessment area was good based on adequate distribution to low-income borrowers, good distribution to moderate-income borrowers, and adequate distribution to businesses of different sizes. Conclusions, particularly those pertaining to lending to low-income borrowers, considered the affordability issues noted in the Performance Context section and supported by the performance of the market aggregate.

Overall distribution to low-income borrowers was adequate based on adequate distribution of refinance, home equity and home purchase loans. Distribution of other consumer loans was excellent. The following table summarizes the performance related to lending to low-income borrowers.

Lending to Low-income Borrowers PMSA 6162 (Philadelphia, PA-NJ)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Adequate	Adequate	Above
Refinance	Adequate	Adequate	Below
Home Equity	Not applicable	Adequate	Not available
Other Consumer	Not applicable	Excellent	Not available

Lending to moderate-income borrowers was good based on good distribution of home equity and refinance loans, and excellent distribution of home purchase and other consumer loans. The following table summarizes the performance related to lending to moderate-income borrowers.

Lending to Moderate-income Borrowers PMSA 6160 (Philadelphia, PA-NJ)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Excellent	Excellent	Slightly above
Refinance	Adequate	Good	Below
Home Equity	Not applicable	Good	Not available
Other Consumer	Not applicable	Excellent	Not available

Lending to businesses of different sizes was adequate based on good performance in 2002 and adequate performance in 2003. In addition, 65% of the business loans were for \$100 thousand or

less in 2002. In contrast, 92% of the aggregate loans were for 100 thousand or less.

Community Development Lending: During the examination period, community development lending in CMSA 6162 (Philadelphia, PA-NJ) was good, totaling \$1.7 million. All lending was in PMSA 6160 (Philadelphia, PA).

Community development lending targeted affordable housing initiatives, representing 67% of total activity. Community service initiatives represented 21% of total activity, and revitalization and stabilization initiatives comprised the remainder.

Affordable housing initiatives included an \$800 thousand loan to assist in development of a 70-unit apartment complex for LMI senior citizens.

INVESTMENT TEST

The bank's level of qualified investments in the CMSA was adequate, totaling \$434 thousand. This performance displayed good responsiveness to assessment area credit needs, as detailed in the accompanying table.

Qualified Investments		
Purpose	#	\$(000)
Affordable Housing	6	62
Community Service	14	43
Economic Development	7	321
Revitalize & Stabilize	2	8
Totals	29	434

Examples of qualified investment activity included:

- Deposits totaling \$118 thousand placed in local credit unions providing low-cost financial services to LMI families;
- Grants totaling \$200 thousand to organizations supporting affordable housing, economic development and community services to LMI individuals; and
- A \$50 thousand equity investment that provides financing for affordable housing and small businesses.

SERVICE TEST

Performance under the service test was adequate based primarily on M&T's branch distribution.

Retail Services: The bank's delivery systems were reasonably accessible to essentially all portions of the bank's assessment area, including LMI areas. Overall, M&T has 30 branches in CMSA 6162, of which 7 or 23% are located in LMI areas. In contrast, the percentage of the assessment population located in LMI tracts was higher.

Changes in branch locations during the evaluation period did not adversely affect accessibility of the bank's delivery systems. Three branches were opened, two were acquired from Allfirst, and one branch closed during the evaluation period. However, all these branches were in middle-income geographies.

Alternative delivery systems slightly enhanced the bank's performance in the assessment area. M&T had four off-site ATM locations in the assessment area, of which one or 25% was located in an LMI area.

The bank's hours and services were tailored to the needs and convenience of the assessment area, including LMI areas. All 30 branches in the MSA have either early morning or late evening hours and 14 have Saturday hours.

Community Development Services	
Type	#
Presentations/Seminars	59
Miscellaneous	21

Community Development Services: The bank was a leader in providing community development services in the CMSA. The table at left shows the services the bank performed during the evaluation period. Most of the seminars covered mortgage education topics.

In addition, two M&T employees served as board members for a qualified community development organization, and one employee served on the loan committee of a community development group.

STATE OF MARYLAND

CRA RATING FOR MARYLAND²: “SATISFACTORY.”

The lending test is rated: Low satisfactory.

The investment test is rated: Outstanding.

The service test is rated: Outstanding.

The major factors supporting the rating include:

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

SCOPE OF EXAMINATION

Examiners conducted full-scope reviews for the following areas within the state assessment area in Maryland:

- Non-MSA Group A, including Caroline, Dorchester, Wicomico, Worcester and Talbot Counties.
- Non-MSA Garrett County.

In addition, limited-scope reviews were conducted of Non-MSA St. Mary’s County and Non-MSA Kent County. Except for non-MSA Garrett County, all the Maryland assessment areas were obtained as part of the Allfirst acquisition in 2003. As a result, lending patterns for Non-MSA Group A and the limited scope areas were analyzed for 2003 only.

² For banks 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 states in the multistate metropolitan area. See the multistate metropolitan area rating and discussion for the rating and evaluation of the bank’s performance in that area.

DESCRIPTION OF INSTITUTION'S OPERATIONS

The bank's activities in the state of Maryland make up a small proportion of M&T's operations and were weighted accordingly when deriving overall ratings. As shown in Exhibit 1 on page BB7, the bank has 14 branches in the Maryland assessment areas, representing 2% of all its branches. Although this assessment area has only 2% of deposits as of June 30, 2003, and only 1% of lending, M&T is ranked second in deposits with almost 9% of deposit market share in these assessment areas.

Examiners conducted a full-scope review of the non-MSA Garrett County because of the bank's sizeable deposit market share there. As shown in the following table, bank deposits and loans in Maryland are concentrated in Non-MSA Group A.

EXHIBIT 22					
Summary of Key Assessment Area Data: State of Maryland					
	Non-MSA Group A	Non-MSA St. Garrett County	Non-MSA St. Mary's County	Non-MSA Kent County	TOTAL FOR MARYLAND
Total Population	225,445	29,846	86,211	19,197	360,699
Population % of AA population	63%	8%	24%	5%	100%
Families	61,665	8,408	22,590	5,161	97,824
Families % of AA families	63%	9%	23%	5%	100%
Total Census Tracts	53	7	15	5	80
Tracts % AA tracts	66%	9%	19%	6%	100%
LMI tracts	13	5	1	1	20
LMI tracts % all AA LMI tracts	65%	25%	5%	5%	100%
Total Owner-Occupied Units	63,551	8,945	22,001	5,388	99,885
Units % of AA units	64%	9%	22%	5%	100%
Business Establishments	7,348	1,034	1,608	713	10,703
Bus. est. % AA bus. est.	69%	10%	15%	7%	100%
Number of Branches	9	4	1	0	14
Branches % all branches	64%	29%	7%	0%	100%
Branches in LMI tracts	2	3	0	0	5
LMI branches % AA LMI branches	40%	60%	0%	0%	100%
Branch Deposits (\$'000s)	330,266	123,863	29,768	0	483,897
Deposits % AA deposits	68%	26%	6%	0	100%
Deposit Market Share (%)/ Rank in Market	8.65%/3	27.43%/2	3.85%/6	0%/0	8.89%/2
Home Purchase Originations	35	23	3	1	62
HP originations % AA orig.	56%	37%	5%	2%	100%
Refinance Originations	114	77	25	3	219
Refi orig. % AA orig.	52%	35%	11%	1%	100%
Home Improvement Originations	11	18	2	0	31
Home Improvement orig. % AA orig.	35%	58%	6%	0%	100%
Small Business Originations	73	44	4	0	121
SB orig. % AA orig.	60%	36%	3%	0%	100%
Combined Loan Totals	222	144	32	4	402
% of AA Orig.	55%	36%	8%	1%	100%

Branch numbers are as of December 31, 2003. Branch deposits and deposit market share are from the Federal Deposit Insurance Corporation as of June 30, 2003. Originations are loans reported under HMDA or CRA small business reporting for 2003. Demographic information was obtained from the 2000 Census. Business establishments information was reported by D&B for 2003.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN MARYLAND

LENDING TEST

M&T's performance with respect to the lending test in the state of Maryland is rated low satisfactory based primarily on adequate performance in Non-MSA Group A.

The data used to evaluate the bank's performance in this assessment area appear in the Maryland section of the Appendix D tables. Lending activity is depicted in Maryland Table 1, geographic distribution in Maryland Tables 2-7, and borrower characteristics are depicted in Maryland Tables 8-12. There are separate tables for lending in 2002 and lending in 2003. The 2002 tables include only Garrett County as the rest of the Maryland assessment areas were created in 2003 as a result of the Allfirst acquisition.

Lending Activity: M&T's lending activity showed adequate responsiveness to retail credit needs in the bank's assessment area 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 adequate lending activity in Non-MSA Group A (Caroline, Dorchester, Wicomico, Worchester, and Talbot Counties, MD) and in Non-MSA Garrett County.

Geographic and Borrower Distribution: Geographic distribution in this assessment area was adequate based on adequate performance in Non-MSA Group A and good performance in non-MSA Garrett County.

Borrower distribution in Maryland was adequate based on good performance in Garrett County, and adequate performance in the non-MSA assessment area.

Community Development Lending: Community development lending performance consists of one loan issued in the previous examination period with an outstanding balance of \$54 thousand that supported community service activity in Garrett County. In light of limited opportunities for community development lending, performance was adequate.

INVESTMENT TEST

In the Maryland assessment area, M&T had an excellent level of qualified community development investments and grants that exhibited strong responsiveness to credit and community development needs. Qualified investments totaled \$38 million. Almost all the activity was invested in funds on a statewide or regional basis. This included \$33 million of investments in two LIHTCs creating over 800 affordable housing units; \$1 million in a loan fund to finance small business expansion in economic distressed neighborhoods; and \$4 million in a regional housing fund.

SERVICE TEST

Performance under the service test was excellent, based primarily on the bank's outstanding branch distribution in the Non-MSA Group A assessment area.

NONMETROPOLITAN AREA

(FULL REVIEW)

NON-MSA GROUP A

(CAROLINE, DORCHESTER, WICOMICO,
WORCHESTER, AND TALBOT COUNTY, MD)

DESCRIPTION OF INSTITUTION'S OPERATIONS

M&T has nine branches in this assessment area, which is 64% of the bank's branches in Maryland.

PERFORMANCE CONTEXT

Demographic Characteristics

Non-MSA Group A is located along the Maryland coast and consists of Caroline, Dorchester, Worcester, Talbot, and Wicomico Counties. According to the 2000 Census, the population increased 14% in the 1990s. The core of this assessment area is Wicomico County, which has approximately 38% of the population of the assessment area.

Income Characteristics

For 2002 and 2003 HUD-adjusted median family incomes for the nonmetropolitan areas of Maryland, see the accompanying table.

HUD MEDIAN FAMILY INCOMES		
MSA	2002	2003
Non-MSA Maryland	\$54,700	\$54,700

Housing Characteristics

According to the 2000 Census, only 51% of housing in this non-MSA area is owner-occupied. In Worcester County, owner-occupancy rates are particularly low because of the large volume of vacation rental units in Ocean City, Maryland.

In light of income levels in the area, homeownership is difficult for moderate-income families and barely possible for low-income families. The accompanying table notes the median sales prices of existing single-family homes in the assessment area.

Median Sales Prices for Existing Single-family Homes		
County	2002	2003
Caroline	\$117,750	\$135,000
Dorchester	\$95,000	\$121,500
Wicomico	\$112,680	\$129,145
Worcester	\$227,509	\$197,706
Talbot	\$200,000	\$246,750

Source: Maryland Association of Realtors

According to the 2000 Census, 8% of the dwellings in the assessment area are mobile homes, which are generally considered affordable to LMI residents.

EXHIBIT 23
Assessment Area Demographics

Assessment Area : Caroline, Dorchester, Talbot, Wicomico, Worcester Counties

Selected year - 2003

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	2	3.8	1,332	2.2	336	25.2	12,711	20.6
Moderate-income	11	20.8	10,511	17.0	1,550	14.7	11,487	18.6
Middle-income	34	64.2	41,527	67.3	2,684	6.5	14,563	23.6
Upper-income	6	11.3	8,295	13.5	402	4.8	22,904	37.1
Total Assessment Area	53	100.0	61,665	100.0	4,972	8.1	61,665	100.0
	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	2,480	567	0.9	22.9	1,636	66.0	277	11.2
Moderate-income	17,859	8,733	13.7	48.9	7,315	41.0	1,811	10.1
Middle-income	92,113	45,254	71.2	49.1	15,524	16.9	31,335	34.0
Upper-income	12,518	8,997	14.2	71.9	1,996	15.9	1,525	12.2
Total Assessment Area	124,970	63,551	100.0	50.9	26,471	21.2	34,948	28.0
	Total Businesses by Tract		Businesses by Tract & Revenue Size					
			Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported	
			#	%	#	%	#	%
Low	129	1.8	112	1.8	12	1.5	5	1.9
Moderate	1,309	17.8	1,114	17.8	152	18.6	43	16.5
Middle	5,106	69.5	4,332	69.1	585	71.4	189	72.7
Upper	804	10.9	711	11.3	70	8.5	23	8.8
Unknown	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment	7,348	100.0	6,269	100.0	819	100.0	260	100.0
	Percentage of Total Businesses:			85.3		11.1		3.5

Labor, Employment and Economic Characteristics

The Non-MSA Group A assessment area along the eastern shore of Maryland is primarily rural. While some residents commute to Washington, D.C. and Baltimore for employment, job opportunities are also available in farming, manufacturing, and tourism.

As shown in the table below, unemployment levels increased in all counties in this market. Overall, the jobless rates were higher than that for the state. The unemployment rates for Dorchester and Worcester Counties were among the highest in the state for 2002 and 2003.

Average Annual Unemployment Rates		
Area	2002	2003
Caroline County	4.4%	5.3%
Dorchester County	8.5%	9.4%
Talbot County	3.2%	4.2%
Wicomico County	4.9%	5.1%
Worcester County	8.2%	8.3%
State of Maryland	4.4%	4.5%

According to the Maryland Department of Human Resources, job cuts in manufacturing have impacted the labor markets in these counties.

Seasonal tourism is the largest industry in Worcester County primarily because of the vacation areas in Ocean City. Most employment opportunities here are found in retail and service, and seasonal fluctuations affect the supply of such positions.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN NON-MSA GROUP A (CAROLINE, DORCHESTER, WICOMICO, WORCHESTER AND TALBOT COUNTY, MD)

LENDING TEST

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

Lending Activity: M&T's responsiveness to retail credit needs in Non-MSA Group A was adequate based on the number and dollar volume of home purchase, refinance, home equity, consumer and small business loans. The bank made 1% of its overall loans and had 1% of its overall deposits in this non-MSA.

Geographic Distribution: Geographic distribution for this assessment area was adequate. This conclusion was based on adequate distribution in moderate-income census tracts. A geographic distribution analysis in low-income tracts was not conducted because of the minimal levels of owner-occupied housing units and business establishments

The distribution of lending in moderate-income tracts was excellent for small business loans and adequate for consumer, refinance and home equity loans. Market aggregate information for 2003 was unavailable for comparison. Examiners did not draw a conclusion regarding home purchase lending because of the low number overall of such loans made in this assessment area.

Distribution by Borrower Income and Revenue Size of the Business: Performance in the assessment area was adequate based on adequate performance to low-income borrowers, good performance to moderate-income borrowers, and poor small business performance. Home

purchase loans were not reviewed because of overall lack of volume.

Overall distribution of lending to low-income borrowers was adequate based on good distribution of consumer loans, adequate distribution of refinancings, and poor distribution of home equity loans. The 2003 market aggregate information was unavailable for comparison.

Lending to moderate-income borrowers was good based on good distribution of refinance and home equity loans and excellent distribution of other consumer loans. The 2003 market aggregate information was unavailable for comparison.

Lending to businesses of different sizes was poor based on performance in 2003.

Community Development Lending: Community development lending performance consisted of one loan issued in the prior examination period with an outstanding balance of \$54 thousand that supported community service activity in Garrett County. Performance was considered adequate in light of limited opportunities for community development lending.

INVESTMENT TEST

The level of qualified investments in Non-MSA Group A was adequate, totaling \$9,000. Performance in these counties displayed adequate responsiveness to assessment area credit needs. The qualified investments were grants to organizations that support affordable housing, economic development and community development services.

SERVICE TEST

Delivery systems were readily accessible to all portions of the bank's assessment area, including LMI areas. Of M&T's nine branches in this assessment area, two or 22% are located in LMI areas. This compares favorably with the portion of the MSA population residing in LMI areas.

Changes in branch locations during the evaluation period did not impact accessibility of the bank's delivery systems. The nine branches in this assessment area were acquired through the Allfirst merger during the evaluation period. Alternative delivery systems did not enhance the bank's performance in the assessment area. M&T had five off-site ATM locations in the assessment area, none in LMI areas.

The bank's hours and services were tailored to the needs and convenience of the assessment area, including LMI areas. All nine branches in the MSA have early morning, late evening or Saturday hours.

Community Development Services	
Type	#
Presentations/Seminars	14

Community Development Services: During the evaluation period, the bank provided a limited level of community development services in the Non-MSA, as shown in the table at left. These services were primarily related to mortgage financing education.

NONMETROPOLITAN AREA

(FULL REVIEW)

NON-MSA GARRETT COUNTY

DESCRIPTION OF INSTITUTION'S OPERATIONS

M&T's four branches in this assessment area represent 29% of the bank's branch network in the Maryland state assessment areas.

PERFORMANCE CONTEXT

Demographic Characteristics

Located in western Maryland, the Garrett County assessment area has a population of only 29,846. According to the 2000 Census, the population increased 6% in the 1990s. Out of Maryland's 20 counties, Garrett County is 19th in population size.

Income Characteristics

The 2002 and 2003 HUD-adjusted median family incomes for the nonmetropolitan areas of Maryland are \$54,700. Of Garrett County's seven census tracts, five are moderate-income and two are middle-income.

Housing Characteristics

According to the 2000 Census, only 53% of MSA housing is owner-occupied. In light of income levels in the area, homeownership is difficult for moderate-income families and very challenging for low-income families. The Maryland Association of Realtors reports median sales prices of \$231,300 for 2003 and \$180,000 for 2002, unaffordable for most LMI families.

Mobile homes are usually considered affordable to LMI residents. The 2000 Census data reveals 13% of all dwellings in the assessment area are in the mobile home category.

Labor, Employment and Economic Characteristics

Located in the state's westernmost corner, Garrett County is primarily made up of parks, lakes and forests. Agriculture and tourism are important components of the economy. As shown in the table at right, unemployment rates for the county were slightly higher than that for the state of Maryland.

Average Annual Unemployment Rates		
Area	2003	2002
Garrett County	6.6%	7.0%
State of Maryland	4.5%	4.4%

EXHIBIT 24
Assessment Area Demographics

Assessment Area : Garrett County

(selected year - 2003)

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	2,337	27.8
Moderate-income	5	71.4	6,448	76.7	737	11.4	1,983	23.6
Middle-income	2	28.6	1,960	23.3	89	4.5	1,921	22.8
Upper-income	0	0.0	0	0.0	0	0.0	2,167	25.8
Total Assessment Area	7	100.0	8,408	100.0	826	9.8	8,408	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	10,580	6,768	75.7	64.0	2,133	20.2	1,679	15.9
Middle-income	6,181	2,177	24.3	35.2	398	6.4	3,606	58.3
Upper-income	0	0	0.0	0.0	0	0.0	0	0.0
Total Assessment Area	16,761	8,945	100.0	53.4	2,531	15.1	5,285	31.5
	Total Businesses by Tract	Businesses by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
		#	%	#	%	#	%	#
Low	0	0.0	0	0.0	0	0.0	0	0.0
Moderate	804	77.8	669	77.5	92	78.0	43	81.1
Middle	230	22.2	194	22.5	26	22.0	10	18.9
Upper	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
Total Assessment	1,034	100.0	863	100.0	118	100.0	53	100.0
	Percentage of Total Businesses:			83.5		11.4		5.1

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN NON-MSA GARRETT COUNTY, MD

LENDING TEST

Lending Activity: M&T’s responsiveness to retail credit needs in this non-MSA was adequate.

Ranking second in the market, M&T had a 30% deposit market share in its assessment areas in 2002. M&T ranks seventh in the market with its HMDA-related loan market share of 3% and small business loan market share of 5%.

Comparing data from 2001 and 2002, M&T’s number of home purchase loans and refinancings increased more than the aggregate. M&T’s number of small business loans also increased at a greater rate than the aggregate.

Geographic Distribution: Overall geographic distribution in Garrett County was good based on performance in moderate-income geographies only because the county assessment area has no low-income geographies, according to the 1990 or 2000 Censuses.

Refinance loan distribution in moderate-income tracts was good. The bank did not extend enough of the other types of loans for a meaningful analysis. The following table summarizes the performance related to lending in moderate-income tracts.

Lending in Moderate-income Geographies Non-MSA Garrett County, Maryland			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Insufficient volume	Insufficient volume	Not applicable
Refinance	Good	Good	Above
Small Business	Insufficient volume	Insufficient volume	Not applicable

Distribution by Borrower Income and Revenue Size of the Business: Lending performance in the assessment area was good based on adequate lending to low-income borrowers and good distribution to moderate-income borrowers. This conclusion was based on an analysis of refinancing lending as M&T’s volume of home purchase and small business refinance loans was too small for a meaningful analysis.

Overall distribution of lending to low-income borrowers was adequate based on adequate distribution of refinance loans. The following table summarizes the performance related to lending to low-income borrowers.

Lending to Low-income Borrowers Non-MSA Garrett County, Maryland			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Refinance	Adequate	Adequate	Significantly above

Distribution of refinance lending to moderate-income borrowers was good. The following table summarizes the performance related to lending to moderate-income borrowers.

Lending to Moderate-income Borrowers Non-MSA Garrett County, Maryland			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Refinance	Excellent	Good	Significantly above

Community Development Loans: Community development lending performance was adequate and consisted of one loan issued in the prior examination period with an outstanding balance of \$54 thousand, which supported community service activity.

INVESTMENT TEST

The level of qualified investments in Non-MSA Garrett County was adequate, totaling \$29 thousand. Performance in this non-MSA county displayed adequate responsiveness to assessment area credit needs, as detailed in the table at right.

Qualified Investments		
Purpose	#	\$(000)
Affordable Housing	2	24
Community Service	1	5
Economic Development	0	0
Revitalize & Stabilize	0	0
Total	3	29

The qualified investments included \$29 thousand in multiple grants and charitable donations to organizations that support affordable housing and community development services.

SERVICE TEST

Performance under the service test was good based primarily on M&T's satisfactory branch distribution.

Retail Services: The bank's delivery systems were accessible to essentially all portions of the bank's assessment area, including LMI areas. Overall, M&T has four branches in the non-MSA, of which three or 75% are located in LMI areas. This compares closely with the portion of the MSA population residing in LMI areas.

There were no changes in branch locations during the evaluation period.

Alternative delivery systems slightly enhanced the bank's performance in the assessment area. M&T had two off-site ATM locations in the LMI portion of the assessment area.

The bank's hours and services were tailored to the needs and convenience of the assessment area, including LMI areas. All four branches have Saturday hours.

Community Development Services	
Type	#
Presentations/Seminars	12
Miscellaneous	1

Community Development Services: The bank was a leader in providing community development services in the non-MSA. The table at left shows the services, primarily related to mortgage lending education, performed during the evaluation period.

In addition, an M&T employee served as a board member for a qualified community development organization, and another served on the steering committee of a qualified community development organization.

NONMETROPOLITAN AREAS

(LIMITED REVIEW)

NON-MSA ST. MARY'S (ST. MARY'S COUNTY, MD)

NON-MSA KENT (KENT COUNTY, MD)

Data reviewed, including performance and demographic information, can be found in the Maryland tables in Appendix D. 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 St. Mary's Cty.	Below	Consistent	Below
Non-MSA Kent Cty.	Below	Consistent	Below

MULTISTATE METROPOLITAN AREA

(FULL REVIEW)

MSA 1900 (CUMBERLAND, MD-WV)

CRA RATING FOR MSA 1900: "SATISFACTORY."

The lending test is rated: Low satisfactory.

The investment test is rated: Low satisfactory.

The service test is rated: Outstanding.

The major factors supporting the rating include:

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

SCOPE OF EXAMINATION

Examiners conducted a full-scope examination for this multistate MSA assessment area, but because the area lacks a significant proportion of the bank's loans and deposits, it was given small weight in the bank's overall CRA rating.

DESCRIPTION OF INSTITUTION'S OPERATIONS

The MSA had 11 M&T branches as of December 31, 2003, representing approximately 2% of the bank's overall branches in the MSA. The MSA had 1% of the bank's loans and deposits. Despite a low proportion of deposits, M&T is the No. 1 bank in the area in terms of deposit market share, with over 31% of deposits. For details, see Exhibit 1 on BB7.

PERFORMANCE CONTEXT

Demographic Characteristics

Located in the western corner of Maryland and crossing 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 nearly 74% of the assessment area population. According to the 2000 Census, the Cumberland MSA population remained stable in the 1990s.

Income Characteristics

The table at right lists 2002 and 2003 HUD-adjusted median family incomes for the Cumberland MSA, which contains only three moderate-income tracts. One tract is located in Mineral County and the other two are in Allegany County.

HUD MEDIAN FAMILY INCOMES		
MSA	2002	2003
MSA 1900 (Cumberland, MD)	\$38,800	\$43,100

Housing Characteristics

According to the 2000 Census, only 64% of MSA housing is owner-occupied, which limits demand for mortgage loans. In light of income levels in the area, homeownership may be difficult for low-income families. The median housing value for Allegany County is noted in the accompanying table.

Median Housing Values		
Area	1990	2003
Allegany County, MD	\$64,000	\$66,000

Source: Maryland Association of Realtors

Mobile homes, usually more affordable to LMI residents, comprise 7.3% of all dwellings located in the assessment area, according to the 2000 Census.

The 2000 Census also found that 45% of the housing units in the Cumberland MSA were built in 1950 or earlier. This significant level of older housing stock indicates a possible need for home improvement financing.

Labor, Employment and Economic Characteristics

Over the past several years, the primarily rural Cumberland MSA's economy has stagnated somewhat with the majority of residents commuting to the nearby cities of Winchester, Virginia, and Hagerstown, Maryland, for employment. As shown in the table at right, unemployment levels remained relatively stable during the examination period. Jobless rates for the both Allegany and Mineral County were higher than for the states of Maryland and West Virginia, respectively.

Average Annual Unemployment Rates		
Area	2002	2003
Allegany County, MD	6.1%	6.4%
State of Maryland	4.4%	4.5%
Mineral County, WV	7.7%	7.7%
State of West Virginia	6.1%	6.1%

In the city of Cumberland, major employers include Western Maryland Health System, Allegany County Board of Education, and Allegany County Government. To stimulate the local economy, Cumberland offers a number of incentive programs such as tax credits, Enterprise Zones, and a revolving loan pool.

EXHIBIT 25
Combined Demographics Report

Analysis Year: 2003

Assessment Area: MSA 1900 (Cumberland, MD-WV)

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	4,972	18.6
Moderate-income	3	10.0	2,206	8.2	482	21.8	5,109	19.1
Middle-income	24	80.0	21,950	82.0	2,173	9.9	6,360	23.8
Upper-income	3	10.0	2,606	9.7	87	3.3	10,321	38.6
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	36,844	23,887	82.5	64.8	8,917	24.2	4,040	11.0
Upper-income	4,074	2,980	10.3	73.1	779	19.1	315	7.7
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	138	6.6	119	6.5	12	6.8	7	9.6
Middle-income	1,653	79.5	1,462	79.9	133	75.6	58	79.5
Upper-income	287	13.8	248	13.6	31	17.6	8	11.0
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	2,078	100.0	1,829	100.0	176	100.0	73	100.0
Percentage of Total Businesses:			88.0		8.5		3.5	
	Total Farms by Tract		Farms 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	2.3	1	2.3	0	0.0	0	0.0
Middle-income	41	95.3	41	95.3	0	0.0	0	0.0
Upper-income	1	2.3	1	2.3	0	0.0	0	0.0
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	43	100.0	43	100.0	0	0.0	0	0.0
Percentage of Total Farms:			100.0		0.0		0.0	

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN MSA 1900 (CUMBERLAND, MD- WV)

LENDING TEST

M&T's overall performance under the lending test in MSA 1900 (Cumberland, MD-WV) was adequate.

The data used to evaluate the bank's performance in the assessment area appear in the MSA 1900 section of the Appendix D tables. Lending activity is depicted in MSA 1900 Table 1, geographic distribution in MSA 1900 Tables 2-6, and borrower characteristics are depicted in MSA 1900 Tables 8-11. There are separate tables for 2002 and 2003 activity.

Lending Activity: M&T's responsiveness to retail credit needs in this MSA was adequate.

Ranking first in the market, the bank had a 33% deposit market share in 2002 in the assessment area. With a HMDA-related loan market share of 7%, M&T ranks second in the market, and its small business loan market share of 6% ranks the bank eighth in the market. M&T was competitive with similarly situated banks in terms of both HMDA-related and small business lending.

Comparing 2001 and 2002 data, M&T's number of home purchase loans decreased while the aggregate's number of such loans increased. The number of the bank's refinancings increased, but not as much as the aggregate's refinance lending increased. M&T's number of small business lending decreased while the aggregate's number of such loans increased.

Geographic Distribution: Overall geographic distribution was good.

As no low-income tracts were reported in the 2000 Census, only 2003 loans were analyzed for distribution in moderate-income tracts. The 1990 Census reported one low-income tract so 2002 loans were analyzed for distribution in both low- and moderate-income geographies. Overall lending in low-income tracts was excellent while overall lending in moderate-income tracts was adequate.

The low-income tract had too few owner-occupied housing units to conduct a meaningful HMDA-related lending analysis. However, small business lending reflected excellent penetration in the low-income tract, and the bank's performance was significantly above the market aggregate.

Distribution of lending in moderate-income tracts was adequate in terms of home purchase and refinance loans and good for small business loans. Home purchase loans in 2002 were too few to perform a meaningful analysis. The following table summarizes the performance related to lending in moderate-income tracts.

Lending in Moderate-income Geographies MSA 1900 (Cumberland, MD-WV)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Not applicable	Adequate	Not applicable
Refinance	Good	Adequate	Similar
Small Business	Excellent	Adequate	Significantly above

Distribution by Borrower Income and Revenue Size of the Business: Lending performance in the MSA was good based on adequate performance to low-income borrowers, and good performance to moderate-income borrowers and businesses of different sizes.

Overall distribution to low-income borrowers in the assessment area was adequate based on adequate home purchase and refinance distribution, taking into account affordability issues noted in the Performance Context and supported by the performance of the market aggregate. The number of home purchase loans in 2002 was too low for a meaningful analysis. The following table summarizes the performance related to lending to low-income borrowers.

Lending to Low-income Borrowers MSA 1900 (Cumberland, MD-WV)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Not applicable	Adequate	Not applicable
Refinance	Adequate	Adequate	Similar

Overall distribution to moderate-income borrowers was good based on excellent distribution of home purchase loans and good distribution of refinance loans. The number of home purchase loans in 2002 was too low for a meaningful analysis. The following table summarizes the performance related to lending to moderate-income borrowers.

Lending to Moderate-income Borrowers MSA 1900 (Cumberland, MD-WV)			
Product	M&T Performance		2002 Aggregate Comparison
	2002	2003	
Home Purchase	Not applicable	Excellent	Not applicable
Refinance	Good	Good	Above

Overall distribution of small business loans was good based on good performance in 2002 and adequate performance in 2003. In addition, 82% of loans were for \$100 thousand or less. In contrast, 95% of 2002 aggregate loans were for \$100 thousand or less.

Community Development Loans: M&T's community development performance consisted of two loans to one borrower totaling \$700 thousand that provided community development services to the assessment area.

INVESTMENT TEST

The level of qualified investments in this PMSA was adequate, totaling \$19 thousand. All the investments targeted organizations that support community development services benefiting LMI individuals.

SERVICE TEST

M&T's performance under the service test was excellent based on outstanding branch distribution and alternative delivery systems in the assessment area.

Retail Services: The bank's delivery systems were readily accessible to all portions in the MSA 1900 assessment area, including LMI areas. Overall, of the 11 branches in MSA 1900, 1 or 9% is located in an LMI area, comparing favorably with the portion of the population residing in LMI areas. No branches opened or closed during the period evaluated.

Alternative delivery systems slightly enhanced the bank's performance in the assessment area. The bank had seven off-site ATM locations in the assessment area, of which one or 14% were located in LMI areas.

Hours and services were tailored to the convenience and needs of the assessment area, including LMI areas. Of the 11 branches located in the MSA, 7 have early morning or late evening hours, and Saturday hours.

Community Development Services: M&T provided an adequate level of community development services in the MSA, as indicated in the table at right. These services primarily related to mortgage lending education. In addition, one M&T employee serves on the loan committee of a qualifying community development organization.

Community Development Services	
Type	#
Presentations/Seminars	7

STATE OF DELAWARE

CRA RATING FOR DELAWARE³: “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:

- Adequate responsiveness to assessment area credit needs;
- Adequate distribution of loans among individuals of different income levels and businesses of different sizes;
- Poor level of community development lending;
- An adequate level of qualified investments; and
- Reasonably accessible delivery systems to geographies and borrowers of different income levels.

SCOPE OF EXAMINATION

Examiners conducted a full-scope review of this assessment area, which consists of Sussex County, Delaware. This assessment area was added in 2003 as a result of the Allfirst acquisition. As shown in Exhibit 1 on Page BB7, this assessment area has a very small proportion of M&T's loans and deposits. Accordingly, its weighting in the bank's overall CRA rating was very small, too. In addition, the Sussex County assessment area contains no LMI geographies so that a conclusion was not made regarding the geographic distribution of loans.

DESCRIPTION OF INSTITUTION'S OPERATIONS

M&T's operations consist of one branch located in Sussex County. The branch was obtained as part of the Allfirst acquisition and had been a national bank subsidiary of Allfirst that served employees mostly. At the merger, the office was converted to a branch of M&T. Although a full-service branch, it had limited retail activity during the examination period.

Sussex County, the southernmost of Delaware's three counties, is bordered by Maryland to the south and east. This very competitive market has 12 banks operating 53 retail branches. As of June 30, 2003, M&T ranked ninth in deposits, with a 1.4% market share. Its major competitors

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. See the multistate metropolitan area rating and discussion for the rating and evaluation of the institution's performance in that area.

include Wilmington Trust, Baltimore Trust, PNC Bank, and Delaware National.

PERFORMANCE CONTEXT

Demographic Characteristics

As of the 2000 Census, Sussex County had a population of approximately 157 thousand, a 38% increase over the past decade. During the summer months, the population expands from the more than 40 thousand visitors drawn to the Rehoboth and Bethany oceanfront communities. The county's year-round population is expected to continue growing at a rapid rate because of the large number of retirees moving into the area.

The pattern of development has been westward from the oceanfront communities and to a lesser extent along U.S. Route 13, the main north-south highway. With land prices near the coast becoming very high, residential development is expected to spread to the western part of the county.

Income Characteristics

The HUD-adjusted median family income for Sussex County increased 2.4% from \$49,700 in 2002 to \$50,900 in 2003. Although this figure is relatively high, the 2000 Census indicated that almost 40% of the households were LMI. The county has 36 census tracts, none of which are LMI.

Housing Characteristics

Single-family home prices are high near the shore, but significantly lower elsewhere in the county. For example, the median home price in the Bethany area is \$492 thousand while in Millsboro, site of M&T's only branch, the median home price is \$130 thousand.

Median Home Price	2003
Sussex County (DE)	\$299,714

Sources: Sussex County Board of Realtors

Of the 93,070 housing units in Sussex County, 68,164 are occupied by year-round residents and 24,906 are seasonal units. Representing more than 25% of the total housing units, the 23,817 units of manufactured housing are the primary source of affordable housing for Sussex County residents. There are also 12,072 year-round rental apartment units.

Labor, Employment and Economic Characteristics

The food processing, tourism and poultry industries provide numerous but mostly low-paying jobs. As a result, the unemployment rate for Sussex County remains low, but the average annual wage in 2003 is \$27 thousand compared with the state average of \$43 thousand.

Average Annual Unemployment Rates		
Area	2002	2003
Sussex County	4.1%	4.0%
State of Delaware	4.4%	4.2%

Source: U.S Bureau of Labor Statistics and the Real Estate Center, Texas A&M University

EXHIBIT 26
Combined Demographics Report

Analysis Year: 2003

Assessment Area: State of Delaware

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
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
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	3,472	78.9	3,014	79.0	354	80.8	104	69.8
Upper-income	930	21.1	801	21.0	84	19.2	45	30.2
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	4,402	100.0	3,815	100.0	438	100.0	149	100.0
Percentage of Total Businesses:			86.7		10.0		3.4	
	Total Farms by Tract		Farms 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	214	99.1	208	99.0	5	100.0	1	100.0
Upper-income	2	0.9	2	1.0	0	0.0	0	0.0
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	216	100.0	210	100.0	5	100.0	1	100.0
Percentage of Total Farms:			97.2		2.3		0.5	

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.

The data used to evaluate the bank's performance in the assessment area appear in the Delaware section of the Appendix D tables. Lending activity is depicted in Delaware Table 1, geographic distribution in Delaware tables 2-7, and borrower characteristics in Delaware Tables 8-12.

Lending Activity: M&T's responsiveness to retail credit needs was adequate based on the number and dollar volume of home purchase, refinance, home equity, consumer and small business lending in Sussex County. The bank made 0.2% of its loans in Sussex County, compared with 0.1% of deposits.

Geographic Distribution: As the Delaware assessment area has no LMI census tracts, examiners made no conclusions regarding geographic distribution.

Borrower Distribution: Performance in the assessment area was adequate based on adequate performance in home purchase lending to LMI borrowers in 2003. Consumer, small business, and refinance loans were not reviewed because of lack of volume. In addition, performance was based only on 2003 because Sussex County was not part of the assessment area in 2002.

Community Development Loans: The bank's level of community development lending was poor. As described in the Performance Context, M&T's assessment areas in Delaware consist of non-MSA Sussex County. M&T's recently acquired branch in this assessment area had a primarily Allfirst employee customer base. No community development loans were issued in Delaware.

INVESTMENT TEST

M&T's level of qualified investments was adequate, totaling \$481 thousand. All investment activity was in LIHTCs funding affordable housing projects throughout the state. LIHTCs are considered complex because of the intricate accounting requirements.

SERVICE TEST

M&T's performance under the service test was adequate based on satisfactory delivery systems. The bank only has one branch in Delaware primarily for the convenience of the bank's employees. The branch is located in Sussex County in a middle-income tract. All census tracts in the county are either middle- or upper-income geographies.

Retail Services: M&T's delivery systems were reasonably accessible to essentially all geographies in the assessment area, including LMI geographies.

No branches opened or closed during the evaluation period. The one branch was acquired in 2003 from Allfirst.

Alternative delivery systems did not enhance the bank's performance in the assessment area.

The bank performed no community development services in the assessment area.

CRA APPENDIX A
SCOPE OF EXAMINATION

MANUFACTURERS AND TRADERS TRUST COMPANY			
TIME PERIOD REVIEWED		January 1, 2002-December 31, 2003	
FINANCIAL INSTITUTION Manufacturers and Traders Trust Company One M & T Plaza Buffalo, NY 14203			PRODUCTS REVIEWED <ul style="list-style-type: none"> • Home purchase • Multifamily • Refinancings • Small business • Community development • Consumer credit
AFFILIATE(S)	AFFILIATE RELATIONSHIP		PRODUCTS REVIEWED
M&T Mortgage Corporation	Bank subsidiary		<ul style="list-style-type: none"> • Home Purchase • Refinancing
M&T Real Estate Trust	Bank subsidiary		<ul style="list-style-type: none"> • Multifamily
M&T Bank, N.A.	Holding company subsidiary		<ul style="list-style-type: none"> • Small Business
M&T Realty Capital Corporation	Bank subsidiary		<ul style="list-style-type: none"> • Multifamily

(Appendix A continued on next page)

(Appendix A continued from previous page)

LIST OF ASSESSMENT AREAS AND TYPE OF EXAMINATION			
ASSESSMENT AREA	TYPE OF EXAMINATION	BRANCHES VISITED ⁴	OTHER INFORMATION
NEW YORK STATE			
MSA 1280 (Buffalo, NY)	Full Review	One M&T Plaza Buffalo, NY	
CMSA 5602 (New York-Northern New Jersey-Long Island, NY-NJ-CT-PA)	Full Review		
MSA 6840 (Rochester, NY)	Full Review		
MSA 8160 (Syracuse, NY)	Full Review		
MSA 0960 (Binghamton, NY)	Full Review		
MSA 0160 (Albany-Schenectady-Troy, NY)	Limited Review		
MSA3610 (Jamestown, NY)	Limited Review		
Non-MSA Group B (Steuben, Cattaraugus, Allegany and Wyoming County, NY)	Limited Review		
Non-MSA Group C (Sullivan and Ulster County, NY)	Limited Review		
Non-MSA Group A (Seneca, Tompkins and Cortland County, NY)	Limited Review		
MSA 8680 (Utica-Rome, NY)	Limited Review		
MSA 2335 (Elmira, NY)	Limited Review		

(Appendix A continued on next page)

⁴ There is a statutory requirement that the written evaluation of a multistate institution's performance must list the individual branches examined in each state.

LIST OF ASSESSMENT AREAS AND TYPE OF EXAMINATION			
ASSESSMENT AREA	TYPE OF EXAMINATION	BRANCHES VISITED ⁴	OTHER INFORMATION
<u>PENNSYLVANIA</u>			
MSA 3240 (Harrisburg-Lebanon-Carlisle, PA)	Full Review		
MSA 9280 (York, PA)	Full Review		
Non-MSA Group A (Northumberland, Schuylkill, Clearfield, Montour, Snyder, Union and Clinton County)	Full Review		
MSA 7560 (Scranton-Wilkes-Barre-Hazleton, PA)	Full Review		
Non-MSA Group B (Franklin and Adams County)	Full Review		
MSA 6680 (Reading, PA)	Full Review		
MSA 0280 (Altoona, PA)	Full Review		
MSA 4000 (Lancaster, PA)	Limited Review		
MSA 8050 (State College, PA)	Limited Review		
MSA 0240 (Allentown-Bethlehem, PA)	Limited Review		
MSA 9140 (Williamsport, PA)	Limited Review		
Non-MSA Group D (Sullivan and Bradford Counties, PA)	Limited Review		
Non-MSA Group C (Huntingdon, Bedford & Monroe Counties, PA)	Limited Review		
<u>CMSA 8872 (WASHINGTON-BALTIMORE, DC-MD-VA-WV)</u>			
<u>CMSA 6162 (PHILADELPHIA-WILMINGTON-ATLANTIC CITY, PA-NJ-DE-MD)</u>			

(Appendix A continued on next page)

LIST OF ASSESSMENT AREAS AND TYPE OF EXAMINATION			
ASSESSMENT AREA	TYPE OF EXAMINATION	BRANCHES VISITED ⁴	OTHER INFORMATION
<u>MARYLAND</u>			
Non-MSA Group A (Caroline Dorchester, Wicomico, Worchester and Talbot Counties)	Full Review		
Non-MSA Garrett County	Full Review		
Non-MSA St Mary's County	Limited Review		
Non-MSA Kent County	Limited Review		
<u>MSA 1900 (CUMBERLAND, MD- WV)</u>			
<u>DELAWARE</u>			
Non-MSA Sussex County	Full Review		

CRA APPENDIX B

Summary of State and Multistate MSA Ratings

State or Multistate Metropolitan Area	Lending Test Rating	Investment Test Rating	Service Test Rating	Overall State Rating
New York	High satisfactory	Outstanding	Outstanding	Outstanding
Pennsylvania	High satisfactory	Outstanding	Outstanding	Outstanding
CMSA 8872	High satisfactory	Outstanding	High satisfactory	Satisfactory
CMSA 6162	High satisfactory	Low satisfactory	Low satisfactory	Satisfactory
Maryland	Low satisfactory	Outstanding	Outstanding	Satisfactory
MSA 1900	Low satisfactory	Low satisfactory	Outstanding	Satisfactory
Delaware	Low satisfactory	Low satisfactory	Low satisfactory	Satisfactory

CRA APPENDIX C

GLOSSARY

Aggregate lending: The number of loans originated and purchased by all reporting lenders in specified income categories as a percentage of the aggregate number of loans originated and purchased by all reporting lenders in the metropolitan area/assessment area.

Census tract: A small subdivision of metropolitan and other densely populated counties. Census tract boundaries do not cross county lines; however, they may cross the boundaries of metropolitan statistical areas. Census tracts usually have between 2,500 and 8,000 persons, and their physical size varies widely depending on population density. Census tracts are designed to be homogeneous with respect to population characteristics, economic status, and living conditions to allow for statistical comparisons.

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.

Consumer loan(s): A loan(s) to one or more individuals for household, family or other personal expenditures. A consumer loan does not include a home mortgage, small business, or small farm loan. This definition includes motor vehicle loans, credit card loans, home equity loans, other secured consumer loans, and other unsecured consumer loans.

Family: Includes a householder and one or more other persons living in the same household who are related to the householder by birth, marriage or adoption. The number of family households always equals the number of families; however, a family household may also include nonrelatives. Families are classified by type as either a married-couple family or other family, which is further classified into "male householder" (a family with a male householder and no wife present) or "female householder" (a family with a female householder and no husband present).

Full review: Performance under the lending, investment and service tests is analyzed considering performance context, quantitative factors (for example, geographic distribution, borrower distribution, and total number and dollar amount of investments), and qualitative factors (for example, innovativeness, complexity and responsiveness).

Geography: A census tract or a block numbering area delineated by the U.S. Bureau of the Census in the most recent decennial census.

Home Mortgage Disclosure Act (“HMDA”): This statute 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 data such as race, gender and income of applications, amount of loan requested, and disposition of the application (for example, approved, denied and withdrawn).

Home mortgage loans: Includes home purchase and home improvement loans as defined in HMDA. This definition also includes loans for multifamily dwellings (five or more families), loans for the purchase of manufactured homes, and refinancings of home improvement and home purchase loans.

Household: Includes all persons occupying a housing unit. Persons not living in households are classified as living in group quarters. In 100% tabulations, the count of households always equals the count of occupied housing units.

Limited review: Performance under the lending, investment and service tests is analyzed using only quantitative factors (for example, geographic distribution, borrower distribution, total number and dollar amount of investments, and branch distribution).

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 a geography.

Market share: The number of loans originated and purchased by the institution as a percentage of the aggregate number of loans originated and purchased by all reporting lenders in the metropolitan area/assessment area.

Metropolitan area (“MA”): Any primary metropolitan statistical area (“PMSA”), metropolitan statistical area (“MSA”), or consolidated metropolitan statistical area (“CMSA”), as defined by the Office of Management and Budget, with a population of 250 thousand or more, and any other area designated as such by the appropriate federal financial supervisory agency.

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.

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.

Multifamily: Refers to a residential structure containing five or more units.

Other products: Includes any unreported optional category of loans for which the institution collects and maintains data for consideration during a CRA examination. Examples of such activity include consumer loans and other loan data an institution may provide concerning its lending performance.

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 non-mortgage, commercial loans.

Small loan(s) to farm(s): A loan included in "loans to small farms" as defined in the instructions for preparation of the Call Report. These loans have original amounts of \$500 thousand or less and are either secured by farmland, or are classified as loans to finance agricultural production and other loans to farmers.

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

2002 FFIEC Interagency Core CRA Public Evaluation Tables

New York State

Table 1. Lending Volume

LENDING VOLUME		State: NEW YORK STATE				Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2002						
Metropolitan Area/ Assessment Area	% of Rated Area Loans (#) in MSA/AA**	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans *		Total Reported Loans		
		#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	
Full Review:												
1 MSA 1280	27.06	3,295	287,422	2,191	340,253	17	2,150	0	0	5,503	629,825	
2 CMSA 5602 NY NJ CT PA	21.84	3,461	1,016,158	976	158,172	5	697	0	0	4,442	1,175,027	
3 MSA 6840	18.74	2,040	206,285	1,760	292,450	11	740	0	0	3,811	499,475	
4 MSA 8160	10.73	1,289	116,674	891	115,373	2	16	0	0	2,182	232,063	
5 MSA 0960	4.23	394	31,026	464	73,237	2	50	0	0	860	104,313	
Limited Review:												
1 MSA 0160	8.13	1,363	150,240	288	56,647	2	30	0	0	1,653	206,917	
2 MSA 3610	1.81	204	12,841	163	16,887	2	132	0	0	369	29,860	
3 NON-MSA GROUP B	2.01	331	23,621	66	4,167	11	1,180	0	0	408	28,968	
4 NON-MSA GROUP C	2.07	258	40,501	161	14,735	1	35	0	0	420	55,271	
5 NON-MSA GROUP A	1.78	261	30,621	100	9,786	0	0	0	0	361	40,407	
6 MSA 8680	1.42	221	16,608	68	6,194	0	0	0	0	289	22,802	
7 MSA 2335	0.19	26	4,212	13	2,446	0	0	0	0	39	6,658	

(*) Community development loans are included in the 2003 core tables.

(**) Loan data as of 2002. Rated area refers to either the state or multistate MSA ratings area.

2002 FFIEC Interagency Core CRA PE Tables

New York State

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE														State: NEW YORK STATE		Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2002			
Metropolitan Area/ Assessment Area	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*								
	#	% of Total**	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	Low	Mod	Mid	Upper					
Full Review:																			
1 MSA 1280	1,839	24.20	3.21	0.65	12.70	8.10	54.51	54.65	29.58	36.60	0.93	8.20	52.09	38.76					
2 CMSA 5602 NY NJ CT PA	2,007	26.41	1.25	5.33	9.72	19.38	47.25	44.00	41.76	31.14	3.09	12.68	43.86	40.27					
3 MSA 6840	1,253	16.49	2.47	0.80	12.67	9.82	59.50	63.93	25.36	25.30	1.37	10.81	58.34	29.44					
4 MSA 8160	718	9.45	1.49	1.25	8.71	6.41	59.27	56.41	30.53	35.93	0.83	7.62	53.13	38.41					
5 MSA 0960	169	2.22	0.41	0.00	14.23	15.98	58.99	56.80	26.37	27.22	0.33	12.95	57.83	28.88					
Limited Review:																			
1 MSA 0160	918	12.08	1.09	0.76	9.83	6.75	61.05	64.05	28.03	28.43	0.96	10.37	58.28	30.39					
2 MSA 3610	118	1.55	0.90	1.69	8.06	5.08	84.12	83.90	6.93	9.32	0.94	5.90	82.55	10.61					
3 NON-MSA GROUP B	135	1.78	0.09	0.00	9.60	3.70	83.11	89.63	7.21	6.67	0.00	7.72	83.11	9.11					
4 NON-MSA GROUP C	134	1.76	0.00	0.00	1.79	0.75	46.21	47.76	52.01	51.49	0.00	1.64	48.46	49.90					
5 NON-MSA GROUP A	163	2.15	0.00	0.00	3.48	3.07	65.47	57.67	31.05	39.26	0.00	4.62	61.10	34.28					
6 MSA 8680	134	1.76	0.30	0.00	9.97	4.48	56.09	53.73	33.64	41.79	0.23	8.08	53.51	38.07					
7 MSA 2335	11	0.14	0.65	9.09	8.44	0.00	57.52	72.73	33.39	18.18	0.37	8.37	57.14	34.11					

(*) Based on 2002 aggregate HMDA data only.

(**) Home purchase loans originated and purchased in the MSA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

(***) Percentage of owner-occupied units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 1990 Census information.

2002 FFIEC Interagency Core CRA PE Tables

New York State

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE State: NEW YORK STATE Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2002														
Metropolitan Area/ Assessment Area	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	Low	Mod	Mid	Upper
Full Review:														
1 MSA 1280	1,234	25.85	3.21	0.65	12.70	5.92	54.51	52.43	29.58	41.00	1.34	7.38	51.61	39.64
2 CMSA 5602 NY NJ CT PA	1,252	26.23	1.25	1.68	9.72	8.63	47.25	42.73	41.76	46.88	1.26	10.71	47.71	40.23
3 MSA 6840	697	14.60	2.47	1.00	12.67	6.60	59.50	62.41	25.36	29.99	1.14	7.29	56.58	34.98
4 MSA 8160	484	10.14	1.49	0.62	8.71	5.17	59.27	51.65	30.53	42.56	0.91	5.67	52.36	41.05
5 MSA 0960	171	3.58	0.41	0.00	14.23	14.04	58.99	56.73	26.37	29.24	0.43	11.38	56.00	32.16
Limited Review:														
1 MSA 0160	439	9.20	1.09	1.14	9.83	7.29	61.05	61.73	28.03	29.84	0.53	6.59	59.17	33.70
2 MSA 3610	72	1.51	0.90	0.00	8.06	2.78	84.12	91.67	6.93	5.56	1.19	5.23	86.11	7.47
3 NON-MSA GROUP B	147	3.08	0.09	0.00	9.60	7.48	83.11	85.03	7.21	7.48	0.00	6.58	81.22	12.12
4 NON-MSA GROUP C	102	2.14	0.00	0.00	1.79	0.98	46.21	46.08	52.01	52.94	0.00	1.54	43.14	55.32
5 NON-MSA GROUP A	87	1.82	0.00	0.00	3.48	6.90	65.47	65.52	31.05	27.59	0.00	2.73	64.12	33.15
6 MSA 8680	76	1.59	0.30	0.00	9.97	2.63	56.09	46.05	33.64	51.32	0.23	5.27	52.41	42.03
7 MSA 2335	13	0.27	0.65	0.00	8.44	7.69	57.52	46.15	33.39	46.15	0.87	8.57	50.22	40.33

(*) Based on 2002 aggregate HMDA data only.

(**) Home mortgage refinance loans originated and purchased in the MSA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

(***) Percentage of owner-occupied units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 1990 Census information.

2002 FFIEC Interagency Core CRA PE Tables

New York State

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES State: NEW YORK STATE Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2002															
Metropolitan Area/ Assessment Area	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate Lending (%) by Tract Income*				
	#	% of Total**	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	Low	Mod	Mid
Full Review:															
1 MSA 1280	2,191	30.68	4.42	4.47	14.16	14.88	48.92	43.86	32.09	36.70	4.32	13.01	46.47	32.10	
2 CMSA 5602 NY NJ CT PA	976	13.67	4.40	3.38	15.44	8.50	36.40	41.91	42.02	46.00	3.89	14.16	37.44	39.86	
3 MSA 6840	1,760	24.65	4.39	6.70	14.45	11.70	54.85	47.27	24.73	31.99	4.04	12.01	54.58	23.68	
4 MSA 8160	891	12.48	7.93	10.66	12.55	12.91	52.13	52.86	27.34	23.57	6.92	11.32	50.67	23.31	
5 MSA 0960	464	6.50	7.27	7.11	20.12	19.61	52.87	45.91	19.73	27.37	6.19	15.22	48.54	21.46	
Limited Review:															
1 MSA 0160	288	4.03	6.99	7.29	12.49	5.56	54.64	50.35	25.87	36.81	5.03	11.14	52.82	24.98	
2 MSA 3610	163	2.28	7.97	13.50	11.24	11.04	73.93	66.26	6.86	9.20	7.34	10.20	67.89	6.42	
3 NON-MSA GROUP B	66	0.92	0.05	0.00	11.43	4.55	82.67	90.91	5.82	4.55	0.00	9.86	79.28	6.20	
4 NON-MSA GROUP C	161	2.25	0.00	0.00	2.11	1.86	48.15	33.54	49.74	64.60	0.00	1.62	38.37	44.90	
5 NON-MSA GROUP A	100	1.40	0.00	0.00	17.00	29.00	54.58	34.00	28.43	37.00	0.00	10.59	61.36	24.00	
6 MSA 8680	68	0.95	4.19	4.41	18.53	17.65	48.34	48.53	28.06	29.41	2.94	15.60	46.15	28.21	
7 MSA 2335	13	0.18	4.81	0.00	22.64	46.15	47.97	38.46	24.58	15.38	4.11	22.65	45.29	27.95	

(*) Based on 2002 aggregate small business data only.

(**) Small loans to businesses originated and purchased in the MSA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

(***) Source of data: D&B 2002.

2002 FFIEC Interagency Core CRA PE Tables

New York State

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		State: NEW YORK STATE				Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2002									
Metropolitan Area/ Assessment Area	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data (%) **				
	#	% of Total*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	Low	Mod	Mid	Upper	
Full Review:															
1 MSA 1280	1,839	24.20	19.56	6.36	18.18	22.02	23.99	20.23	38.27	20.34	7.31	20.20	22.95	29.07	
2 CMSA 5602 NY NJ CT PA	2,007	26.41	22.88	5.83	16.51	17.14	20.65	18.83	39.96	26.76	2.29	11.85	20.91	40.38	
3 MSA 6840	1,253	16.49	18.75	9.90	18.34	31.13	24.95	26.50	37.95	24.58	8.19	22.60	23.56	30.72	
4 MSA 8160	718	9.45	17.91	8.36	18.22	26.46	24.63	22.28	39.24	29.94	6.40	20.95	23.21	34.34	
5 MSA 0960	169	2.22	18.17	7.69	19.34	27.22	24.16	26.04	38.33	26.04	7.02	21.60	24.46	34.37	
Limited Review:															
1 MSA 0160	918	12.08	16.44	5.66	18.33	28.21	25.54	29.08	39.68	31.15	5.38	19.72	24.43	35.26	
2 MSA 3610	118	1.55	19.40	6.78	18.10	21.19	23.67	37.29	38.83	28.81	5.48	15.68	21.99	37.50	
3 NON-MSA GROUP B	135	1.78	19.32	2.22	21.05	27.41	24.82	22.96	34.81	35.56	5.04	19.20	24.00	38.09	
4 NON-MSA GROUP C	134	1.76	13.60	1.49	14.81	8.21	21.29	21.64	50.29	60.45	1.27	8.33	19.57	53.73	
5 NON-MSA GROUP A	163	2.15	16.24	4.29	15.73	16.56	22.04	35.58	45.99	39.26	5.57	16.19	25.36	46.68	
6 MSA 8680	134	1.76	17.30	4.48	18.38	16.42	23.79	26.12	40.53	47.01	6.40	18.24	24.51	34.71	
7 MSA 2335	11	0.14	20.12	0.00	18.06	63.64	22.30	27.27	39.52	0.00	8.74	24.63	24.51	32.88	

(*) Home purchase loans originated and purchased in the MSA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

(**) Based on 2002 aggregate HMDA data only.

(***) Percentage of families is based on the 1990 Census information.

2002 FFIEC Interagency Core CRA PE Tables

New York State

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE														State: NEW YORK STATE		Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2002	
Metropolitan Area/ Assessment Area	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data (%) **						
	#	% of Total*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans***	Low	Mod	Mid	Upper			
Full Review:																	
1 MSA 1280	1,234	25.85	19.56	4.70	18.18	16.61	23.99	24.55	38.27	37.28	5.01	14.70	23.78	39.83			
2 CMSA 5602 NY NJ CT PA	1,252	26.23	22.88	3.27	16.51	15.02	20.65	28.35	39.96	44.49	3.34	13.72	22.86	40.85			
3 MSA 6840	697	14.60	18.75	6.03	18.34	23.24	24.95	28.41	37.95	35.29	5.57	15.75	23.75	42.34			
4 MSA 8160	484	10.14	17.91	4.13	18.22	17.15	24.63	27.27	39.24	44.42	3.91	12.73	22.82	45.19			
5 MSA 0960	171	3.58	18.17	2.92	19.34	9.94	24.16	27.49	38.33	52.63	4.89	14.18	22.97	44.62			
Limited Review:																	
1 MSA 0160	439	9.20	16.44	4.10	18.33	13.90	25.54	18.91	39.68	41.23	3.38	12.63	20.45	41.44			
2 MSA 3610	72	1.51	19.40	1.39	18.10	9.72	23.67	22.22	38.83	56.94	3.78	14.29	21.65	47.64			
3 NON-MSA GROUP B	147	3.08	19.32	5.44	21.05	10.88	24.82	36.05	34.81	39.46	4.84	14.43	25.85	41.85			
4 NON-MSA GROUP C	102	2.14	13.60	1.96	14.81	5.88	21.29	27.45	50.29	58.82	1.82	7.45	19.47	55.02			
5 NON-MSA GROUP A	87	1.82	16.24	0.00	15.73	12.64	22.04	19.54	45.99	65.52	2.48	10.56	21.42	55.23			
6 MSA 8680	76	1.59	17.30	2.63	18.38	14.47	23.79	25.00	40.53	53.95	3.09	12.85	22.30	51.17			
7 MSA 2335	13	0.27	20.12	7.69	18.06	15.38	22.30	15.38	39.52	53.85	5.25	15.05	23.88	44.71			

(*) Home mortgage refinance loans originated and purchased in the MSA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

(**) Based on 2002 aggregate HMDA data only.

(***) Percentage of families is based on 1990 Census information.

2002 FFIEC Interagency Core CRA PE Tables

New York State

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES State: NEW YORK STATE Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2002									
Metropolitan Area/ Assessment Area	Total Small Loans to Businesses		Businesses with Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Aggregate Data***	
	#	% of Total****	% of Businesses*	% Bank Loans**	\$100,000 or Less	>\$100,000 to \$250,000	> \$250,000 to \$1,000,000	All	Rev \$1 million or less
Full Review:									
1 MSA 1280	2,191	30.68	82.46	43.86	1,436	352	403	21,698	6,171
2 CMSA 5602 NY NJ CT PA	976	13.67	80.68	48.16	651	132	193	318,314	103,211
3 MSA 6840	1,760	24.65	84.29	43.98	1,119	297	344	25,834	8,866
4 MSA 8160	891	12.48	83.76	45.34	613	148	130	14,262	4,413
5 MSA 0960	464	6.50	84.69	47.84	291	89	84	5,731	1,470
Limited Review:									
1 MSA 0160	288	4.03	83.37	43.40	175	41	72	17,143	4,920
2 MSA 3610	163	2.28	85.73	55.21	131	19	13	2,834	743
3 NON-MSA GROUP B	66	0.92	85.99	60.61	57	4	5	3,610	1,408
4 NON-MSA GROUP C	161	2.25	87.21	52.17	127	21	13	6,711	1,843
5 NON-MSA GROUP A	100	1.40	85.69	53.00	74	17	9	3,908	1,577
6 MSA 8680	68	0.95	85.51	54.41	55	6	7	4,661	1,497
7 MSA 2335	13	0.18	83.50	23.08	7	3	3	1,338	388

(*) Businesses with revenue of \$1 million or less as a percentage of all businesses. Data: D&B 2002.

(**) Small loans to businesses with revenue of \$1 million or less as a percentage of all loans reported as small loans to businesses.

(***) Based on 2002 aggregate small business data only.

(****) Small loans to businesses originated and purchased in the MSA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

2002 FFIEC Interagency Core CRA Public Evaluation Tables

State of Pennsylvania

Table 1. Lending Volume

LENDING VOLUME												State: PENNSYLVANIA		Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2002	
Metropolitan Area/ Assessment Area	% of Rated Area Loans (#) in MSA/AA**	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans *		Total Reported Loans					
		#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)				
Full Review:															
1 MSA 3240	11.38	419	42,846	250	35,636	1	25	0	0	670	78,507				
2 MSA 9280	3.96	199	27,790	34	6,171	0	0	0	0	233	33,961				
3 NON-MSA GROUP A	16.63	745	50,199	233	25,575	1	250	0	0	979	76,024				
4 MSA 7560	18.55	771	70,165	319	38,887	2	125	0	0	1,092	109,177				
5 NON-MSA GROUP B	7.22	324	29,468	97	8,724	4	980	0	0	425	39,172				
6 MSA 6680	3.19	131	14,154	57	6,008	0	0	0	0	188	20,162				
7 MSA 0280	9.73	431	36,246	142	21,160	0	0	0	0	573	57,406				
Limited Review:															
1 MSA 4000	3.38	185	27,534	14	3,087	0	0	0	0	199	30,621				
2 MSA 8050	8.12	374	41,837	104	20,682	0	0	0	0	478	62,519				
3 MSA 0240	1.53	71	6,778	19	2,187	0	0	0	0	90	8,965				
4 MSA 9140	4.47	182	15,143	81	11,432	0	0	0	0	263	26,575				
5 NON-MSA GROUP D	4.21	226	13,668	22	3,090	0	0	0	0	248	16,758				
6 NON-MSA GROUP C	7.63	383	36,853	63	7,797	3	399	0	0	449	45,049				

(*) Community development loans are included in the 2003 core tables.

(**) Loan data as of 2002. Rated area refers to either the state or multistate MSA ratings area.

2002 FFIEC Interagency Core CRA PE Tables

State of Pennsylvania

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE														State: PENNSYLVANIA		Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2002											
Metropolitan Area/ Assessment Area	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*																
	#	% of Total**	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	Low	Mod	Mid	Upper													
Full Review:																											
1 MSA 3240	170	11.31	1.20	4.12	7.33	7.65	70.17	65.29	21.31	22.94	0.94	7.08	61.73	30.25													
2 MSA 9280	122	8.12	1.22	0.00	6.15	0.00	86.18	90.98	6.45	9.02	0.83	5.06	84.98	9.13													
3 NON-MSA GROUP A	172	11.44	0.00	0.00	12.47	5.81	77.12	76.16	10.41	18.02	0.00	8.87	73.94	16.76													
4 MSA 7560	252	16.77	0.01	0.00	6.94	4.37	79.11	79.76	13.93	15.87	0.05	7.09	71.56	21.17													
5 NON-MSA GROUP B	106	7.05	0.00	0.00	0.82	1.89	68.87	62.26	30.31	35.85	0.00	1.39	65.39	33.22													
6 MSA 6680	52	3.46	1.53	0.00	9.04	1.92	72.25	80.77	17.18	17.31	1.15	5.85	73.28	19.72													
7 MSA 0280	162	10.78	0.41	0.00	9.66	7.41	77.76	79.01	12.17	13.58	0.18	7.67	75.98	16.17													
Limited Review:																											
1 MSA 4000	80	5.32	0.90	1.25	8.74	8.75	75.99	61.25	14.36	28.75	0.79	8.11	74.66	16.43													
2 MSA 8050	115	7.65	0.16	0.00	12.09	10.43	54.09	33.04	33.66	56.52	1.01	7.04	46.34	45.52													
3 MSA 0240	31	2.06	0.00	0.00	50.79	25.81	49.21	74.19	0.00	0.00	0.00	26.93	73.07	0.00													
4 MSA 9140	50	3.33	0.00	0.00	4.54	0.00	83.76	76.00	11.70	24.00	0.00	4.66	81.68	13.66													
5 NON-MSA GROUP D	45	2.99	0.00	0.00	0.00	0.00	100.00	100.00	0.00	0.00	0.00	0.00	99.83	0.00													
6 NON-MSA GROUP C	146	9.71	0.00	0.00	6.31	5.48	50.66	53.42	43.03	41.10	0.00	1.34	47.38	51.28													

(*) Based on 2002 aggregate HMDA data only.

(**) Home purchase loans originated and purchased in the MSA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

(***) Percentage of owner-occupied units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 1990 Census information.

2002 FFIEC Interagency Core CRA PE Tables

State of Pennsylvania

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE State: PENNSYLVANIA Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2002														
Metropolitan Area/ Assessment Area	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	Low	Mod	Mid	Upper
Full Review:														
1 MSA 3240	205	8.50	1.20	0.49	7.33	6.34	70.17	74.63	21.31	18.54	0.51	5.04	64.42	30.02
2 MSA 9280	71	2.94	1.22	0.00	6.15	1.41	86.18	95.77	6.45	2.82	0.55	2.96	87.17	9.32
3 NON-MSA GROUP A	439	18.19	0.00	0.00	12.47	9.34	77.12	75.40	10.41	15.26	0.00	8.02	75.50	16.32
4 MSA 7560	426	17.65	0.01	0.00	6.94	3.05	79.11	75.12	13.93	21.83	0.09	5.00	72.31	22.53
5 NON-MSA GROUP B	185	7.67	0.00	0.00	0.82	1.62	68.87	60.00	30.31	38.38	0.00	0.86	63.95	35.19
6 MSA 6680	72	2.98	1.53	1.39	9.04	0.00	72.25	79.17	17.18	19.44	0.57	2.73	77.24	19.46
7 MSA 0280	209	8.66	0.41	0.00	9.66	5.74	77.76	79.43	12.17	14.83	0.73	6.30	74.72	18.24
Limited Review:														
1 MSA 4000	103	4.27	0.90	0.00	8.74	3.88	75.99	69.90	14.36	26.21	0.46	4.70	75.20	19.63
2 MSA 8050	227	9.41	0.16	0.44	12.09	6.17	54.09	55.95	33.66	37.44	0.60	6.95	46.15	46.24
3 MSA 0240	29	1.20	0.00	0.00	50.79	41.38	49.21	58.62	0.00	0.00	0.00	31.33	68.67	0.00
4 MSA 9140	111	4.60	0.00	0.00	4.54	5.41	83.76	78.38	11.70	16.22	0.00	3.21	83.07	13.73
5 NON-MSA GROUP D	137	5.68	0.00	0.00	0.00	0.00	100.00	100.00	0.00	0.00	0.00	0.00	99.52	0.00
6 NON-MSA GROUP C	199	8.25	0.00	0.00	6.31	4.52	50.66	73.37	43.03	22.11	0.00	2.77	41.73	55.50

(*) Based on 2002 aggregate HMDA data only.

(**) Home mortgage refinance loans originated and purchased in the MSA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

(***) Percentage of owner-occupied units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 1990 Census information.

2002 FFIEC Interagency Core CRA PE Tables

State of Pennsylvania

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES State: PENNSYLVANIA Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2002														
Metropolitan Area/ Assessment Area	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate Lending (%) by Tract Income*			
	#	% of Total**	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	Low	Mod	Mid	Upper
Full Review:														
1 MSA 3240	250	17.42	1.36	0.40	11.96	16.80	66.50	62.00	20.18	20.80	0.99	10.86	63.05	19.97
2 MSA 9280	34	2.37	4.59	0.00	9.63	11.76	78.86	88.24	6.91	0.00	3.36	8.09	77.43	6.44
3 NON-MSA GROUP A	233	16.24	0.00	0.00	14.32	7.30	72.74	71.24	12.94	21.46	0.00	9.01	63.25	14.46
4 MSA 7560	319	22.23	3.05	1.25	10.33	9.09	71.21	73.67	15.41	15.99	2.21	9.09	66.68	15.40
5 NON-MSA GROUP B	97	6.76	0.00	0.00	3.22	6.19	66.61	56.70	30.17	37.11	0.00	3.16	62.48	30.08
6 MSA 6680	57	3.97	2.92	0.00	8.87	0.00	72.02	89.47	16.19	10.53	2.18	5.71	65.23	20.17
7 MSA 0280	142	9.90	4.59	7.04	11.51	18.31	73.40	55.63	10.50	19.01	7.09	7.41	62.72	10.09
Limited Review:														
1 MSA 4000	14	0.98	0.93	0.00	12.27	0.00	72.16	57.14	14.64	42.86	0.62	8.61	75.50	15.27
2 MSA 8050	104	7.25	10.51	5.77	9.75	14.42	42.76	50.96	35.67	28.85	9.13	8.56	38.09	35.74
3 MSA 0240	19	1.32	0.00	0.00	47.69	73.68	52.31	26.32	0.00	0.00	0.00	40.11	53.15	0.00
4 MSA 9140	81	5.64	0.00	0.00	18.41	37.04	69.99	48.15	11.60	14.81	0.00	14.50	66.12	14.14
5 NON-MSA GROUP D	22	1.53	0.00	0.00	0.00	0.00	100.00	100.00	0.00	0.00	0.00	0.00	70.81	0.00
6 NON-MSA GROUP C	63	4.39	0.00	0.00	4.08	6.35	53.10	85.71	42.82	7.94	0.00	2.57	41.73	39.23

(*) Based on 2002 aggregate small business data only.

(**) Small loans to businesses originated and purchased in the MSA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

(***) Source of data: D&B 2002.

2002 FFIEC Interagency Core CRA PE Tables

State of Pennsylvania

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		State: PENNSYLVANIA				Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2002									
Metropolitan Area/ Assessment Area	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data (%) **				
	#	% of Total*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	Low	Mod	Mid
Full Review:															
1 MSA 3240	170	11.31	15.71	5.29	19.26	22.94	28.05	20.00	36.97	39.41	7.84	23.28	25.43	31.92	
2 MSA 9280	122	8.12	15.34	1.64	19.53	9.84	28.69	38.52	36.45	47.54	6.54	21.27	28.41	32.36	
3 NON-MSA GROUP A	172	11.44	18.27	5.23	19.77	17.44	25.25	18.60	36.72	55.23	4.95	19.48	25.36	34.48	
4 MSA 7560	252	16.77	18.43	4.37	18.87	17.06	24.69	25.40	38.00	50.00	7.34	20.58	25.07	36.92	
5 NON-MSA GROUP B	106	7.05	11.01	3.77	16.64	7.55	25.29	27.36	47.06	58.49	2.47	13.26	25.94	48.40	
6 MSA 6680	52	3.46	16.35	1.92	19.10	9.62	27.41	32.69	37.13	53.85	9.49	20.44	24.44	31.85	
7 MSA 0280	162	10.78	19.05	5.56	18.64	24.69	24.80	16.67	37.51	45.06	6.30	20.99	21.17	34.36	
Limited Review:															
1 MSA 4000	80	5.32	15.34	8.75	18.20	10.00	28.24	35.00	38.22	43.75	7.40	23.68	24.35	33.11	
2 MSA 8050	115	7.65	17.02	3.48	20.29	13.04	23.70	21.74	38.98	54.78	3.29	14.53	21.21	47.49	
3 MSA 0240	31	2.06	23.75	6.45	25.72	29.03	27.34	16.13	23.19	45.16	10.38	21.63	22.22	35.39	
4 MSA 9140	50	3.33	17.42	2.00	19.35	18.00	25.84	22.00	37.39	58.00	4.26	17.39	28.11	40.57	
5 NON-MSA GROUP D	45	2.99	20.03	2.22	19.62	8.89	23.82	24.44	36.53	60.00	5.16	16.01	28.57	43.55	
6 NON-MSA GROUP C	146	9.71	14.60	2.05	17.43	8.90	22.81	24.66	45.16	57.53	0.97	7.17	18.88	58.63	

(*) Home purchase loans originated and purchased in the MSA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

(**) Based on 2002 aggregate HMDA data only.

(***) Percentage of families is based on the 1990 Census information.

2002 FFIEC Interagency Core CRA PE Tables

State of Pennsylvania

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE														State: PENNSYLVANIA		Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2002			
Metropolitan Area/ Assessment Area	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data (%) **								
	#	% of Total*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans***	Low	Mod	Mid	Upper					
Full Review:																			
1 MSA 3240	205	8.50	15.71	3.90	19.26	20.98	28.05	26.83	36.97	40.49	5.45	16.38	24.30	39.50					
2 MSA 9280	71	2.94	15.34	1.41	19.53	8.45	28.69	28.17	36.45	43.66	4.46	14.57	24.93	38.60					
3 NON-MSA GROUP A	439	18.19	18.27	4.10	19.77	14.35	25.25	26.42	36.72	53.99	4.19	15.05	25.20	43.93					
4 MSA 7560	426	17.65	18.43	4.23	18.87	14.08	24.69	28.17	38.00	52.11	4.72	15.56	23.36	45.34					
5 NON-MSA GROUP B	185	7.67	11.01	1.62	16.64	14.05	25.29	25.41	47.06	56.76	2.25	9.97	20.98	50.62					
6 MSA 6680	72	2.98	16.35	4.17	19.10	8.33	27.41	16.67	37.13	30.56	4.39	15.47	23.92	40.56					
7 MSA 0280	209	8.66	19.05	5.26	18.64	14.83	24.80	28.23	37.51	50.72	4.60	13.44	23.19	45.13					
Limited Review:																			
1 MSA 4000	103	4.27	15.34	0.00	18.20	8.74	28.24	25.24	38.22	49.51	3.60	14.62	23.12	40.79					
2 MSA 8050	227	9.41	17.02	3.08	20.29	11.89	23.70	29.07	38.98	55.95	2.82	11.80	20.30	52.19					
3 MSA 0240	29	1.20	23.75	10.34	25.72	13.79	27.34	27.59	23.19	37.93	9.46	22.77	26.82	29.76					
4 MSA 9140	111	4.60	17.42	4.50	19.35	11.71	25.84	26.13	37.39	54.05	3.24	13.21	22.93	46.76					
5 NON-MSA GROUP D	137	5.68	20.03	3.65	19.62	12.41	23.82	29.93	36.53	51.82	4.32	12.96	24.18	46.74					
6 NON-MSA GROUP C	199	8.25	14.60	4.02	17.43	13.07	22.81	20.10	45.16	59.30	1.86	8.22	18.35	57.97					

(*) Home mortgage refinance loans originated and purchased in the MSA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

(**) Based on 2002 aggregate HMDA data only.

(***) Percentage of families is based on 1990 Census Information.

2002 FFIEC Interagency Core CRA PE Tables

State of Pennsylvania

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES					State: PENNSYLVANIA		Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2002			
Metropolitan Area/ Assessment Area	Total Small Loans to Businesses		Businesses with Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Aggregate Data***		
	#	% of Total****	% of Businesses*	% Bank Loans**	\$100,000 or Less	>\$100,000 to \$250,000	> \$250,000 to \$1,000,000	All	Rev \$1 million or less	
Full Review:										
1 MSA 3240	250	17.42	83.36	52.40	167	44	39	16,232	4,636	
2 MSA 9280	34	2.37	83.72	38.24	21	3	10	9,477	2,574	
3 NON-MSA GROUP A	233	16.24	85.08	54.51	171	35	27	8,861	2,453	
4 MSA 7560	319	22.23	84.35	56.11	241	35	43	16,836	4,736	
5 NON-MSA GROUP B	97	6.76	86.67	64.95	72	18	7	5,352	1,769	
6 MSA 6680	57	3.97	82.49	52.63	44	8	5	10,205	2,328	
7 MSA 0280	142	9.90	84.20	51.41	102	18	22	3,160	1,009	
Limited Review:										
1 MSA 4000	14	0.98	82.92	35.71	8	2	4	8,897	2,921	
2 MSA 8050	104	7.25	83.87	42.31	69	11	24	2,969	908	
3 MSA 0240	19	1.32	87.13	63.16	15	0	4	1,142	321	
4 MSA 9140	81	5.64	84.27	40.74	54	16	11	3,034	1,309	
5 NON-MSA GROUP D	22	1.53	87.83	68.18	18	1	3	1,377	568	
6 NON-MSA GROUP C	63	4.39	87.44	65.08	45	10	8	5,169	1,523	

(*) Businesses with revenue of \$1 million or less as a percentage of all businesses. Data: D&B 2002.

(**) Small loans to businesses with revenue of \$1 million or less as a percentage of all loans reported as small loans to businesses.

(***) Based on 2002 aggregate small business data only.

(****) Small loans to businesses originated and purchased in the MSA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

2002 FFIEC Interagency Core Tables

CMSA 6162 (Philadelphia-Wilmington-Atlantic City, PA-NJ-MD)

Table 1. Lending Volume

LENDING VOLUME		State: CMSA 6162				Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2002					
Metropolitan Area/ Assessment Area	% of Rated Area Loans (#) in MSA/AA**	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans *		Total Reported Loans	
		#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)
Full Review:											
PMSA 6160 PA NJ	100.00	1,014	141,654	248	35,791	0	0	0	0	1,262	177,445

(*) Community development loans are included in the 2003 core tables.

(**) Loan data as of 2002. Rated area refers to either the state or multistate MSA ratings area.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		State: CMSA 6162				Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2002								
Metropolitan Area/ Assessment Area	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	Low	Mod	Mid	Upper
Full Review:														
PMSA 6160 PA NJ	447	100.00	7.61	1.12	22.24	16.11	40.34	53.47	29.80	29.31	2.81	16.66	41.16	39.31

(*) Based on 2002 aggregate HMDA data only.

(**) Home purchase loans originated and purchased in the MSA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

(***) Percentage of owner-occupied units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 1990 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE		State: CMSA 6162				Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2002								
Metropolitan Area/ Assessment Area	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	Low	Mod	Mid	Upper
Full Review:														
PMSA 6160 PA NJ	524	100.00	7.61	0.19	22.24	6.87	40.34	45.80	29.80	47.14	1.68	8.81	35.15	54.33

(*) Based on 2002 aggregate HMDA data only.

(**) Home mortgage refinance loans originated and purchased in the MSA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

(***) Percentage of owner-occupied units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 1990 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES														State: CMSA 6162		Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2002			
Metropolitan Area/ Assessment Area	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate Lending (%) by Tract Income*								
	#	% of Total**	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	Low	Mod	Mid	Upper					
Full Review:																			
PMSA 6160 PA NJ	248	100.00	6.43	4.84	13.37	16.13	36.41	41.53	43.06	35.48	4.95	11.30	35.78	45.78					

(* Based on 2002 aggregate small business data only. (** Small loans to businesses originated and purchased in the MSA/AA as a percentage of all small loans to businesses originated and purchased in the rated area. (***) Source of data: D&B 2002.

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE														State: CMSA 6162		Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2002			
Metropolitan Area/ Assessment Area	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data (%) **								
	#	% of Total*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	Low	Mod	Mid	Upper					
Full Review:																			
PMSA 6160 PA NJ	447	100.00	22.98	16.11	18.18	23.27	22.60	22.15	36.24	23.94	12.26	19.09	18.58	31.64					

(* Home purchase loans originated and purchased in the MSA/AA as a percentage of all home purchase loans originated and purchased in the rated area. (** Based on 2002 aggregate HMDA data only. (***) Percentage of families is based on the 1990 Census information.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE														State: CMSA 6162		Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2002			
Metropolitan Area/ Assessment Area	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data (%) **								
	#	% of Total*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans***	Low	Mod	Mid	Upper					
Full Review:																			
PMSA 6160 PA NJ	524	100.00	22.98	3.44	18.18	9.73	22.60	13.55	36.24	41.60	5.38	13.39	19.74	45.84					

(* Home mortgage refinance loans originated and purchased in the MSA/AA as a percentage of all home purchase loans originated and purchased in the rated area. (** Based on 2002 aggregate HMDA data only. (***) Percentage of families is based on 1990 Census Information.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		State: CMSA 6162			Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2002				
Metropolitan Area/ Assessment Area	Total Small Loans to Businesses		Businesses with Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Aggregate Data***	
	#	% of Total****	% of Businesses*	% Bank Loans**	\$100,000 or Less	>\$100,000 to \$250,000	> \$250,000 to \$1,000,000	All	Rev \$1 million or less
Full Review:									
PMSA 6160 PA NJ	248	100.00	81.15	41.13	161	48	39	71,324	17,603

(*) Businesses with revenue of \$1 million or less as a % of all businesses. Data: D&B 2002 (***) Small loans to businesses with revenue of \$1 million or less as a % of all loans reported as small loans to businesses.
 (***) Based on 2002 aggregate small business data only. (****) Small loans to businesses originated and purchased in the MSA/AA as a % of all small loans to businesses originated and purchased in the rated area.

2002 FFIEC Interagency Core CRA Public Evaluation Tables

State of Maryland

Table 1. Lending Volume

LENDING VOLUME		State: MARYLAND				Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2002					
Metropolitan Area/ Assessment Area	% of Rated Area Loans (#) in MSA/AA**	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans *		Total Reported Loans	
		#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)
Full Review:											
NON-MSA GARRETT COUNTY	100.00	106	8,303	40	2,850	1	20	0	0	147	11,173

(*) Community development loans are included in the 2003 core tables. (***) Loan data as of 2002. Rated area refers to either the state or multistate MSA ratings area.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		State: MARYLAND				Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2002								
Metropolitan Area/ Assessment Area	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	Low	Mod	Mid	Upper
Full Review:														
NON-MSA GARRETT CTY.	32	100.00	0.00	0.00	86.92	71.88	13.08	28.13	0.00	0.00	0.00	43.37	52.42	0.00

(*) Based on 2002 aggregate HMDA data only. (***) Home purchase loans originated and purchased in the MSA/AA as a percentage of all home purchase loans originated and purchased in the rated area.
 (****) Percentage of owner-occupied units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 1990 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE												State: MARYLAND		Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2002			
Metropolitan Area/ Assessment Area	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*						
	#	% of Total**	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	Low	Mod	Mid	Upper			
Full Review:																	
NON-MSA GARRETT CTY.	55	100.00	0.00	0.00	86.92	65.45	13.08	34.55	0.00	0.00	0.00	50.64	46.96	0.00			

(*) Based on 2002 aggregate HMDA data only. (***) Home mortgage refis originated and purchased in the MSA/AA as a percentage of all home mortgage refis originated and purchased in the rated area. (***) Percentage of owner-occupied units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 1990 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES												State: MARYLAND		Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2002			
Metropolitan Area/ Assessment Area	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate Lending (%) by Tract Income*						
	#	% of Total**	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	Low	Mod	Mid	Upper			
Full Review:																	
NON-MSA GARRETT CTY.	40	100.00	0.00	0.00	83.98	87.50	16.02	12.50	0.00	0.00	0.00	71.72	20.12	0.00			

(*) Based on 2002 aggregate small business data only. (***) Small loans to businesses originated and purchased in the MSA/AA as a percentage of all small loans to businesses originated and purchased in the rated area. (***) Source of data: D&B 2002.

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE												State: MARYLAND		Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2002			
Metropolitan Area/ Assessment Area	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data (%) **						
	#	% of Total*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	Low	Mod	Mid	Upper			
Full Review:																	
NON-MSA GARRETT CTY.	32	100.00	27.55	25.00	23.84	31.25	22.89	21.88	25.72	15.63	3.83	10.33	10.08	58.80			

(*) Home purchase loans originated and purchased in the MSA/AA as a percentage of all home purchase loans originated and purchased in the rated area. (***) Based on 2002 aggregate HMDA data only. (***) Percentage of families is based on the 1990 Census information.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE														State: MARYLAND		Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2002			
Metropolitan Area/ Assessment Area	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data (%) **								
	#	% of Total*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans***	Low	Mod	Mid	Upper					
Full Review:																			
NON-MSA GARRETT CTY.	55	100.00	27.55	12.73	23.84	29.09	22.89	14.55	25.72	41.82	6.49	13.70	19.07	47.36					

(*) Home mortgage refinance loans originated and purchased in the MSA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

(**) Based on 2002 aggregate HMDA data only.

(***) Percentage of families is based on 1990 Census Information.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES										State: MARYLAND		Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2002			
Metropolitan Area/ Assessment Area	Total Small Loans to Businesses		Businesses with Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Aggregate Data***							
	#	% of Total****	% of Businesses*	% Bank Loans**	\$100,000 or Less	>\$100,000 to \$250,000	> \$250,000 to \$1,000,000	All	Rev \$1 million or less						
Full Review:															
NON-MSA GARRETT COUNTY	40	100.00	83.87	65.00	36	2	2	969	319						

(*) Businesses with revenue of \$1 million or less as a percentage of all businesses. Data: D&B 2002. (**) Small loans to businesses with revenue of \$1 million or less as a % of all loans reported as small loans to businesses.

(***) Based on 2002 aggregate small business data only. (****) Small loans to businesses originated and purchased in the MSA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

2002 FFIEC Interagency Core CRA PE Tables

MSA 1900 (Cumberland, MD-WV)

Table 1. Lending Volume

LENDING VOLUME												State: MSA 1900 MD WV		Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2002			
Metropolitan Area/ Assessment Area	% of Rated Area Loans (#) in MSA/AA**	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans *		Total Reported Loans							
		#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)						
Full Review:																	
MSA 1900 MD WV	100.00	249	14,659	76	6,980	0	0	0	0	325	21,639						

(*) Community development loans are included in the 2003 core tables.

(**) Loan data as of 2002. Rated area refers to either the state or multistate MSA ratings area.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE														State: MSA 1900 MD WV		Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2002											
Metropolitan Area/ Assessment Area	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*																
	#	% of Total**	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	Low	Mod	Mid	Upper													
Full Review:																											
MSA 1900 MD WV	48	100.00	0.12	2.08	9.70	10.42	75.18	81.25	15.00	6.25	0.18	9.33	70.76	19.73													

(*) Based on 2002 aggregate HMDA data only.

(**) Home purchase loans originated and purchased in the MSA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

(***) Percentage of owner-occupied units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 1990 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE														State: MSA 1900 MD WV		Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2002										
Metropolitan Area/ Assessment Area	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*															
	#	% of Total**	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	Low	Mod	Mid	Upper												
Full Review:																										
MSA 1900 MD WV	158	100.00	0.12	0.00	9.70	9.49	75.18	74.05	15.00	16.46	0.00	8.87	70.73	20.39												

(*) Based on 2002 aggregate HMDA data only.

(**) Home mortgage refis originated and purchased in the MSA/AA as a percentage of all home mortgage refis originated and purchased in the rated area.

(***) Percentage of owner-occupied units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 1990 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES														MSA 1900 MD WV		Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2002										
Metropolitan Area/ Assessment Area	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate Lending (%) by Tract Income*															
	#	% of Total**	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	Low	Mod	Mid	Upper												
Full Review:																										
MSA 1900 MD WV	76	100.00	7.08	18.42	11.60	14.47	66.97	48.68	14.36	18.42	4.64	9.40	57.13	15.05												

(*) Based on 2002 aggregate small business data only.

(**) Small loans to businesses originated and purchased in the MSA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

(***) Source of data: D&B 2002.

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE														State: MSA 1900 MD WV		Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2002			
Metropolitan Area/ Assessment Area	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data (%) **								
	#	% of Total*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	Low	Mod	Mid	Upper					
Full Review:																			
MSA 1900 MD WV	48	100.00	19.72	6.25	18.44	25.00	22.85	31.25	38.98	25.00	5.20	15.43	24.39	43.86					

(*) Home purchase loans originated and purchased in the MSA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

(**) Based on 2002 aggregate HMDA data only.

(***) Percentage of families is based on the 1990 Census information.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE														State: MSA 1900 MD WV		Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2002			
Metropolitan Area/ Assessment Area	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data (%) **								
	#	% of Total*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans***	Low	Mod	Mid	Upper					
Full Review:																			
MSA 1900 MD WV	158	100.00	19.72	3.80	18.44	16.46	22.85	20.89	38.98	58.23	3.94	12.28	20.44	50.16					

(*) Home mortgage refinance loans originated and purchased in the MSA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

(**) Based on 2002 aggregate HMDA data only.

(***) Percentage of families is based on 1990 Census Information.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES											State: MSA 1900 MD WV		Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2002			
Metropolitan Area/ Assessment Area	Total Small Loans to Businesses		Businesses with Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Aggregate Data***								
	#	% of Total****	% of Businesses*	% Bank Loans**	\$100,000 or Less	>\$100,000 to \$250,000	> \$250,000 to \$1,000,000	All	Rev \$1 million or less							
Full Review:																
MSA 1900 MD WV	76	100.00	87.75	63.16	62	7	7	1,787	534							

(*) Businesses with revenue of \$1 million or less as a % of all businesses. Data: D&B 2002. (**) Small loans to businesses with revenue of \$1 million or less as a % of all loans reported as small loans to businesses.

(****) Based on 2002 aggregate small business data only.

(*****) Small loans to businesses originated and purchased in the MSA/AA as a % of all small loans to businesses originated and purchased in the rated area.

2003 FFIEC Interagency Core CRA Public Evaluation Tables

New York State

Table 1. Lending Volume

LENDING VOLUME												State: NEW YORK STATE		Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003	
Metropolitan Area/ Assessment Area	% of Rated Area Loans (#) in MSA/AA**	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans *		Total Reported Loans					
		#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)				
Full Review:															
A-MSA 1280	26.29	3,480	317,608	2,158	343,428	15	1,516	46	84,777	5,699	747,329				
B-CMSA 5602	21.17	3,384	1,074,024	1,125	215,317	4	120	77	157,873	4,590	1,447,334				
C-MSA 6840	18.93	2,486	264,558	1,588	288,620	6	595	25	44,513	4,105	598,286				
D-MSA 8160	10.93	1,408	125,462	944	122,253	5	898	12	26,241	2,369	274,854				
E-MSA 0960	4.36	465	39,575	471	62,847	3	431	7	18,074	946	120,927				
Limited Review:															
F-MSA 0160	8.33	1,492	178,170	298	53,457	1	75	14	40,813	1,805	272,515				
G-MSA 3610	1.75	227	15,915	144	14,599	1	150	7	3,100	379	33,764				
H-Non-MSA Group B	2.25	403	27,162	79	6,513	5	1,050	1	2,000	488	36,725				
I-Non-MSA Group C	2.32	342	46,020	161	16,941	0	0	1	4,285	504	67,246				
J-Non-MSA Group A	2.15	365	34,725	98	13,573	0	0	4	29,530	467	77,828				
K-MSA 8680	1.25	202	31,387	69	10,542	0	0	0	0	271	41,929				
L-MSA 2335	0.27	31	1,846	26	3,599	0	0	1	2,640	58	8,085				

(*) The evaluation period for community development loans is January 1, 2002, to December 31, 2003.

(**) Loan data as of 2003. Rated area refers to either the state or multistate MSA ratings area.

2003 FFIEC Interagency Core Tables

New York State

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE														State: NEW YORK STATE		Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003			
Metropolitan Area/ Assessment Area	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*								
	#	% of Total**	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	Low	Mod	Mid	Upper					
Full Review:																			
A-MSA 1280	1,533	23.93	4.34	3.33	13.17	13.63	51.87	50.95	30.61	32.09	NA	NA	NA	NA					
B-CMSA 5602	1,461	22.81	1.40	4.11	11.76	22.93	44.28	40.31	42.56	32.58	NA	NA	NA	NA					
C-MSA 6840	1,184	18.48	3.33	5.32	11.13	18.24	54.22	53.29	31.32	23.14	NA	NA	NA	NA					
D-MSA 8160	630	9.83	2.49	2.70	9.24	8.89	54.04	51.59	34.23	36.83	NA	NA	NA	NA					
E-MSA 0960	175	2.73	0.97	0.57	9.07	13.71	61.79	59.43	28.17	26.29	NA	NA	NA	NA					
Limited Review:																			
F-MSA 0160	753	11.75	2.62	2.66	10.16	13.68	52.90	55.38	34.32	28.29	NA	NA	NA	NA					
G-MSA 3610	107	1.67	0.82	0.00	9.15	12.15	83.21	81.31	6.82	6.54	NA	NA	NA	NA					
H-Non-MSA Group B	142	2.22	0.00	0.00	4.53	0.70	87.37	89.44	8.09	9.86	NA	NA	NA	NA					
I-Non-MSA Group C	137	2.14	0.00	0.00	2.78	5.84	54.04	54.01	43.18	40.15	NA	NA	NA	NA					
J-Non-MSA Group A	174	2.72	0.00	0.00	4.02	9.20	59.44	58.05	36.54	32.76	NA	NA	NA	NA					
K-MSA 8680	97	1.51	3.44	0.00	10.51	7.22	56.56	55.67	29.49	37.11	NA	NA	NA	NA					
L-MSA 2335	13	0.20	0.59	0.00	13.03	0.00	50.94	76.92	35.43	23.08	NA	NA	NA	NA					

(*) 2003 aggregate HMDA information was not available in time for this examination.

(**) Home purchase loans originated and purchased in the MSA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

(***) Percentage of owner-occupied units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

2003 FFIEC Interagency Core Tables

New York State

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE State: NEW YORK STATE Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003														
Metropolitan Area/ Assessment Area	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	Low	Mod	Mid	Upper
Full Review:														
A-MSA 1280	1,782	24.80	4.34	1.80	13.17	8.59	51.87	52.13	30.61	37.49	NA	NA	NA	NA
B-CMSA 5602	1,701	23.67	1.40	1.47	11.76	10.41	44.28	44.39	42.56	43.56	NA	NA	NA	NA
C-MSA 6840	1,225	17.05	3.33	1.06	11.13	9.39	54.22	56.00	31.32	33.55	NA	NA	NA	NA
D-MSA 8160	711	9.89	2.49	2.53	9.24	5.77	54.04	49.09	34.23	42.62	NA	NA	NA	NA
E-MSA 0960	251	3.49	0.97	0.40	9.07	10.36	61.79	56.97	28.17	32.27	NA	NA	NA	NA
Limited Review:														
F-MSA 0160	721	10.03	2.62	2.22	10.16	9.71	52.90	53.12	34.32	34.95	NA	NA	NA	NA
G-MSA 3610	100	1.39	0.82	0.00	9.15	3.00	83.21	87.00	6.82	10.00	NA	NA	NA	NA
H-Non-MSA Group B	224	3.12	0.00	0.00	4.53	0.89	87.37	97.32	8.09	1.79	NA	NA	NA	NA
I-Non-MSA Group C	184	2.56	0.00	0.00	2.78	1.09	54.04	41.30	43.18	57.61	NA	NA	NA	NA
J-Non-MSA Group A	178	2.48	0.00	0.00	4.02	3.93	59.44	52.81	36.54	43.26	NA	NA	NA	NA
K-MSA 8680	92	1.28	3.44	1.09	10.51	7.61	56.56	58.70	29.49	32.61	NA	NA	NA	NA
L-MSA 2335	17	0.24	0.59	0.00	13.03	11.76	50.94	52.94	35.43	35.29	NA	NA	NA	NA

(*) 2003 aggregate HMDA information was not available in time for this examination.

(**) Home mortgage refinance loans originated and purchased in the MSA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

(***) Percentage of owner-occupied units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

2003 FFIEC Interagency Core Tables

New York State

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES State: NEW YORK STATE Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003															
Metropolitan Area/ Assessment Area	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate Lending (%) by Tract Income*				
	#	% of Total**	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	Low	Mod	Mid
Full Review:															
A -MSA 1280	2,158	30.14	9.63	8.20	13.28	13.25	46.34	44.39	29.58	32.16	NA	NA	NA	NA	
B -CMSA 5602	1,125	15.71	4.00	3.47	14.88	9.24	33.45	43.38	46.38	43.11	NA	NA	NA	NA	
C -MSA 6840	1,588	22.18	9.17	11.02	14.12	13.29	47.37	41.62	29.29	34.07	NA	NA	NA	NA	
D -MSA 8160	944	13.18	14.44	13.56	11.54	10.59	45.86	50.74	28.16	25.11	NA	NA	NA	NA	
E -MSA 0960	471	6.58	9.00	9.98	18.69	23.57	53.47	39.70	18.85	26.75	NA	NA	NA	NA	
Limited Review:															
F -MSA 0160	298	4.16	11.14	13.09	12.28	8.39	47.59	53.69	28.99	24.83	NA	NA	NA	NA	
G -MSA 3610	144	2.01	8.32	9.03	12.23	13.89	73.55	67.36	6.90	9.72	NA	NA	NA	NA	
H -Non-MSA Group B	79	1.10	0.00	0.00	9.86	0.00	81.77	94.94	8.33	5.06	NA	NA	NA	NA	
I -Non-MSA Group C	161	2.25	0.00	0.00	3.49	6.83	53.70	37.89	42.81	55.28	NA	NA	NA	NA	
J -Non-MSA Group A	98	1.37	0.00	0.00	17.16	26.53	55.65	35.71	32.18	37.76	NA	NA	NA	NA	
K -MSA 8680	69	0.96	13.29	7.25	15.74	14.49	47.17	56.52	24.81	21.74	NA	NA	NA	NA	
L -MSA 2335	26	0.36	14.23	7.69	20.67	34.62	39.79	38.46	23.19	19.23	NA	NA	NA	NA	

(*) 2003 aggregate HMDA information was not available in time for this examination.

(**) Small loans to businesses originated and purchased in the MSA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

(***) Source of data: D&B 2003.

2003 FFIEC Interagency Core Tables

New York State

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE													State: NEW YORK STATE				Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003			
Metropolitan Area/ Assessment Area	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data (%) **									
	#	% of Total*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	Low	Mod	Mid	Upper						
Full Review:																				
A -MSA 1280	1,533	23.93	20.32	8.15	18.04	22.96	22.06	20.81	39.58	22.11	NA	NA	NA	NA						
B -CMSA 5602	1,461	22.81	24.31	3.56	16.13	14.85	18.48	21.42	41.07	32.03	NA	NA	NA	NA						
C -MSA 6840	1,184	18.48	19.46	15.03	18.24	32.85	22.98	24.49	39.32	19.00	NA	NA	NA	NA						
D -MSA 8160	630	9.83	19.31	8.25	17.83	21.90	21.95	21.27	40.91	29.05	NA	NA	NA	NA						
E -MSA 0960	175	2.73	18.65	6.29	18.97	20.00	23.18	21.14	39.20	30.86	NA	NA	NA	NA						
Limited Review:																				
F -MSA 0160	753	11.75	18.37	5.71	17.99	25.90	22.87	24.44	40.77	27.36	NA	NA	NA	NA						
G -MSA 3610	107	1.67	18.62	2.80	18.97	16.82	23.55	30.84	38.85	31.78	NA	NA	NA	NA						
H -Non-MSA Group B	142	2.22	18.67	4.23	20.07	19.72	23.85	35.21	37.42	28.17	NA	NA	NA	NA						
I -Non-MSA Group C	137	2.14	16.59	2.19	15.11	13.87	20.41	24.82	47.88	45.99	NA	NA	NA	NA						
J -Non-MSA Group A	174	2.72	16.32	6.32	16.23	25.86	21.56	22.41	45.89	37.93	NA	NA	NA	NA						
K -MSA 8680	97	1.51	19.44	3.09	17.56	30.93	22.42	24.74	40.58	32.99	NA	NA	NA	NA						
L -MSA 2335	13	0.20	19.64	0.00	18.53	46.15	22.83	46.15	39.01	0.00	NA	NA	NA	NA						

(*) Home purchase loans originated and purchased in the MSA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

(**) 2003 aggregate HMDA information was not available in time for this examination.

(***) Percentage of families is based on the 2000 Census information.

2003 FFIEC Interagency Core Tables

New York State

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE State: NEW YORK STATE Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003														
Metropolitan Area/ Assessment Area	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data (%) **			
	#	% of Total*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans***	Low	Mod	Mid	Upper
Full Review:														
A-MSA 1280	1,782	24.80	20.32	6.00	18.04	15.54	22.06	27.61	39.58	37.93	NA	NA	NA	NA
B-CMSA 5602	1,701	23.67	24.31	4.94	16.13	17.70	18.48	27.16	41.07	43.62	NA	NA	NA	NA
C-MSA 6840	1,225	17.05	19.46	7.84	18.24	23.51	22.98	27.18	39.32	32.65	NA	NA	NA	NA
D-MSA 8160	711	9.89	19.31	6.89	17.83	18.99	21.95	26.44	40.91	40.79	NA	NA	NA	NA
E-MSA 0960	251	3.49	18.65	5.98	18.97	16.73	23.18	28.29	39.20	41.43	NA	NA	NA	NA
Limited Review:														
F-MSA 0160	721	10.03	18.37	4.99	17.99	17.20	22.87	25.94	40.77	29.40	NA	NA	NA	NA
G-MSA 3610	100	1.39	18.62	2.00	18.97	11.00	23.55	25.00	38.85	52.00	NA	NA	NA	NA
H-Non-MSA Group B	224	3.12	18.67	2.68	20.07	22.77	23.85	26.79	37.42	35.27	NA	NA	NA	NA
I-Non-MSA Group C	184	2.56	16.59	1.63	15.11	11.96	20.41	23.37	47.88	57.61	NA	NA	NA	NA
J-Non-MSA Group A	178	2.48	16.32	5.62	16.23	15.17	21.56	26.97	45.89	49.44	NA	NA	NA	NA
K-MSA 8680	92	1.28	19.44	3.26	17.56	20.65	22.42	27.17	40.58	44.57	NA	NA	NA	NA
L-MSA 2335	17	0.24	19.64	0.00	18.53	11.76	22.83	41.18	39.01	35.29	NA	NA	NA	NA

(*) Home mortgage refinance loans originated and purchased in the MSA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

(**) 2003 aggregate HMDA information was not available in time for this examination.

(***) Percentage of families is based on 2000 Census Information.

2003 FFIEC Interagency Core Tables

New York State

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES State: NEW YORK STATE Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003									
Metropolitan Area/ Assessment Area	Total Small Loans to Businesses		Businesses with Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Aggregate Data****	
	#	% of Total*****	% of Businesses*	% Bank Loans**	\$100,000 or Less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 million or less
Full Review:									
A-MSA 1280	2,158	30.14	82.74	44.02	1,372	365	421	NA	NA
B-CMSA 5602	1,125	15.71	80.99	48.62	673	178	274	NA	NA
C-MSA 6840	1,588	22.18	84.51	43.83	938	297	353	NA	NA
D-MSA 8160	944	13.18	84.43	49.89	647	165	132	NA	NA
E-MSA 0960	471	6.58	85.14	50.53	313	86	72	NA	NA
Limited Review:									
F-MSA 0160	298	4.16	83.54	43.96	182	52	64	NA	NA
G-MSA 3610	144	2.01	86.15	50.00	110	20	14	NA	NA
H-Non-MSA Group B	79	1.10	86.19	64.56	65	7	7	NA	NA
I-Non-MSA Group C	161	2.25	87.16	55.28	127	17	17	NA	NA
J-Non-MSA Group A	98	1.37	86.15	55.10	68	16	14	NA	NA
K-MSA 8680	69	0.96	85.68	44.93	48	8	13	NA	NA
L-MSA 2335	26	0.36	83.69	30.77	16	6	4	NA	NA

(*) Businesses with revenue of \$1 million or less as a percentage of all businesses. Data: D&B 2003

(**) Small loans to businesses with revenue of \$1 million or less as a percentage of all loans reported as small loans to businesses.

(***) 2003 aggregate small business information was not available in time for this examination.

(****) Small loans to businesses originated and purchased in the MSA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

2003 FFIEC Interagency Core Tables

New York State

Table 14. Qualified Investments

QUALIFIED INVESTMENTS									
State: NEW YORK STATE Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2003									
Metropolitan Area/ Assessment Area	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	% of Total \$'s	#	\$ (000's)
Full Review:									
A -MSA 1280	1	4,291	155	3,287	156	7,578	28.50	0	0
B -CMSA 5602	0	0	194	12,074	194	12,074	45.41	0	0
C -MSA 6840	1	50	79	1,471	80	1,521	5.72	1	500
D -MSA 8160	5	1,189	56	459	61	1,648	6.20	0	0
E -MSA 0960	0	0	22	2,322	22	2,322	8.73	0	0
Limited Review:									
F -MSA 0160	0	0	55	436	55	436	1.64	0	0
G -MSA 3610	0	0	18	131	18	131	0.49	0	0
H -Non-MSA Group B	0	0	11	812	11	812	3.05	0	0
I -Non-MSA Group C	0	0	9	26	9	26	0.10	0	0
J -Non-MSA Group A	0	0	8	35	8	35	0.13	0	0
K -MSA 8680	0	0	4	6	4	6	0.02	0	0
L -MSA 2335	0	0	0	0	0	0	0.00	0	0
NEW YORK STATE-WIDE	13	11,656	4	786	17	12,442			

(*) Prior period investments are investments made in a previous evaluation period that are outstanding as of the examination date.

(**) Unfunded commitments are legally binding investment commitments that are tracked and recorded by the bank's financial reporting system.

2003 FFIEC Interagency Core Tables

New York State

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS				State: NEW YORK STATE				Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2003											
Metropolitan Area/ Assessment Area		Branches						Branch Openings/ Closings						Population					
		# of Bank Branches	% of Rated Area Branches in MSA/AA	Location of Branches by Income of Geographies				# of Branch Closings	# of Branch Openings	Net Change in Location of Branches (+ or -)				% of the Population within Each Geography					
				Low	Mod	Mid	Upper			Low	Mod	Mid	Upper	Low	Mod	Mid	Upper		
Full Review:																			
A-MSA 1280		50*	20.75	6	8	24	12	1	0	-1	0	0	0	8.85	16.58	48.01	26.56		
B-CMSA 5602		54	22.41	4	6	20	24	0	1	0	0	0	+1	9.69	23.99	36.86	29.46		
C-MSA 6840		36	14.94	3	5	16	12	0	0	0	0	0	0	8.20	13.85	51.09	26.85		
D-MSA 8160		31	12.86	4	3	16	8	0	0	0	0	0	0	8.76	13.32	48.01	29.91		
E-MSA 0960		17	7.05	3	2	9	3	0	0	0	0	0	0	2.83	14.70	56.37	26.10		
Limited Review:																			
F-MSA 0160		12	4.98	1	1	7	3	0	0	0	0	0	0	6.97	13.97	49.97	29.10		
G-MSA 3610		10	4.15	1	0	8	1	0	0	0	0	0	0	2.66	11.68	77.61	8.05		
H-Non-MSA Group B		11	4.56	0	0	10	1	0	0	0	0	0	0	0.00	5.82	86.52	7.66		
I-Non-MSA Group C		9	3.73	0	0	6	3	0	0	0	0	0	0	0.00	3.99	55.04	40.97		
J-Non-MSA Group A		8	3.32	0	1	4	3	0	0	0	0	0	0	0.00	8.52	52.82	38.66		
K-MSA 8680		2	0.83	0	0	2	0	0	0	0	0	0	0	7.58	14.97	51.88	25.57		
L-MSA 2335		1	0.42	0	0	1	0	0	0	0	0	0	0	3.89	20.42	47.18	28.51		

(*) MSA 1280 (Buffalo-Niagara Falls, NY) has two branches in census tracts where income is not available. These branches are not included in the totals.

2003 FFIEC Interagency Core CRA Public Evaluation Tables

State of Pennsylvania

Table 1. Lending Volume

LENDING VOLUME		State: PENNSYLVANIA				Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003						
Metropolitan Area/ Assessment Area	% of Rated Area Loans (#) in MSA/AA**	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans *		Total Reported Loans		
		#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	
Full Review:												
A - MSA 3240	13.04	811	82,275	477	57,073	2	41	8	405	1,298	139,794	
B - MSA 9280	12.66	808	89,147	445	64,257	5	945	2	8,500	1,260	162,849	
C - Non-MSA Group A	12.17	869	67,988	326	37,074	5	753	11	18,346	1,211	109,909	
D - MSA 7560	14.67	994	98,427	464	57,347	0	0	2	1,600	1,460	157,374	
E - Non-MSA Group B	7.99	581	50,760	203	29,705	11	2,255	0	0	795	82,720	
F - MSA 6680	5.04	346	48,127	154	22,956	2	105	0	0	502	71,188	
G - MSA 0280	7.11	511	44,411	193	30,935	1	150	3	13,895	708	89,391	
Limited Review:												
H - MSA 4000	6.41	476	60,736	160	25,877	2	85	0	0	638	86,698	
I - MSA 8050	5.54	395	50,322	152	24,321	1	156	3	4,150	551	78,949	
J - MSA 0240	4.16	335	43,253	79	12,972	0	0	0	0	414	56,225	
K - MSA 9140	4.07	311	23,353	90	14,727	0	0	4	8,500	405	46,580	
L - Non-MSA Group D	2.37	213	15,067	23	3,622	0	0	0	0	236	18,689	
M - Non-MSA Group C	4.77	392	41,697	82	8,061	1	150	0	0	475	49,908	

(*) The evaluation period for community development loans is January 1, 2002, to December 31, 2003. The bank also made one statewide loan of \$250,000 not reflected in the table.

(**) Loan data as of 2003. Rated area refers to either the state or multistate MSA ratings area.

2003 FFIEC Interagency Core CRA PE Tables

State of Pennsylvania

Table 1A. Lending Volume

LENDING VOLUME												State: PENNSYLVANIA	Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003
Metropolitan Area/ Assessment Area	% of Rated Area Loans (#) in MSA/AA**	Other - Unsecured*		Home Equity*		Motor Vehicle*		Other - Secured*		Total Optional Loans			
		#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)		
Full Review:													
A - MSA 3240	25.29	391	2,373	874	50,461	59	566	79	803	1,403	54,203		
B - MSA 9280	33.92	571	3,051	1,161	63,674	89	1,107	61	675	1,882	68,507		
C - Non-MSA Group A	0.00	0	0	0	0	0	0	0	0	0	0		
D - MSA 7560	0.00	0	0	0	0	0	0	0	0	0	0		
E - Non-MSA Group B	14.85	258	1,151	500	27,567	34	399	32	362	824	29,479		
F - MSA 6680	14.20	241	1,252	465	24,009	39	410	43	503	788	26,174		
G - MSA 0280	0.00	0	0	0	0	0	0	0	0	0	0		
Limited Review:													
B - NY CMSA 5602	0.00	0	0	0	0	0	0	0	0	0	0		
H - MSA 4000	7.88	145	800	240	13,993	33	364	19	267	437	15,424		
J - MSA 0240	3.86	73	414	97	6,339	38	437	6	46	214	7,236		
K - MSA 9140	0.00	0	0	0	0	0	0	0	0	0	0		
L - Non-MSA Group D	0.00	0	0	0	0	0	0	0	0	0	0		
M - Non-MSA Group C	0.00	0	0	0	0	0	0	0	0	0	0		

(*) The evaluation period for optional product line(s) is January 1, 2003, to December 31, 2003

(**) Loan data as of 2003. Rated area refers to either the state or multistate MSA rating area.

2003 FFIEC Interagency Core CRA PE Tables

State of Pennsylvania

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		State: PENNSYLVANIA				Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003									
Metropolitan Area/ Assessment Area	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*				
	#	% of Total**	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	Low	Mod	Mid	Upper	
Full Review:															
A - MSA 3240	291	12.94	1.60	2.41	12.98	17.18	61.21	55.33	24.21	25.09	NA	NA	NA	NA	
B - MSA 9280	282	12.54	1.50	0.35	5.60	3.90	84.99	87.59	7.91	8.16	NA	NA	NA	NA	
C - Non-MSA Group A	197	8.76	0.15	0.00	11.45	12.18	77.75	78.17	10.64	9.64	NA	NA	NA	NA	
D - MSA 7560	267	11.87	0.03	0.00	8.67	7.12	74.26	70.79	17.05	22.10	NA	NA	NA	NA	
E - Non-MSA Group B	195	8.67	0.00	0.00	2.04	10.26	57.86	56.92	40.10	32.82	NA	NA	NA	NA	
F - MSA 6680	92	4.09	3.01	8.70	10.08	10.87	70.43	67.39	16.49	13.04	NA	NA	NA	NA	
G - MSA 0280	230	10.23	0.17	0.00	13.78	16.09	76.33	69.57	9.73	14.35	NA	NA	NA	NA	
Limited Review:															
H - MSA 4000	179	7.96	1.17	2.79	6.39	9.50	83.05	70.95	9.38	16.76	NA	NA	NA	NA	
I - MSA 8050	121	5.38	0.16	0.83	18.90	18.18	48.00	33.06	32.94	47.93	NA	NA	NA	NA	
J - MSA 0240	72	3.20	1.36	2.78	12.53	40.28	55.19	37.50	30.92	19.44	NA	NA	NA	NA	
K - MSA 9140	159	7.07	0.00	0.00	9.82	23.90	85.38	69.81	4.81	6.29	NA	NA	NA	NA	
L - Non-MSA Group D	46	2.05	0.00	0.00	0.00	0.00	100.00	100.00	0.00	0.00	NA	NA	NA	NA	
M - Non-MSA Group C	118	5.25	0.00	0.00	2.24	0.85	51.56	68.64	46.21	30.51	NA	N	NA	NA	

(*) 2003 aggregate HMDA information was not available in time for this examination.

(**) Home purchase loans originated and purchased in the MSA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

(***) Percentage of owner-occupied units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

2003 FFIEC Interagency Core CRA PE Tables

State of Pennsylvania

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE State: PENNSYLVANIA Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003														
Metropolitan Area/ Assessment Area	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	% Owner-Occ Units***	% Bank Loans	Low	Mod	Mid	Upper
Full Review:														
A - MSA 3240	463	10.86	1.60	0.65	12.98	10.37	61.21	63.28	24.21	25.70	NA	NA	NA	NA
B - MSA 9280	456	10.69	1.50	0.88	5.60	4.82	84.99	86.84	7.91	7.46	NA	NA	NA	NA
C - Non-MSA Group A	589	13.81	0.15	0.17	11.45	7.13	77.75	71.14	10.64	21.56	NA	NA	NA	NA
D - MSA 7560	626	14.68	0.03	0.00	8.67	7.03	74.26	71.88	17.05	21.09	NA	NA	NA	NA
E - Non-MSA Group B	342	8.02	0.00	0.00	2.04	3.22	57.86	53.51	40.10	43.27	NA	NA	NA	NA
F - MSA 6680	233	5.46	3.01	0.43	10.08	3.00	70.43	81.97	16.49	14.59	NA	NA	NA	NA
G - MSA 0280	244	5.72	0.17	0.00	13.78	15.16	76.33	71.72	9.73	13.11	NA	NA	NA	NA
Limited Review:														
H - MSA 4000	281	6.59	1.17	0.00	6.39	5.34	83.05	81.14	9.38	13.52	NA	NA	NA	NA
I - MSA 8050	252	5.91	0.16	0.00	18.90	11.51	48.00	55.95	32.94	32.54	NA	NA	NA	NA
J - MSA 0240	253	5.93	1.36	1.19	12.53	17.00	55.19	65.22	30.92	16.60	NA	NA	NA	NA
K - MSA 9140	134	3.14	0.00	0.00	9.82	11.19	85.38	80.60	4.81	8.21	NA	NA	NA	NA
L - Non-MSA Group D	142	3.33	0.00	0.00	0.00	0.00	100.00	100.00	0.00	0.00	NA	NA	NA	NA
M - Non-MSA Group C	250	5.86	0.00	0.00	2.24	3.20	51.56	66.00	46.21	30.80	NA	NA	NA	NA

(*) 2003 aggregate HMDA information was not available in time for this examination.

(**) Home mortgage refinance loans originated and purchased in the MSA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

(***) Percentage of owner-occupied units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

2003 FFIEC Interagency Core CRA PE Tables

State of Pennsylvania

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES														State: PENNSYLVANIA		Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003			
Metropolitan Area/ Assessment Area	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate Lending (%) by Tract Income*								
	#	% of Total**	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	Low	Mod	Mid	Upper			
Full Review:																			
A - MSA 3240	477	16.75	2.14	2.52	16.28	21.80	63.67	53.25	17.91	22.43	NA	NA	NA	NA					
B - MSA 9280	445	15.63	6.03	5.62	9.27	11.01	77.38	74.61	7.31	8.76	NA	NA	NA	NA					
C - Non-MSA Group A	326	11.45	1.33	0.92	14.71	15.03	71.29	61.35	12.66	22.70	NA	NA	NA	NA					
D - MSA 7560	464	16.29	2.95	0.43	11.035	12.93	68.70	66.59	17.32	20.04	NA	NA	NA	NA					
E - Non-MSA Group B	203	7.13	0.00	0.00	5.88	7.88	57.64	49.26	36.48	42.86	NA	NA	NA	NA					
F - MSA 6680	154	5.41	8.71	3.90	6.84	3.25	69.32	71.43	15.13	21.43	NA	NA	NA	NA					
G - MSA 0280	193	6.78	4.69	4.15	18.19	12.95	67.90	64.25	9.22	18.65	NA	NA	NA	NA					
Limited Review:																			
H - MSA 4000	160	5.62	3.83	3.75	7.80	10.00	80.85	78.13	7.52	8.13	NA	NA	NA	NA					
I - MSA 8050	152	5.34	11.05	4.61	13.93	11.18	43.15	50.66	31.48	32.89	NA	NA	NA	NA					
J - MSA 0240	79	2.77	4.54	0.00	14.41	22.78	54.47	58.23	26.59	18.99	NA	NA	NA	NA					
K - MSA 9140	90	3.16	0.00	0.00	24.51	35.56	71.23	56.67	4.27	7.78	NA	NA	NA	NA					
L - Non-MSA Group D	23	0.81	0.00	0.00	0.00	0.00	100.00	100.00	0.00	0.00	NA	NA	NA	NA					
M - Non-MSA Group C	82	2.88	0.00	0.00	1.53	2.44	55.60	85.37	42.88	12.20	NA	NA	NA	NA					

(*) 2003 aggregate small business information was not available in time for this examination.

(**) Small loans to businesses originated and purchased in the MSA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

(***) Source of data: D&B 2003.

FFIEC Interagency Core CRA PE Tables

State of Pennsylvania

Table 7. Geographic Distribution of Consumer Loans

Geographic Distribution: HOME EQUITY LOANS

Evaluation Period: JANUARY 1, 2003, to DECEMBER 31, 2003

Assessment Area	Total Census Tracts	Low Income Tracts				Moderate Income Tracts				Middle Income Tracts				Upper Income Tracts			
	# of Loans	# Owner-Occupied Units	% Owner-Occupied Units	# of Loans	% of Loans	# Owner-Occupied Units	% Owner-Occupied Units	# of Loans	% of Loans	# Owner-Occupied Units	% Owner-Occupied Units	# of Loans	% of Loans	# Owner-Occupied Units	% Owner-Occupied Units	# of Loans	% of Loans
Full Review:																	
MSA 3240 Total	874	2,796	1.60	5	0.57	22,709	12.98	92	10.53	107,052	61.21	514	58.81	42,345	24.21	263	30.09
MSA 9280 Total	1,161	1,688	1.50	4	0.34	6,323	5.60	47	4.05	95,882	84.99	997	85.87	8,923	7.91	113	9.73
Non-MSA (PA) Total-GRP A	0	188	0.15	0	0.00	14,481	11.45	0	0.00	98,306	77.75	0	0.00	13,457	10.64	0	0.00
MSA 7560 Total	0	46	0.03	0	0.00	15,314	8.67	0	0.00	131,176	74.26	0	0.00	30,120	17.05	0	0.00
Non-MSA (PA) Total-GRP B	500	0	0.00	0	0.00	1,290	2.04	12	2.40	36,637	57.86	268	53.60	25,395	40.10	220	44.00
MSA 6680 Total	465	3,147	3.01	4	0.86	10,549	10.08	12	2.58	73,734	70.43	366	78.71	17,263	16.49	83	17.85
MSA 0280 Total	0	62	0.17	0	0.00	5,176	13.78	0	0.00	28,669	76.33	0	0.00	3,654	9.73	0	0.00
Limited Review:																	
MSA 4000 Total	240	1,436	1.17	1	0.42	7,810	6.39	22	9.17	101,544	83.05	181	75.42	11,474	9.38	36	15.00
MSA 8050 Total	0	47	0.16	0	0.00	5,608	18.90	0	0.00	14,244	48.00	0	0.00	9,774	32.94	0	0.00
MSA 0240 Total	97	2,405	1.36	3	3.09	22,166	12.53	9	9.28	97,619	55.19	38	39.18	54,682	30.92	47	48.45
MSA 9140 Total	0	0	0.00	0	0.00	3,205	9.82	0	0.00	27,879	85.38	0	0.00	1,569	4.81	0	0.00
Non-MSA (PA) Total-GRP D	0	0	0.00	0	0.00	0	0.00	0	0.00	20,595	100.00	0	0.00	0	0.00	0	0.00
Non-MSA (PA) Total-GRP C	0	0	0.00	0	0.00	1,244	7.36	0	0.00	15,657	92.64	0	0.00	0	0.00	0	0.00
Non-MSA (PA) MONROE COUNTY	0	0	0.00	0	0.00	0	0.00	0	0.00	13,030	33.63	0	0.00	25,712	66.37	0	0.00
PENNSYLVANIA STATE TOTAL	3,337	11,815	0.96	17	0.51	115,875	9.39	194	5.81	862,024	69.85	2,364	70.84	244,368	19.80	762	22.83

FFIEC Interagency Core CRA PE Tables

State of Pennsylvania

Table 7A. Geographic Distribution of Consumer Loans

Geographic Distribution: ALL OTHER CONSUMER LOANS

Evaluation Period: JANUARY 1, 2003 TO DECEMBER 31, 2003

Assessment Area	Total Census Tracts		Low Income Tracts				Moderate Income Tracts				Middle Income Tracts				Upper Income Tracts			
	# of Loans	Number Of Households	% Of Households	# of Loans	% of Loans	Number Of Households	% Of Households	# of Loans	% of Loans	Number Of Households	% Of Households	# of Loans	% of Loans	Number Of Households	% Of Households	# of Loans	% of Loans	

Full Review:

MSA 3240 Total	529	7,973	3.20	17	3.21	42,497	17.06	93	17.58	147,165	59.09	323	61.06	51,432	20.65	96	18.15
MSA 9280 Total	721	5,453	3.68	12	1.66	12,777	8.62	61	8.46	120,046	80.95	616	85.44	10,012	6.75	32	4.44
Non-MSA (PA) Total-GRP A	0	941	0.57	0	0.00	23,120	13.88	0	0.00	125,463	75.35	0	0.00	16,987	10.20	0	0.00
MSA 7560 Total	0	1,168	0.46	0	0.00	29,808	11.80	0	0.00	185,343	73.34	0	0.00	36,392	14.40	0	0.00
Non-MSA (PA) Total-GRP B	324	0	0.00	0	0.00	3,235	3.84	6	1.85	50,352	59.79	203	62.65	30,634	36.37	115	35.49
MSA 6680 Total	323	10,533	7.44	12	3.72	17,333	12.24	29	8.98	92,876	65.59	237	73.37	20,867	14.74	45	13.93
MSA 0280 Total	0	1,079	2.09	0	0.00	8,462	16.39	0	0.00	37,399	72.45	0	0.00	4,682	9.07	0	0.00

Limited Review:

MSA 4000 Total	197	5,041	2.92	1	0.51	15,361	8.89	23	11.68	137,716	79.71	159	80.71	14,662	8.49	14	7.11
MSA 8050 Total	0	2,028	4.11	0	0.00	9,893	20.05	0	0.00	21,574	43.73	0	0.00	15,758	31.94	0	0.00
MSA 0240 Total	117	8,560	3.46	4	3.42	40,319	16.30	6	5.13	135,863	54.94	59	50.43	62,565	25.30	48	41.03
MSA 9140 Total	0	0	0.00	0	0.00	8,536	18.15	0	0.00	36,589	77.78	0	0.00	1,915	4.07	0	0.00
Non-MSA (PA) Total-GRP D	0	0	0.00	0	0.00	0	0.00	0	0.00	27,094	100.00	0	0.00	0	0.00	0	0.00
Non-MSA (PA) Total-GRP C	0	0	0.00	0	0.00	1,511	7.16	0	0.00	19,586	92.84	0	0.00	0	0.00	0	0.00
Non-MSA (PA) MONROE COUNTY	0	0	0.00	0	0.00	0	0.00	0	0.00	18,068	36.50	0	0.00	31,440	63.50	0	0.00
PENNSYLVANIA STATE TOTAL	2,211	42,776	2.50	46	2.08	212,852	12.46	218	9.86	1,155,134	67.62	1,597	72.23	297,346	17.41	350	15.83

2003 FFIEC Interagency Core CRA PE Tables

State of Pennsylvania

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		State: PENNSYLVANIA				Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003								
Metropolitan Area/ Assessment Area	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data (%) **			
	#	% of Total*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	Low	Mod	Mid	Upper
Full Review:														
A - MSA 3240	291	12.94	17.37	13.75	19.26	41.58	24.36	19.24	39.00	20.62	NA	NA	NA	NA
B - MSA 9280	282	12.54	15.97	8.87	19.58	21.28	27.06	28.37	37.39	32.62	NA	NA	NA	NA
C - Non-MSA Group A	197	8.76	17.86	17.26	20.14	25.38	24.68	24.87	37.33	29.95	NA	NA	NA	NA
D - MSA 7560	267	11.87	18.70	7.12	18.78	19.48	23.14	21.72	39.38	46.07	NA	NA	NA	NA
E - Non-MSA Group B	195	8.67	12.21	4.62	16.51	30.26	24.17	23.59	47.11	34.36	NA	NA	NA	NA
F - MSA 6680	92	4.09	17.72	20.65	19.00	29.35	24.38	15.22	38.90	29.35	NA	NA	NA	NA
G - MSA 0280	230	10.23	18.13	18.70	19.05	32.17	24.47	15.65	38.35	29.13	NA	NA	NA	NA
Limited Review:														
H - MSA 4000	179	7.96	15.76	24.02	19.70	18.44	26.55	19.55	37.99	23.46	NA	NA	NA	NA
I - MSA 8050	121	5.38	18.06	9.92	19.41	19.01	23.44	29.75	39.09	37.19	NA	NA	NA	NA
J - MSA 0240	72	3.20	18.11	4.17	19.28	18.06	23.40	25.00	39.21	34.72	NA	NA	NA	NA
K - MSA 9140	159	7.07	16.64	20.75	20.03	35.85	24.76	14.47	38.58	26.42	NA	NA	NA	NA
L - Non-MSA Group D	46	2.05	18.45	15.22	20.02	30.43	23.47	19.57	38.07	32.61	NA	NA	NA	NA
M - Non-MSA Group C	118	5.25	14.26	5.93	16.94	23.73	21.63	17.80	47.17	44.07	NA	NA	NA	NA

(*) Home purchase loans originated and purchased in the MSA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

(**) 2003 aggregate HMDA information was not available in time for this examination.

(***) Percentage of families is based on the 2000 Census information.

2003 FFIEC Interagency Core CRA PE Tables

State of Pennsylvania

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE														State: PENNSYLVANIA		Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003			
Metropolitan Area/ Assessment Area	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data (%) **								
	#	% of Total*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans***	Low	Mod	Mid	Upper					
Full Review:																			
A - MSA 3240	463	10.86	17.37	7.78	19.26	19.87	24.36	30.45	39.00	33.05	NA	NA	NA	NA					
B - MSA 9280	456	10.69	15.97	9.43	19.58	23.25	27.06	25.88	37.39	31.14	NA	NA	NA	NA					
C - Non-MSA Group A	589	13.81	17.86	5.77	20.14	17.15	24.68	26.66	37.33	47.54	NA	NA	NA	NA					
D - MSA 7560	626	14.68	18.70	4.79	18.78	17.41	23.14	24.92	39.38	50.64	NA	NA	NA	NA					
E - Non-MSA Group B	342	8.02	12.21	2.63	16.51	11.40	24.17	29.53	47.11	51.17	NA	NA	NA	NA					
F - MSA 6680	233	5.46	17.72	8.15	19.00	19.74	24.38	24.46	38.90	30.47	NA	NA	NA	NA					
G - MSA 0280	244	5.72	18.13	7.79	19.05	14.75	24.47	27.05	38.35	44.26	NA	NA	NA	NA					
Limited Review:																			
H - MSA 4000	281	6.59	15.76	4.98	19.70	13.17	26.55	28.47	37.99	44.84	NA	NA	NA	NA					
I - MSA 8050	252	5.91	18.06	5.16	19.41	19.84	23.44	32.14	39.09	39.68	NA	NA	NA	NA					
J - MSA 0240	253	5.93	18.11	1.58	19.28	6.72	23.40	12.25	39.21	20.55	NA	NA	NA	NA					
K - MSA 9140	134	3.14	16.64	6.72	20.03	12.69	24.76	31.34	38.58	43.28	NA	NA	NA	NA					
L - Non-MSA Group D	142	3.33	18.45	6.34	20.02	17.61	23.47	26.76	38.07	47.18	NA	NA	NA	NA					
M - Non-MSA Group C	250	5.86	14.26	4.00	16.94	11.60	21.63	29.60	47.17	47.60	NA	NA	NA	NA					

(*) Home mortgage refinance loans originated and purchased in the MSA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

(**) 2003 aggregate HMDA information was not available in time for this examination.

(***) Percentage of families is based on 2000 Census Information.

2003 FFIEC Interagency Core CRA PE Tables

State of Pennsylvania

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES State: PENNSYLVANIA Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003									
Metropolitan Area/ Assessment Area	Total Small Loans to Businesses		Businesses with Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Aggregate Data***	
	#	% of Total****	% of Businesses*	% Bank Loans**	\$100,000 or Less	>\$100,000 to \$250,000	> \$250,000 to \$1,000,000	All	Rev \$1 million or less
Full Review:									
A - MSA 3240	477	16.75	83.84	51.36	331	81	65	NA	NA
B - MSA 9280	445	15.63	84.20	57.98	262	115	68	NA	NA
C - Non-MSA Group A	326	11.45	85.31	54.29	229	58	39	NA	NA
D - MSA 7560	464	16.29	84.67	57.54	337	72	55	NA	NA
E - Non-MSA Group B	203	7.13	86.76	57.14	139	30	34	NA	NA
F - MSA 6680	154	5.41	83.00	48.05	96	31	27	NA	NA
G - MSA 0280	193	6.78	84.37	49.22	125	27	41	NA	NA
Limited Review:									
H - MSA 4000	160	5.62	83.89	56.88	92	36	32	NA	NA
I - MSA 8050	152	5.34	84.28	50.00	103	22	27	NA	NA
J - MSA 0240	79	2.77	84.25	43.04	52	12	15	NA	NA
K - MSA 9140	90	3.16	84.68	51.11	55	17	18	NA	NA
L - Non-MSA Group D	23	0.81	88.69	60.87	15	4	4	NA	NA
M - Non-MSA Group C	82	2.88	87.86	63.41	65	11	6	NA	NA

*) Businesses with revenue of \$1 million or less as a percentage of all businesses. Data: D&B 2003.

**) Small loans to businesses with revenue of \$1 million or less as a percentage of all loans reported as small loans to businesses.

***) 2003 aggregate small business information was not available in time for this examination.

****) Small loans to businesses originated and purchased in the MSA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

FFIEC Interagency Core CRA PE Tables

State of Pennsylvania

Table 12. Borrower Distribution of Consumer Loans

Borrower Distribution: HOME EQUITY LOANS

Evaluation Period: JANUARY 1, 2003 TO DECEMBER 31, 2003

Assessment Area	Total	Low Income Borrowers				Moderate Income Borrowers				Middle Income Borrowers				Upper Income Borrowers			
	Number Of Loans	Number Of Families	% Of Families	Number Of Loans	% Of Loans	Number Of Families	% Of Families	Number Of Loans	% Of Loans	Number Of Families	% Of Families	Number Of Loans	% Of Loans	Number Of Families	% Of Families	Number Of Loans	% Of Loans

Full Review:

MSA 3240 Total	874	29,199	17.37	69	8	32,378	19.26	179	20	40,945	24.36	240	27	65,565	39.01	376	43.02
MSA 9280 Total	1,161	16,908	15.97	111	10	20,726	19.58	227	20	28,640	27.05	334	29	39,587	37.40	473	40.74
Non-MSA (PA) Total-GRP A	0	20,152	17.85	0	0.00	22,723	20.13	0	0.00	27,851	24.67	0	0.00	42,158	37.35	0	0.00
MSA 7560 Total	0	30,897	18.70	0	0.00	31,030	18.78	0	0.00	38,226	23.14	0	0.00	65,070	39.38	0	0.00
Non-MSA (PA) Total-GRP B	500	7,487	12.20	10	2	10,127	16.51	66	13	14,824	24.16	137	27	28,914	47.13	280	56.00
MSA 6680 Total	465	17,527	17.73	47	10	18,787	19.00	109	23	24,106	24.38	136	29	38,462	38.90	170	36.56
MSA 0280 Total	0	6,394	18.13	0	0.00	6,718	19.05	0	0.00	8,630	24.47	0	0.00	13,525	38.35	0	0.00

Limited Review:

MSA 4000 Total	240	19,684	15.76	13	5	24,596	19.70	42	18	33,153	26.55	81	34	47,432	37.99	98	40.83
MSA 8050 Total	0	5,170	18.06	0	0.00	5,559	19.42	0	0.00	6,709	23.44	0	0.00	11,190	39.09	0	0.00
MSA 0240 Total	97	30,843	18.11	2	2	32,835	19.28	14	14	39,846	23.40	28	29	66,765	39.21	51	52.58
MSA 9140 Total	0	5,311	16.64	0	0.00	6,392	20.03	0	0.00	7,902	24.76	0	0.00	12,311	38.57	0	0.00
Non-MSA (PA) Total-GRP D	0	3,517	18.45	0	0.00	3,816	20.02	0	0.00	4,472	23.46	0	0.00	7,257	38.07	0	0.00
Non-MSA (PA) Total-GRP C	0	2,791	17.97	0	0.00	3,575	23.02	0	0.00	3,980	25.63	0	0.00	5,183	33.38	0	0.00
Non-MSA (PA) MONROE COUNTY	0	4,640	12.68	0	0.00	5,248	14.34	0	0.00	7,293	19.93	0	0.00	19,421	53.06	0	0.00
PENNSYLVANIA STATE TOTAL	3,337	200,520	17.07	252	8	224,510	19.12	637	19	286,577	24.40	956	29	462,840	39.41	1,448	43.39

FFIEC Interagency Core CRA PE Tables

State of Pennsylvania

Table 12A. Borrower Distribution of Consumer Loans

Borrower Distribution: ALL OTHER CONSUMER LOANS

Evaluation Period: JANUARY 1, 2003 TO DECEMBER 31, 2003

Assessment Area	Total	Low Income Borrowers				Moderate Income Borrowers				Middle Income Borrowers				Upper Income Borrowers			
	Number Of Loans	Number Of Households	% Of Households	Number Of Loans	% Of Loans	Number Of Households	% Of Households	Number Of Loans	% Of Loans	Number Of Households	% Of Households	Number Of Loans	% Of Loans	Number Of Households	% Of Households	Number Of Loans	% Of Loans
Full Review:																	
MSA 3240 Total	529	52,142	20.93	184	35	44,436	17.84	150	28	51,454	20.66	97	18	101,035	40.57	87	16.45
MSA 9280 Total	721	29,987	20.22	258	36	26,847	18.10	193	27	33,303	22.46	146	20	58,151	39.21	106	14.70
Non-MSA (PA) Total-GRP A	0	40,809	24.51	0	0.00	28,902	17.36	0	0.00	33,034	19.84	0	0.00	63,766	38.30	0	0.00
MSA 7560 Total	0	61,005	24.14	0	0.00	40,521	16.03	0	0.00	46,828	18.53	0	0.00	104,357	41.29	0	0.00
Non-MSA (PA) Total-GRP B	324	13,160	15.63	96	30	12,142	14.42	89	27	16,843	20.00	78	24	42,076	49.96	53	16.36
MSA 6680 Total	323	31,501	22.25	131	41	24,247	17.12	89	28	28,392	20.05	60	19	57,469	40.58	37	11.46
MSA 0280 Total	0	12,021	23.29	0	0.00	8,362	16.20	0	0.00	10,048	19.46	0	0.00	21,191	41.05	0	0.00
Limited Review:																	
MSA 4000 Total	197	34,162	19.77	59	30	30,886	17.88	61	31	39,571	22.90	36	18	68,161	39.45	33	16.75
MSA 8050 Total	0	12,086	24.50	0	0.00	7,530	15.26	0	0.00	8,990	18.22	0	0.00	20,730	42.02	0	0.00
MSA 0240 Total	117	55,108	22.28	36	31	41,727	16.87	29	25	48,349	19.55	22	19	102,123	41.29	27	23.08
MSA 9140 Total	0	10,362	22.03	0	0.00	8,133	17.29	0	0.00	9,551	20.30	0	0.00	18,994	40.38	0	0.00
Non-MSA (PA) Total-GRP D	0	5,917	21.84	0	0.00	4,691	17.31	0	0.00	5,708	21.07	0	0.00	10,778	39.78	0	0.00
Non-MSA (PA) Total-GRP C	0	4,635	21.97	0	0.00	3,867	18.33	0	0.00	4,740	22.47	0	0.00	7,855	37.23	0	0.00
Non-MSA (PA) MONROE COUNTY	0	7,552	15.25	0	0.00	6,380	12.89	0	0.00	8,077	16.31	0	0.00	27,499	55.54	0	0.00
PENNSYLVANIA STATE TOTAL	2,211	370,447	21.69	764	35	288,671	16.90	611	28	344,888	20.19	439	20	704,185	41.22	343	15.51

2003 FFIEC Interagency Core CRA PE Tables

State of Pennsylvania

Table 14. Qualified Investments

QUALIFIED INVESTMENTS									
State: PENNSYLVANIA Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2003									
Metropolitan Area/ Assessment Area	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	% of Total \$'s	#	\$ (000's)
Full Review:									
A - MSA 3240	1	393	46	1,122	47	1,515	8.94	1	600
B - MSA 9280	0	0	4	590	4	590	3.48	0	0
C - Non-MSA Group A	1	535	16	57	17	592	3.49	0	0
D - MSA 7560	0	0	26	123	26	123	0.73	0	0
E - Non-MSA Group B	1	250	3	8	4	258	1.52	0	0
F - MSA 6680	0	0	5	79	5	79	0.47	0	0
G - MSA 0280	0	0	20	237	20	237	1.40	0	0
Limited Review:									
H - MSA 4000	1	2,528	14	1,462	15	3,990	23.53	1	700
I - MSA 8050	0	0	13	51	13	51	0.30	0	0
J - MSA 0240	0	0	2	8,433	2	8,433	49.74	1	166
K - MSA 9140	0	0	7	71	7	71	0.42	0	0
L - Non-MSA Group D	3	721	18	172	21	893	5.27	0	0
M - Non-MSA Group C	0	0	18	123	18	123	0.73	0	0
PENNSYLVANIA STATEWIDE	0	0	2	259				1	250

(*) Prior period investments are investments made in a previous evaluation period that are outstanding as of the examination date.

(**) Unfunded commitments are legally binding investment commitments that are tracked and recorded by the bank's financial reporting system.

2003 FFIEC Interagency Core CRA PE Tables

State of Pennsylvania

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS																		State: PENNSYLVANIA		Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2003	
Metropolitan Area/ Assessment Area		Branches						Branch Openings/ Closings						Population							
		# of Bank Branches	% of Rated Area Branches in MSA/AA	Location of Branches by Income of Geographies				# of Branch Closings	# of Branch Openings	Net Change in Location of Branches (+ or -)				% of the Population within Each Geography							
				Low	Mod	Mid	Upper			Low	Mod	Mid	Upper	Low	Mod	Mid	Upper				
Full Review:																					
A - MSA 3240		40	19.61	1	12	22	5	10	30	0	+8	+13	-1	3.48	17.08	58.00	21.43				
B - MSA 9280		31	15.20	1	4	25	1	3	30	+1	+3	+22	+1	3.68	8.14	80.70	7.48				
C - Non-MSA Group A		27	13.24	0	4	19	4	1	0	0	0	-1	0	0.44	13.02	75.76	10.79				
D - MSA 7560		21	10.30	0	3	14	4	1	0	0	0	-1	0	0.42	10.93	72.84	15.82				
E - Non-MSA Group B		15	7.35	0	4	8	3	7	9	0	-1	+2	+1	0.00	3.38	59.52	37.09				
F - MSA 6680		16	7.84	1	1	10	4	3	14	+1	+1	+7	+2	7.37	12.67	64.96	15.00				
G - MSA 0280		12	5.88	1	3	7	1	0	0	0	0	0	0	1.35	16.29	73.38	8.99				
Limited Review:																					
H - MSA 4000		8	3.92	0	1	6	1	4	10	0	+1	+5	0	3.13	8.69	79.96	8.22				
I - MSA 8050		9	4.41	1	1	5	2	0	0	0	0	0	0	7.62	18.39	42.63	31.36				
J - MSA 0240		8	3.92	0	2	5	1	0	6	0	+1	+4	+1	4.15	16.21	52.89	26.75				
K - MSA 9140		6	2.94	0	2	4	0	0	0	0	0	0	0	0.00	18.22	77.66	4.12				
L - Non-MSA Group D		6	2.94	0	0	6	0	0	0	0	0	0	0	0.00	0.00	100.00	0.00				
M - Non-MSA Group C (including Monroe Cty.)		5	2.45	0	0	4	1	0	0	0	0	0	0	0.00	1.99	52.63	45.38				

2003 FFIEC Interagency Core CRA PE Tables

CMSA 8872 (Washington-Baltimore, DC-MD-VA-WV)

Table 1. Lending Volume

LENDING VOLUME		State: CMSA 8872		Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003								
Metropolitan Area/ Assessment Area	% of Rated Area Loans (#) in MSA/AA**	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans *		Total Reported Loans		
		#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	
Full Review:												
A - PMSA 0720	57.51	1,990	437,820	858	130,767	1	103	7	55,639	2,856	624,329	
B - PMSA 8840	35.72	1,261	214,372	510	89,663	2	105	1	1,617	1,774	305,757	
Limited Review:												
C - PMSA 3180	6.77	227	22,227	109	13,844	0	0	0	0	336	36,071	

(*) The evaluation period for community development loans is January 1, 2002, to December 31, 2003.

(**) Loan data as of 2003. Rated area refers to either the state or multistate MSA ratings area.

Table 1A. Lending Volume

LENDING VOLUME		State: CMSA 8872		Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003								
Metropolitan Area/ Assessment Area	% of Rated Area Loans (#) in MSA/AA**	Other - Unsecured*		Home Equity*		Motor Vehicle*		Other - Secured*		Total Optional Loans		
		#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	
Full Review:												
A - PMSA 0720	67.61	2,160	12,122	2,672	168,754	166	2,068	177	2,147	5,175	185,091	
B - PMSA 8840	25.45	711	3,522	1,058	72,023	71	972	108	1,389	1,948	77,906	
Limited Review:												
C - PMSA 3180	6.94	183	898	302	16,611	23	242	23	224	531	17,975	

(*) The evaluation period for optional product line(s) is January 1, 2003, to December 31, 2003

(**) Loan data as of 2003. Rated area refers to either the state or multistate MSA rating area.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		State: CMSA 8872				Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003									
Metropolitan Area/ Assessment Area	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*				
	#	% of Total**	% Owner-occ Units***	% Bank Loans	% Owner-occ Units***	% Bank Loans	% Owner-occ Units***	% Bank Loans	% Owner-occ Units***	% Bank Loans	Low	Mod	Mid	Upper	
Full Review:															
A - PMSA 0720	523	65.38	4.55	7.07	16.09	29.06	42.83	46.65	36.52	17.21	NA	NA	NA	NA	
B - PMSA 8840	236	29.50	2.05	12.29	14.23	27.97	43.98	41.53	39.75	18.22	NA	NA	NA	NA	
Limited Review:															
C - PMSA 3180	41	5.13	0.52	0.00	12.41	24.39	64.23	63.41	22.83	12.20	NA	NA	NA	NA	

(*) 2003 aggregate HMDA information was not available in time for this examination.

(**) Home purchase loans originated and purchased in the MSA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

(***) Percentage of owner-occupied units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE		State: CMSA 8872				Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003									
Metropolitan Area/ Assessment Area	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*				
	#	% of Total**	% Owner-occ Units***	% Bank Loans	% Owner-occ Units***	% Bank Loans	% Owner-occ Units***	% Bank Loans	% Owner-occ Units***	% Bank Loans	Low	Mod	Mid	Upper	
Full Review:															
A - PMSA 0720	1,374	54.27	4.55	1.02	16.09	14.99	42.83	53.49	36.52	30.49	NA	NA	NA	NA	
B - PMSA 8840	987	38.98	2.05	2.63	14.23	20.77	43.98	60.08	39.75	16.51	NA	NA	NA	NA	
Limited Review:															
C - PMSA 3180	171	6.75	0.52	0.58	12.41	9.36	64.23	76.61	22.83	13.45	NA	NA	NA	NA	

(*) 2003 aggregate HMDA information was not available in time for this examination..

(**) Home mortgage refinance loans originated and purchased in the MSA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

(***) Percentage of owner-occupied units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES														State: CMSA 8872		Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003			
Metropolitan Area/ Assessment Area	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate Lending (%) by Tract Income*								
	#	% of Total**	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	Low	Mod	Mid	Upper					
Full Review:																			
A - PMSA 0720	858	58.09	4.93	5.13	15.17	15.62	43.75	42.89	36.14	36.36	NA	NA	NA	NA					
B - PMSA 8840	510	34.53	3.65	2.94	15.81	18.24	39.37	46.47	39.37	32.16	NA	NA	NA	NA					
Limited Review:																			
C - PMSA 3180	109	7.38	9.96	6.42	18.56	21.10	50.94	48.62	20.49	23.85	NA	NA	NA	NA					

(*) 2003 aggregate small business information was not available in time for this examination.

(***) Source of data: D&B 2003.

(**) Small loans to businesses originated and purchased in the MSA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

FFIEC Interagency Core CRA PE Tables

CMSA 8872 (Washington-Baltimore, DC-MD-VA-WV)

Table 7. Geographic Distribution of Consumer Loans

Geographic Distribution: HOME EQUITY LOANS

Evaluation Period: JANUARY 1, 2003, to DECEMBER 31, 2003

Assessment Area	Total Census Tracts		Low Income Tracts				Moderate Income Tracts				Middle Income Tracts				Upper Income Tracts			
	# of Loans	# Owner-Occupied Units	% Owner-Occupied Units	# of Loans	% of Loans	# Owner-Occupied Units	% Owner-Occupied Units	# of Loans	% of Loans	# Owner-Occupied Units	% Owner-Occupied Units	# of Loans	% of Loans	# Owner-Occupied Units	% Owner-Occupied Units	# of Loans	% of Loans	
Full Review:																		
PMSA 0720 Total	2,672	29,684	4.55	23	0.86	104,856	16.09	177	6.62	279,132	42.83	1,182	44.24	238,019	36.52	1,290	48.28	
PMSA 8840 Total	1,058	19,974	2.05	6	0.57	138,785	14.23	116	10.96	429,056	43.98	655	61.91	387,768	39.75	281	26.56	
PMSA 3180 Total	302	170	0.52	0	0.00	4,050	12.41	29	9.60	20,959	64.23	188	62.25	7,451	22.83	85	28.15	
CMSA 8872 Total	4,032	49,828	3.00	29	0.72	247,691	14.92	322	7.99	729,147	43.93	2,025	50.22	633,238	38.15	1,656	41.07	

FFIEC Interagency Core CRA PE Tables

CMSA 8872 (Washington-Baltimore, DC-MD-VA-WV)

Table 7A. Geographic Distribution of Consumer Loans

Geographic Distribution: ALL OTHER CONSUMER LOANS

Evaluation Period: JANUARY 1, 2003 TO DECEMBER 31, 2003

Assessment Area	Total Census Tracts		Low Income Tracts				Moderate Income Tracts				Middle Income Tracts				Upper Income Tracts			
	# of Loans	Number Of Households	% Of Households	# of Loans	% of Loans	Number Of Households	% Of Households	# of Loans	% of Loans	Number Of Households	% Of Households	# of Loans	% of Loans	Number Of Households	% Of Households	# of Loans	% of Loans	
Full Review:																		
PMSA 0720 Total	2,503	83,774	8.60	59	2.36	204,205	20.96	273	10.91	398,959	40.95	1,227	49.02	287,395	29.50	944	37.71	
PMSA 8840 Total	890	89,110	5.68	12	1.35	354,081	22.56	141	15.84	626,173	39.90	529	59.44	500,103	31.86	208	23.37	
PMSA 3180 Total	229	1,158	2.33	0	0.00	9,929	19.97	23	10.04	29,148	58.64	160	69.87	9,473	19.06	46	20.09	
CMSA 8872 Total	3,622	174,042	6.71	71	1.96	568,215	21.91	437	12.07	1,054,280	40.65	1,916	52.90	796,971	30.73	1,198	33.08	

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		State: CMSA 8872		Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003											
Metropolitan Area/ Assessment Area	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data (%) **				
	#	% of Total*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	Low	Mod	Mid	Upper	
Full Review:															
A - PMSA 0720	523	65.38	20.42	7.84	17.71	14.34	22.45	11.85	39.42	13.19	NA	NA	NA	NA	
B - PMSA 8840	236	29.50	19.23	10.17	17.08	18.22	21.51	18.64	42.18	11.86	NA	NA	NA	NA	
Limited Review:															
C - PMSA 3180	41	5.13	18.13	12.20	19.00	7.32	24.54	19.51	38.34	36.59	NA	NA	NA	NA	

(*) Home purchase loans originated and purchased in the MSA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

(**) 2003 aggregate HMDA information was not available in time for this examination.

(***) Percentage of families is based on the 2000 Census information.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE														State: CMSA 8872		Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003			
Metropolitan Area/ Assessment Area	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data (%) **								
	#	% of Total*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans***	Low	Mod	Mid	Upper					
Full Review:																			
A - PMSA 0720	1,374	54.27	20.42	6.40	17.71	11.94	22.45	17.25	39.42	21.69	NA	NA	NA	NA					
B - PMSA 8840	987	38.98	19.23	7.50	17.08	10.64	21.51	11.65	42.18	10.44	NA	NA	NA	NA					
Limited Review:																			
C - PMSA 3180	171	6.75	18.13	6.43	19.00	17.54	24.54	32.16	38.34	32.75	NA	NA	NA	NA					

(*) Home mortgage refinance loans originated and purchased in the MSA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

(**) 2003 aggregate HMDA information was not available in time for this examination.

(***) Percentage of families is based on 2000 Census Information.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES										State: CMSA 8872		Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003			
Metropolitan Area/ Assessment Area	Total Small Loans to Businesses		Businesses with Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Aggregate Data***							
	#	% of Total****	% of Businesses*	% Bank Loans**	\$100,000 or Less	>\$100,000 to \$250,000	> \$250,000 to \$1,000,000	All	Rev \$1 million or less						
Full Review:															
A - PMSA 0720	858	58.09	83.39	46.15	550	162	146	NA	NA						
B - PMSA 8840	510	34.53	82.72	42.94	301	111	98	NA	NA						
Limited Review:															
C - PMSA 3180	109	7.38	85.13	56.88	76	17	16	NA	NA						

(*) Businesses with revenue of \$1 million or less as a percentage of all businesses. Data: D&B 2003

(**) Small loans to businesses with revenue of \$1 million or less as a percentage of all loans reported as small loans to businesses.

(***) 2003 aggregate small business information was not available in time for this examination.

(****) Small loans to businesses originated and purchased in the MSA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

Table 12. Borrower Distribution of Consumer Loans

CMSA 8872 (Washington-Baltimore, DC-MD-VA-WV)

Borrower Distribution: HOME EQUITY LOANS

Evaluation Period: JANUARY 1, 2003 TO DECEMBER 31, 2003

Assessment Area	Total	Low Income Borrowers				Moderate Income Borrowers				Middle Income Borrowers				Upper Income Borrowers			
	Number	Number	%	Number	%	Number	%	Number	%	Number	%	Number	%	Number	%	Number	%
	Of Loans	Of Families	Of Families	Of Loans	Of Loans	Of Families	Of Families	Of Loans	Of Loans	Of Families	Of Families	Of Loans	Of Loans	Of Families	Of Families	Of Loans	Of Loans
Full Review:																	
PMSA 0720 Total	2,672	134,375	20.42	145	5	116,556	17.71	398	15	147,801	22.46	670	25	259,456	39.42	1,416	52.99
PMSA 8840 Total	1,058	196,256	19.23	87	8	174,348	17.08	194	18	219,608	21.52	308	29	430,494	42.18	463	43.76
PMSA 3180 Total	302	6,205	18.12	17	6	6,506	19.00	53	18	8,399	24.53	90	30	13,125	38.34	142	47.02
CMSA 8872 Total	4,032	336,836	19.66	249	6	297,410	17.36	645	16	375,808	21.94	1,068	26	703,075	41.04	2,021	50.12

FFIEC Interagency Core CRA PE Tables

CMSA 8872 (Washington-Baltimore, DC-MD-VA-WV)

Table 12A. Borrower Distribution of Consumer Loans

Borrower Distribution: ALL OTHER CONSUMER LOANS

Evaluation Period: JANUARY 1, 2003 TO DECEMBER 31, 2003

Assessment Area	Total	Low Income Borrowers				Moderate Income Borrowers				Middle Income Borrowers				Upper Income Borrowers			
	Number	Number	%	Number	%	Number	%	Number	%	Number	%	Number	%	Number	%	Number	%
	Of Loans	Of Households	Of Households	Of Loans	Of Loans	Of Households	Of Households	Of Loans	Of Loans	Of Households	Of Households	Of Loans	Of Loans	Of Households	Of Households	Of Loans	Of Loans
Full Review:																	
PMSA 0720 Total	2,503	228,833	23.49	490	20	161,439	16.57	541	22	188,443	19.34	601	24	395,644	40.61	799	31.92
PMSA 8840 Total	890	308,247	19.64	287	32	274,012	17.46	223	25	330,266	21.04	163	18	657,000	41.86	197	22.13
PMSA 3180 Total	229	11,059	22.25	59	26	8,344	16.79	68	30	10,130	20.38	44	19	20,175	40.59	55	24.02
CMSA 8872 Total	3,622	548,139	21.13	836	23	443,795	17.11	832	23	528,839	20.39	808	22	1,072,819	41.36	1,051	29.02

Table 14. Qualified Investments

QUALIFIED INVESTMENTS									
			State: CMSA 8872		Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2003				
Metropolitan Area/ Assessment Area	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	% of Total \$'s	#	\$ (000's)
Full Review:									
A - PMSA 0720	0	0	51	2,384	51	2,384	9	1	19
B - PMSA 8840	0	0	44	21,370	44	21,370	84	5	3,963
C - PMSA 3180	0	0	6	10	6	10	.03	0	0
CMSA 8872 REGIONAL									
	0	0	1	1,788	1	1,788	7	1	1,024

(*) Prior period investments are investments made in a previous evaluation period that are outstanding as of the examination date.

(**) Unfunded commitments are legally binding investment commitments that are tracked and recorded by the bank's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS																	
State: CMSA 8872																	
Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003																	
Metropolitan Area/ Assessment Area	[REDACTED]	Branches						Branch Openings/ Closings						Population			
		# of Bank Branches	% of Rated Area Branches in MSA/AA	Location of Branches by Income of Geographies				# of Branch Closings	# of Branch Openings	Net Change in Location of Branches (+ or -)				% of the Population within Each Geography			
				Low	Mod	Mid	Upper			Low	Mod	Mid	Upper	Low	Mod	Mid	Upper
Full Review:																	
A - PMSA 0720	[REDACTED]	77	53.10	2	14	39	22	2	79	+2	+14	+39	+22	8.96	20.09	40.29	30.65
B - PMSA 8840	[REDACTED]	55*	37.93	1	13	26	15	2	57*	+1	+13	+26	+15	5.74	21.95	40.14	32.17
Limited Review:																	
C - PMSA 3180	[REDACTED]	13	8.97	0	4	6	3	2	8	0	+2	+2	+2	1.85	18.83	59.47	19.85

(*) M&T's one branch in PMSA 8840 (Washington, DC-MD-VA-WV) is located in a census tract in which income is not reported. The branch is not included in the total.

2003 FFIEC Interagency Core CRA PE Tables

CMSA 6162 (Philadelphia-Wilmington-Atlantic City, PA-NJ-MD)

Table 1. Lending Volume

LENDING VOLUME		State: CMSA 6162				Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003					
Metropolitan Area/ Assessment Area	% of Rated Area Loans (#) in MSA/AA**	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans *		Total Reported Loans	
		#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)
Full Review:											
A - PA PMSA 6160	96.26	1,262	197,492	343	51,463	1	108	14	1,663	1,620	250,726
B - MD PMSA 9160	3.74	57	6,744	6	691	0	0	0	0	63	7,435

(*) The evaluation period for community development loans is January 1, 2002, to December 31, 2003.

(**) Loan data as of 2003. Rated area refers to either the state or multistate MSA ratings area.

Table 1A. Lending Volume

LENDING VOLUME		State: CMSA 6162				Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003					
Metropolitan Area/ Assessment Area	% of Rated Area Loans (#) in MSA/AA***	Other - Unsecured*		Home Equity*		Motor Vehicle*		Other - Secured*		Total Optional Loans	
		#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)
Full Review:											
A - PA PMSA 6160	57.22	41	257	143	11,522	15	170	11	195	210	12,144
B - MD PMSA 9160	42.78	76	456	66	3,581	11	136	4	68	157	4,241

(*) The evaluation period for optional product line(s) is January 1, 2003, to December 31, 2003

(**) Loan data as of 2003. Rated area refers to either the state or multistate MSA rating area.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		State: CMSA 6162				Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003								
Metropolitan Area/ Assessment Area	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner-occ Units***	% Bank Loans	% Owner-occ Units***	% Bank Loans	% Owner-occ Units***	% Bank Loans	% Owner-occ Units***	% Bank Loans	Low	Mod	Mid	Upper
Full Review:														
A - PA PMSA 6160	393	98.25	9.29	5.34	18.75	25.19	35.67	38.42	36.30	31.04	NA	NA	NA	NA
B - MD PMSA 9160	7	1.75	0.00	0.00	7.30	14.29	92.70	85.71	0.00	0.00	NA	NA	NA	NA

(*) 2003 aggregate HMDA information was unavailable in time for this exam.

(**) Home purchase loans originated and purchased in the MSA/AA as a % of all such loans originated and purchased in the rated area.

(***) Percentage of owner-occupied units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE State: CMSA 6162 Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003														
Metropolitan Area/ Assessment Area	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner-occ Units***	% Bank Loans	% Owner-occ Units***	% Bank Loans	% Owner-occ Units***	% Bank Loans	% Owner-occ Units***	% Bank Loans	Low	Mod	Mid	Upper
Full Review:														
A - PA PMSA 6160	843	94.83	9.29	0.59	18.75	13.52	35.67	45.08	36.30	40.81	NA	NA	NA	NA
B - MD PMSA 9160	46	5.17	0.00	0.00	7.30	2.17	92.70	97.83	0.00	0.00	NA	NA	NA	NA

(*) 2003 aggregate HMDA data unavailable in time for this exam. (***) Home mortgage refinancings originated and purchased in the MSA/AA as a % of all such loans originated and purchased in the rated area.
(***) Percentage of owner-occupied units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES State: CMSA 6162 Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003														
Metropolitan Area/ Assessment Area	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate Lending (%) by Tract Income*			
	#	% of Total**	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	Low	Mod	Mid	Upper
Full Review:														
A - PA PMSA 6160	343	98.28	7.41	6.12	14.42	10.79	34.14	46.36	43.46	35.86	NA	NA	NA	NA
B - MD PMSA 9160	6	1.72	0.00	0.00	21.37	0.00	78.63	100.00	0.00	0.00	NA	NA	NA	NA

(*) 2003 aggregate small business information was not available in time for this examination. (***) Source of data: D&B 2003.
(***) Small loans to businesses originated and purchased in the MSA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

FFIEC Interagency Core CRA PE Tables

CMSA 6162 (Philadelphia-Wilmington-Atlantic City, PA-NJ-MD)

Table 7. Geographic Distribution of Consumer Loans

Geographic Distribution: HOME EQUITY LOANS

Evaluation Period: JANUARY 1, 2003, to DECEMBER 31, 2003

Assessment Area	Total Census Tracts	Low Income Tracts				Moderate Income Tracts				Middle Income Tracts				Upper Income Tracts			
	# of Loans	# Owner-Occupied Units	% Owner-Occupied Units	# of Loans	% of Loans	# Owner-Occupied Units	% Owner-Occupied Units	# of Loans	% of Loans	# Owner-Occupied Units	% Owner-Occupied Units	# of Loans	% of Loans	# Owner-Occupied Units	% Owner-Occupied Units	# of Loans	% of Loans
Full Review:																	
PMSA 6160 Total	143	92,665	9.29	0	0.00	187,054	18.75	0	0.00	355,934	35.67	51	35.66	362,192	36.30	92	64.34
PMSA 9160 Total	66	0	0.00	0	0.00	1,707	7.30	3	4.55	21,688	92.70	63	95.45	0	0.00	0	0.00
CMSA 6162 Total	209	92,665	9.07	0	0.00	188,761	18.48	3	1.44	377,622	36.98	114	54.55	362,192	35.47	92	44.02

FFIEC Interagency Core CRA PE Tables

CMSA 6162 (Philadelphia-Wilmington-Atlantic City, PA-NJ-MD)

Table 7A. Geographic Distribution of Consumer Loans

Geographic Distribution: ALL OTHER CONSUMER LOANS

Evaluation Period: JANUARY 1, 2003 TO DECEMBER 31, 2003

Assessment Area	Total Census Tracts		Low Income Tracts				Moderate Income Tracts				Middle Income Tracts				Upper Income Tracts			
	# of Loans	Number Of Households	% Of Households	# of Loans	% of Loans	Number Of Households	% Of Households	# of Loans	% of Loans	Number Of Households	% Of Households	# of Loans	% of Loans	Number Of Households	% Of Households	# of Loans	% of Loans	

Full Review:

PMSA 6160 Total	67	175,425	12.02	0	0.00	314,428	21.54	3	4.48	515,029	35.28	45	67.16	454,807	31.16	19	28.36
PMSA 9160 Total	91	0	0.00	0	0.00	3,747	11.99	3	3.30	27,510	88.01	88	96.70	0	0.00	0	0.00
CMSA 6162 Total	158	175,425	11.77	0	0.00	318,175	21.34	6	3.80	542,539	36.39	133	84.18	454,807	30.50	19	12.03

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE State: CMSA 6162 Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003

Metropolitan Area/ Assessment Area	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data (%) **					
	#	% of Total*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	Low	Mod	Mid	Upper
Full Review:																
A - PA PMSA 6160	393	98.25	22.68	14.50	17.42	23.41	20.81	19.34	39.10	23.66	NA	NA	NA	NA		
B - MD PMSA 9160	7	1.75	19.54	0.00	21.32	0.00	26.98	0.00	32.17	28.57	NA	NA	NA	NA		

(*) Home purchase loans originated and purchased in the MSA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

(**) 2003 aggregate HMDA information was not available in time for this examination.

(***) Percentage of families is based on the 2000 Census information.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE State: CMSA 6162 Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003

Metropolitan Area/ Assessment Area	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data (%) **					
	#	% of Total*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans***	Low	Mod	Mid	Upper		
Full Review:																
A - PA PMSA 6160	843	94.83	22.68	5.10	17.42	16.13	20.81	21.12	39.10	32.50	NA	NA	NA	NA		
B - MD PMSA 9160	46	5.17	19.54	0.00	21.32	15.22	26.98	26.09	32.17	13.04	NA	NA	NA	NA		

(*) Home mortgage refinance loans originated and purchased in the MSA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

(**) 2003 aggregate HMDA information was not available in time for this examination.

(***) Percentage of families is based on 2000 Census Information.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		State: CMSA 6162			Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003				
Metropolitan Area/ Assessment Area	Total Small Loans to Businesses		Businesses with Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Aggregate Data***	
	#	% of Total****	% of Businesses*	% Bank Loans**	\$100,000 or Less	>\$100,000 to \$250,000	> \$250,000 to \$1,000,000	All	Rev \$1 million or less
Full Review:									
A - PA PMSA 6160	343	98.28	81.98	48.40	217	68	58	NA	NA
B - MD PMSA 9160	6	1.72	88.32	50.00	5	0	1	NA	NA

(*) Businesses with revenue of \$1 million or less as a % of all businesses. Data: D&B 2003. (***) 2003 aggregate small business information was not available in time for this examination.

Table 12. Borrower Distribution of Consumer Loans

CMSA 6162 (Philadelphia-Wilmington-Atlantic City, PA-NJ-MD)

Borrower Distribution: HOME EQUITY LOANS

Evaluation Period: JANUARY 1, 2003 TO DECEMBER 31, 2003

Assessment Area	Total	Low Income Borrowers				Moderate Income Borrowers				Middle Income Borrowers				Upper Income Borrowers			
	Number Of Loans	Number Of Families	% Of Families	Number Of Loans	% Of Loans	Number Of Families	% Of Families	Number Of Loans	% Of Loans	Number Of Families	% Of Families	Number Of Loans	% Of Loans	Number Of Families	% Of Families	Number Of Loans	% Of Loans
Full Review:																	
PMSA 6160 Total	143	220,055	22.68	7	5	168,996	17.41	20	14	201,923	20.81	31	22	379,431	39.10	85	59.44
PMSA 9160 Total	66	4,561	19.53	4	6	4,977	21.31	10	15	6,299	26.98	23	35	7,513	32.18	28	42.42
CMSA 6162 Total	209	224,616	22.60	11	5	173,973	17.51	30	14	208,222	20.95	54	26	386,944	38.94	113	54.07

FFIEC Interagency Core CRA PE Tables

CMSA 6162 (Philadelphia-Wilmington-Atlantic City, PA-NJ-MD)

Table 12A. Borrower Distribution of Consumer Loans

Borrower Distribution: ALL OTHER CONSUMER LOANS

Evaluation Period: JANUARY 1, 2003 TO DECEMBER 31, 2003

Assessment Area	Total	Low Income Borrowers				Moderate Income Borrowers				Middle Income Borrowers				Upper Income Borrowers			
	Number Of Loans	Number Of Households	% Of Households	Number Of Loans	% Of Loans	Number Of Households	% Of Households	Number Of Loans	% Of Loans	Number Of Households	% Of Households	Number Of Loans	% Of Loans	Number Of Households	% Of Households	Number Of Loans	% Of Loans
Full Review:																	
PMSA 6160 Total	67	364,415	24.96	28	42	226,716	15.53	13	19	254,620	17.44	10	15	613,957	42.06	16	23.88
PMSA 9160 Total	91	6,316	20.21	14	15	5,648	18.07	16	18	7,133	22.82	31	34	12,160	38.90	29	31.87
CMSA 6162 Total	158	370,731	24.87	42	27	232,364	15.58	29	18	261,753	17.56	41	26	626,117	41.99	45	28.48

Table 14. Qualified Investments

QUALIFIED INVESTMENTS									
			State: CMSA 6162		Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2003				
Metropolitan Area/ Assessment Area	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	% of Total \$'s	#	\$ (000's)
Full Review:									
A - PMSA 6160	0	0	0	0	0	0	0.00	0	0
B - PMSA 9160	0	0	0		0	0	0.00	0	0
Limited Review:									
C - CMSA 6162 Area-Wide			29	434	29	434	100	1	50

(*) Prior period investments are investments made in a previous evaluation period that are outstanding as of the examination date.

(**) Unfunded commitments are legally binding investment commitments that are tracked and recorded by the bank's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS																		
			State: CMSA 6162				Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2003											
Metropolitan Area/ Assessment Area			Branches				Branch Openings/ Closings				Population							
			# of Bank Branches	% of Rated Area Branches in MSA/AA	Location of Branches by Income of Geographies				# of Branch Closings	# of Branch Openings	Net Change in Location of Branches (+ or -)				% of the Population within Each Geography			
					Low	Mod	Mid	Upper			Low	Mod	Mid	Upper	Low	Mod	Mid	Upper
Full Review:																		
A - PA PMSA 6160			28	93.33	1	6	9	12	1	3	0	0	+2	0	13.17	20.92	33.98	31.93
B - MD PMSA 9160			2	6.67	0	0	2	0	0	2	0	0	+2	0	0.00	11.31	88.69	0.00

2003 FFIEC Interagency Core CRA PE Tables

State of Maryland

Table 1. Lending Volume

LENDING VOLUME		State: MARYLAND		Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003								
Metropolitan Area/ Assessment Area	% of Rated Area Loans (#) in MSA/AA**	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans *		Total Reported Loans		
		#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	
Full Review:												
A - Non-MSA Group A	53.88	163	30,769	73	16,245	0	0	0	0	236	47,014	
B - Non-MSA Garrett County	37.44	118	10,498	44	4,017	1	12	1	54	164	14,581	
Limited Review:												
C - Non-MSA St Mary's County	7.76	30	3,306	4	623	0	0	0	0	34	3,929	
D - Non-MSA Kent County	0.91	4	420	0	0	0	0	0	0	4	420	

(*) The evaluation period for community development loans is January 1, 2002, to December 31, 2003.

(**) Loan data as of 2003. Rated area refers to either the state or multistate MSA ratings area.

Table 1A. Lending Volume

LENDING VOLUME		State: MARYLAND		Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003								
Metropolitan Area/ Assessment Area	% of Rated Area Loans (#) in MSA/AA**	Home Equity*		Motor Vehicle*		Other - Secured*		Other - Unsecured*		Total Optional Loans		
		#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	
Full Review:												
A - Non-MSA Group A	89.77	266	16,717	26	322	19	164	154	866	465	18,069	
B - Non-MSA Garrett County	0.00	0	0	0	0	0	0	0	0	0	0	
Limited Review:												
C - Non-MSA St Mary's County	10.04	23	1,044	3	23	2	8	24	90	52	1,165	
D - Non-MSA Kent County	0.19	1	32	0	0	0	0	0	0	1	32	

(*) The evaluation period for optional product line(s) is January 1, 2003, to December 31, 2003

(**) Loan data as of 2003. Rated area refers to either the state or multistate MSA rating area.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE														State: MARYLAND		Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003			
Metropolitan Area/ Assessment Area	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*								
	#	% of Total**	% Owner-occ Units***	% Bank Loans	% Owner-occ Units***	% Bank Loans	% Owner-occ Units***	% Bank Loans	% Owner-occ Units***	% Bank Loans	Low	Mod	Mid	Upper					
Full Review:																			
A - Non-MSA Group A	35	56.45	0.89	0.00	13.74	8.57	71.21	74.29	14.16	17.14	NA	NA	NA	NA					
B - Non-MSA Garrett	23	37.10	0.00	0.00	75.66	34.78	24.34	65.22	0.00	0.00	NA	NA	NA	NA					
Limited Review:																			
C - Non-MSA St Mary's County	3	4.84	0.00	0.00	0.03	0.00	30.51	33.33	69.46	66.67	NA	NA	NA	NA					
D - Non-MSA Kent County	1	1.61	0.00	0.00	18.04	100.00	81.96	0.00	0.00	0.00	NA	NA	NA	NA					

(*) 2003 aggregate HMDA information was not available in time for this examination.

(**) Home purchase loans originated and purchased in the MSA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

(***) Percentage of owner-occupied units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE														State: MARYLAND		Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003			
Metropolitan Area/ Assessment Area	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*								
	#	% of Total**	% Owner-occ Units***	% Bank Loans	% Owner-occ Units***	% Bank Loans	% Owner-occ Units***	% Bank Loans	% Owner-occ Units***	% Bank Loans	Low	Mod	Mid	Upper					
Full Review:																			
A - Non-MSA Group A	114	52.05	0.89	0.00	13.74	7.02	71.21	77.19	14.16	15.79	NA	NA	NA	NA					
B - Non-MSA Garrett County	77	35.16	0.00	0.00	75.66	71.43	24.34	28.57	0.00	0.00	NA	NA	NA	NA					
Limited Review:																			
C - Non-MSA St Mary's County	25	11.42	0.00	0.00	0.03	0.00	30.51	16.00	69.46	84.00	NA	NA	NA	NA					
D - Non-MSA Kent County	3	1.37	0.00	0.00	18.04	0.00	81.96	100.00	0.00	0.00	NA	NA	NA	NA					

(*) 2003 aggregate HMDA information was not available in time for this examination.

(**) Home mortgage refinance loans originated and purchased in the MSA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

(***) Percentage of owner-occupied units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES														State: MARYLAND		Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003			
Metropolitan Area/ Assessment Area	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate Lending (%) by Tract Income*								
	#	% of Total**	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	Low	Mod	Mid	Upper					
Full Review:																			
A - Non-MSA Group A	73	60.33	1.65	0.00	17.07	23.29	70.19	60.27	11.09	16.44	NA	NA	NA	NA					
B - Non-MSA Garrett County	44	36.36	0.00	0.00	78.14	86.36	21.86	13.64	0.00	0.00	NA	NA	NA	NA					
Limited Review:																			
C - Non-MSA St Mary's County	4	3.31	0.00	0.00	1.94	0.00	33.31	0.00	67.74	100.00	NA	NA	NA	NA					
D - Non-MSA Kent County	0	0.00	0.00	0.00	15.42	0.00	84.58	0.00	0.00	0.00	NA	NA	NA	NA					

(*) 2003 aggregate small business information was not available in time for this examination.

(**) Small loans to businesses originated and purchased in the MSA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

(***) Source of data: D&B 2003.

FFIEC Interagency Core CRA PE Tables

State of Maryland

Table 7. Geographic Distribution of Consumer Loans

Geographic Distribution: HOME EQUITY LOANS

Evaluation Period: JANUARY 1, 2003, to DECEMBER 31, 2003

Assessment Area	Total Census Tracts	Low Income Tracts				Moderate Income Tracts				Middle Income Tracts				Upper Income Tracts			
	# of Loans	# Owner-Occupied Units	% Owner-Occupied Units	# of Loans	% of Loans	# Owner-Occupied Units	% Owner-Occupied Units	# of Loans	% of Loans	# Owner-Occupied Units	% Owner-Occupied Units	# of Loans	% of Loans	# Owner-Occupied Units	% Owner-Occupied Units	# of Loans	% of Loans
Full Review:																	
Non-MSA (MD) Total-GRP A	266	567	0.89	1	0.38	8,733	13.74	20	7.52	45,254	71.21	190	71.43	8,997	14.16	55	20.68
Non-MSA (MD) GARRETT COUNTY	0	0	0.00	0	0.00	6,768	75.66	0	0.00	2,177	24.34	0	0.00	0	0.00	0	0.00
Limited Review:																	
Non-MSA (MD) St. Mary's County	23	0	0.00	0	0.00	7	0.03	0	0.00	6,712	30.51	0	0.00	15,282	69.46	23	100.00
Non-MSA (MD) Kent County	1	0	0.00	0	0.00	972	18.04	1	100.00	4,416	81.96	0	0.00	0	0.00	0	0.00
MARYLAND STATE TOTAL	290	567	0.57	1	0.34	16,480	16.50	21	7.24	58,559	58.63	190	65.52	24,279	24.31	78	26.90

FFIEC Interagency Core CRA PE Tables

State of Maryland

Table 7A. Geographic Distribution of Consumer Loans

Evaluation Period: JANUARY 1, 2003 TO DECEMBER 31, 2003

Geographic Distribution: ALL OTHER CONSUMER LOANS

Assessment Area	Total Census Tracts		Low Income Tracts				Moderate Income Tracts				Middle Income Tracts				Upper Income Tracts			
	# of Loans	Number Of Households	% Of Households	# of Loans	% of Loans	Number Of Households	% Of Households	# of Loans	% of Loans	Number Of Households	% Of Households	# of Loans	% of Loans	Number Of Households	% Of Households	# of Loans	% of Loans	
Full Review:																		
Non-MSA (MD) Total-GRP A	199	2,162	2.40	0	0.00	16,002	17.77	18	9.05	60,889	67.60	137	68.84	11,014	12.23	44	22.11	
Non-MSA (MD) GARRETT COUNTY	0	0	0.00	0	0.00	8,883	77.45	0	0.00	2,587	22.55	0	0.00	0	0.00	0	0.00	
Limited Review:																		
Non-MSA (MD) St. Mary's County	29	0	0.00	0	0.00	993	3.23	0	0.00	11,091	36.08	1	3.45	18,652	60.68	28	96.55	
Non-MSA (MD) Kent County	0	0	0.00	0	0.00	1,238	16.13	0	0.00	6,436	83.87	0	0.00	0	0.00	0	0.00	
MARYLAND STATE TOTAL	228	2,162	1.54	0	0.00	27,116	19.38	18	7.89	81,003	57.88	138	60.53	29,666	21.20	72	31.58	

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		State: MARYLAND				Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003									
Metropolitan Area/ Assessment Area	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data (%) **				
	#	% of Total*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	Low	Mod	Mid	Upper	
Full Review:															
A - Non-MSA Group A	35	56.45	20.61	5.71	18.63	17.14	23.62	14.29	37.14	51.43	NA	NA	NA	NA	
B - Non-MSA Garrett County	23	37.10	27.79	13.04	23.58	43.48	22.85	4.35	25.77	34.78	NA	NA	NA	NA	
Limited Review:															
C - Non-MSA St Mary	3	4.84	11.76	0.00	13.37	0.00	21.35	33.33	53.52	33.33	NA	NA	NA	NA	
D - Non-MSA Kent County	1	1.61	21.12	0.00	18.12	0.00	24.01	0.00	36.76	100.00	NA	NA	NA	NA	

(*) Home purchase loans originated and purchased in the MSA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

(**) 2003 aggregate HMDA information was not available in time for this examination.

(***) Percentage of families is based on the 2000 Census information.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE													State: MARYLAND		Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003			
Metropolitan Area/ Assessment Area	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data (%) **							
	#	% of Total*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans***	Low	Mod	Mid	Upper				
Full Review:																		
A - Non-MSA Group A	114	52.05	20.61	10.53	18.63	18.42	23.62	25.44	37.14	39.47	NA	NA	NA	NA				
B - Non-MSA Garrett County	77	35.16	27.79	14.29	23.58	18.18	22.85	32.47	25.77	32.47	NA	NA	NA	NA				
Limited Review:																		
C - Non-MSA St Mary's County	25	11.42	11.76	4.00	13.37	4.00	21.35	24.00	53.52	52.00	NA	NA	NA	NA				
D - Non-MSA Kent County	3	1.37	21.12	33.33	18.12	0.00	24.01	33.33	36.76	33.33	NA	NA	NA	NA				

(*) Home mortgage refinance loans originated and purchased in the MSA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

(**) 2003 aggregate HMDA information was not available in time for this examination.

(***) Percentage of families is based on 2000 Census Information.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES										State: MARYLAND		Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003		
Metropolitan Area/ Assessment Area	Total Small Loans to Businesses		Businesses with Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Aggregate Data***						
	#	% of Total****	% of Businesses*	% Bank Loans**	\$100,000 or Less	>\$100,000 to \$250,000	> \$250,000 to \$1,000,000	All	Rev \$1 million or less					
Full Review:														
A - Non-MSA Group A	73	60.33	85.95	30.14	35	17	21	NA	NA					
B - Non-MSA Garrett County	44	36.36	84.37	43.18	31	11	2	NA	NA					
Limited Review:														
C - Non-MSA St Mary's County	4	3.31	86.26	50.00	3	0	1	NA	NA					
D - Non-MSA Kent County	0	0.00	86.93	0.00	0	0	0	NA	NA					

(*) Businesses with revenue of \$1 million or less as a percentage of all businesses. Data: D&B 2003.

(**) Small loans to businesses with revenue of \$1 million or less as a percentage of all loans reported as small loans to businesses.

(***) 2003 aggregate small business information was not available in time for this examination.

(****) Small loans to businesses originated and purchased in the MSA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

Table 12. Borrower Distribution of Consumer Loans

State of Maryland

Borrower Distribution: HOME EQUITY LOANS

Evaluation Period: JANUARY 1, 2003 TO DECEMBER 31, 2003

Assessment Area	Total	Low Income Borrowers				Moderate Income Borrowers				Middle Income Borrowers				Upper Income Borrowers			
	Number Of Loans	Number Of Families	% Of Families	Number Of Loans	% Of Loans	Number Of Families	% Of Families	Number Of Loans	% Of Loans	Number Of Families	% Of Families	Number Of Loans	% Of Loans	Number Of Families	% Of Families	Number Of Loans	% Of Loans

Full Review:

Non-MSA (MD) Total-GRP A	266	12,734	20.65	18	7	11,492	18.64	40	15	14,570	23.63	65	24	22,869	37.09	142	53.38
Non-MSA (MD) GARRETT COUNTY	0	2,339	27.82	0	0.00	1,984	23.60	0	0.00	1,921	22.85	0	0.00	2,164	25.74	0	0.00

Limited Review:

Non-MSA (MD) St. Mary's County	23	2,660	11.78	1	4	3,023	13.38	0	0	4,826	21.36	7	30	12,081	53.48	15	65.22
Non-MSA (MD) Kent County	1	1,090	21.12	0	0	935	18.12	0	0	1,240	24.03	1	100	1,896	36.74	0	0.00
MARYLAND STATE TOTAL	290	18,823	19.24	19	7	17,434	17.82	40	14	22,557	23.06	73	25	39,010	39.88	157	54.14

FFIEC Interagency Core CRA PE Tables

State of Maryland

Table 12A. Borrower Distribution of Consumer Loans

Borrower Distribution: ALL OTHER CONSUMER LOANS

Evaluation Period: JANUARY 1, 2003 TO DECEMBER 31, 2003

Assessment Area	Total	Low Income Borrowers				Moderate Income Borrowers				Middle Income Borrowers				Upper Income Borrowers			
	Number Of Loans	Number Of Households	% Of Households	Number Of Loans	% Of Loans	Number Of Households	% Of Households	Number Of Loans	% Of Loans	Number Of Households	% Of Households	Number Of Loans	% Of Loans	Number Of Households	% Of Households	Number Of Loans	% Of Loans

Full Review:

Non-MSA (MD) Total-GRP A	199	21,621	24.01	46	23	15,710	17.44	41	21	18,174	20.18	45	23	34,562	38.37	61	30.65
Non-MSA (MD) GARRETT COUNTY	0	3,493	30.45	0	0.00	2,353	20.51	0	0.00	2,242	19.55	0	0.00	3,382	29.49	0	0.00

Limited Review:

Non-MSA (MD) St. Mary's County	29	4,083	13.28	7	24	3,837	12.48	6	21	5,447	17.72	7	24	17,369	56.51	6	20.69
Non-MSA (MD) Kent County	0	1,865	24.30	0	0.00	1,307	17.03	0	0.00	1,514	19.73	0	0.00	2,988	38.94	0	0.00
MARYLAND STATE TOTAL	228	31,062	22.20	53	23	23,207	16.58	47	21	27,377	19.56	52	23	58,301	41.66	67	29.39

Table 14. Qualified Investments

QUALIFIED INVESTMENTS										State: MARYLAND		Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2003							
Metropolitan Area/ Assessment Area	Prior Period Investments*		Current Period Investments				Total Investments			Unfunded Commitments**									
	#	\$ (000's)	#	\$ (000's)			#	\$ (000's)	% of Total \$'s	#	\$ (000's)								
Full Review:																			
A - Non-MSA Group A	0	0	4	9			4	9	00.02	0	0								
B - Non-MSA Garrett County	0	a	3	29			3	29	00.08	0	0								
Limited Review:																			
C - Non-MSA St Mary's County	0	0	0	0			0	0	0.00	0	0								
D - Non-MSA Kent County	0	0	0	0			0	0	0.00	0	0								
MD STATEWIDE/REGIONAL	0	0	3	37,939			3	37,939	99.90										

(*) Prior period investments are investments made in a previous evaluation period that are outstanding as of the examination date.

(**) Unfunded commitments are legally binding investment commitments that are tracked and recorded by the bank's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH														State: MARYLAND		Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003												
Metropolitan Area/ Assessment Area		Branches						Branch Openings/ Closings				Population																
		# of Bank Branches	% of Rated Area Branches in MSA/AA	Location of Branches by Income of Geographies				# of Branch Closings	# of Branch Openings	Net Change in Location of Branches (+ or -)				% of the Population within Each Geography														
				Low	Mod	Mid	Upper			Low	Mod	Mid	Upper	Low	Mod	Mid	Upper											
Full Review:																												
A - Non-MSA Group A		9	64.29	0	2	7	0	0	9	0	+2	+7	0	2.41	18.20	67.17	12.22											
B - Non-MSA Garrett County		4	28.57	0	3	1	0	0	9	0	0	0	0	0.00	78.12	21.88	0.00											
Limited Review:																												
C - Non-MSA St Mary's County		1	7.14	0	0	0	1	0	1	0	0	0	+1	0.00	3.82	35.63	60.55											
D - Non-MSA Kent County		0	0.00	0	0	0	0	0	0	0	0	0	0	0.00	14.24	85.76	0.00											

2003 FFIEC Interagency Core CRA Public Evaluation Tables

MSA 1900 (Cumberland, MD-WV)

Table 1. Lending Volume

LENDING VOLUME		State: MSA 1900				Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003						
Metropolitan Area/ Assessment Area	% of Rated Area Loans (#) in MSA/AA**	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans *		Total Reported Loans		
		#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	
Full Review:												
MD WV - MSA 1900 MD 03	100.00	365	24,222	132	11,271	2	295	2	700	501	36,488	

(*) The evaluation period for community development loans is January 1, 2002, to December 31, 2003.

(**) Loan data as of 2003. Rated area refers to either the state or multistate MSA ratings area.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		State: MSA 1900				Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003								
Metropolitan Area/ Assessment Area	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner-occ Units***	% Bank Loans	% Owner-occ Units***	% Bank Loans	% Owner-occ Units***	% Bank Loans	% Owner-occ Units***	% Bank Loans	Low	Mod	Mid	Upper
Full Review:														
MD WV - MSA 1900 MD	101	100.00	0.00	0.00	7.24	4.95	82.47	82.18	10.29	12.87	NA	NA	NA	NA

(*) 2003 aggregate HMDA information was not available in time for this exam.

(**) Home purchase loans originated and purchased in the MSA/AA as a % of all such loans originated and purchased in the rated area.

(***) Percentage of owner-occupied units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE		State: MSA 1900				Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003								
Metropolitan Area/ Assessment Area	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner-occ Units***	% Bank Loans	% Owner-occ Units***	% Bank Loans	% Owner-occ Units***	% Bank Loans	% Owner-occ Units***	% Bank Loans	Low	Mod	Mid	Upper
Full Review:														
MD WV - MSA 1900 MD	236	100.00	0.00	0.00	7.24	5.08	82.47	83.90	10.29	11.02	NA	NA	NA	NA

(*) 2003 aggregate HMDA information was not available in time for this exam. (**) Home mortgage refinancings originated and purchased in the MSA/AA as a % of all such loans originated and purchased in the rated area.

(***) Percentage of owner-occupied units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES														State: MSA 1900		Evaluation Period: JANUARY 1, 2003 TO DECEMBER 31, 2003			
Metropolitan Area/ Assessment Area	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate Lending (%) by Tract Income*								
	#	% of Total**	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	Low	Mod	Mid	Upper					
Full Review:																			
MD WV - MSA 1900 MD	132	100.00	0.00	0.00	6.64	4.55	79.55	78.03	13.81	17.42	NA	NA	NA	NA					

(*) 2003 aggregate small business information was not available in time for this examination.

(***) Source of data: D&B 2003.

(**) Small loans to businesses originated and purchased in the MSA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE														State: MSA 1900		Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003			
Metropolitan Area/ Assessment Area	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data (%) **								
	#	% of Total*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	Low	Mod	Mid	Upper					
Full Review:																			
MD WV - MSA 1900 MD	101	100.00	18.58	11.88	19.09	37.62	23.77	15.84	38.57	29.70	NA	NA	NA	NA					

(*) Home purchase loans originated and purchased in the MSA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

(**) 2003 aggregate HMDA information was not available in time for this examination.

(***) Percentage of families is based on the 2000 Census information.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE														State: MSA 1900		Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003			
Metropolitan Area/ Assessment Area	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data (%) **								
	#	% of Total*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans***	Low	Mod	Mid	Upper					
Full Review:																			
MD WV - MSA 1900 MD	236	100.00	18.58	2.54	19.09	16.53	23.77	27.97	38.57	49.58	NA	NA	NA	NA					

(*) Home mortgage refinance loans originated and purchased in the MSA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

(**) 2003 aggregate HMDA information was not available in time for this examination.

(***) Percentage of families is based on 2000 Census Information.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		State: MSA 1900			Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003				
Metropolitan Area/ Assessment Area	Total Small Loans to Businesses		Businesses with Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Aggregate Data***	
	#	% of Total****	% of Businesses*	% Bank Loans**	\$100,000 or Less	>\$100,000 to \$250,000	> \$250,000 to \$1,000,000	All	Rev \$1 million or less
Full Review:									
MD WV - MSA 1900 MD 03	132	100.00	88.02	60.61	103	22	7	NA	NA

(*) Businesses with revenue of \$1 million or less as a % of all businesses. Data: D&B 2003 (***) 2003 aggregate small business information was not available in time for this examination.
 (***) 2003 aggregate small business information was not available in time for this examination.
 (****) Small loans to businesses originated and purchased in the MSA/AA as a % of all such loans originated and purchased in the rated area.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		State: MSA 1900			Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2003				
Metropolitan Area/ Assessment Area	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	% of Total \$'s	#	\$ (000's)
Full Review:									
MD WV - MSA 1900 MD	0	0	2	19	2	19	100.00	0	0

(*) Prior period investments are investments made in a previous evaluation period that are outstanding as of the examination date.
 (***) Unfunded commitments are legally binding investment commitments that are tracked and recorded by the bank's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS		State: MSA 1900				Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2003											
Metropolitan Area/ Assessment Area	[REDACTED]	Branches				Branch Openings/ Closings				Population							
		# of Bank Branches	% of Rated Area Branches in MSA/AA	Location of Branches by Income of Geographies				# of Branch Closings	# of Branch Openings	Net Change in Location of Branches (+ or -)				% of the Population within Each Geography			
				Low	Mod	Mid	Upper			Low	Mod	Mid	Upper	Low	Mod	Mid	Upper
Full Review:																	
MD WV - MSA 1900 MD	[REDACTED]	11	100.00	0	1	8	2	0	0	0	0	0	0	0.00	8.20	82.92	8.88

2003 FFIEC Interagency Core CRA PE Tables

State of Delaware

Table 1. Lending Volume

LENDING VOLUME		State: DELAWARE				Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003					
Metropolitan Area/ Assessment Area	% of Rated Area Loans (#) in MSA/AA**	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans *		Total Reported Loans	
		#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)
Full Review:											
Non-MSA Sussex County	100.00	104	18,223	11	1,047	0	0	0	0	115	19,270

(*) The evaluation period for community development loans is January 1, 2003, to December 31, 2003.

(**) Loan data as of 2003. Rated area refers to either the state or multistate MSA ratings area.

Table 1A. Lending Volume

LENDING VOLUME		State: DELAWARE				Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003					
Metropolitan Area/ Assessment Area	% of Rated Area Loans (#) in MSA/AA**	Home Equity*		Motor Vehicle*		Other - Secured*		Other - Unsecured*		Total Optional Loans	
		#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)	#	\$(000's)
Full Review:											
Non-MSA Sussex County	100.00	21	1,231	7	112	2	2	23	108	53	1,453

(*) The evaluation period for optional product line(s) is January 1, 2003 to December 31, 2003.

(**) Loan data as of 2003. Rated area refers to either the state or multistate MSA rating area.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		State: DELAWARE				Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003								
Metropolitan Area/ Assessment Area	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner-occ Units***	% Bank Loans	% Owner-occ Units***	% Bank Loans	% Owner-occ Units***	% Bank Loans	% Owner-occ Units***	% Bank Loans	Low	Mod	Mid	Upper
Full Review:														
Non-MSA Sussex County	70	100.00	0.00	0.00	0.00	0.00	90.18	84.29	9.82	15.71	NA	NA	NA	NA

(*) 2003 aggregate HMDA information was not available in time for this exam. (**) Home purchase loans originated and purchased in the MSA/AA as a % of all such loans originated and purchased in the rated area.

(***) Percentage of owner-occupied units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE														State: DELAWARE		Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003			
Metropolitan Area/ Assessment Area	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*								
	#	% of Total**	% Owner-occ Units***	% Bank Loans	% Owner-occ Units***	% Bank Loans	% Owner-occ Units***	% Bank Loans	% Owner-occ Units***	% Bank Loans	Low	Mod	Mid	Upper					
Full Review:																			
Non-MSA Sussex County	32	100.00	0.00	0.00	0.00	0.00	90.18	90.63	9.82	9.38	NA	NA	NA	NA					

(*) 2003 aggregate HMDA information was not available in time for this examination. (**) Refinancings originated and purchased in the MSA/AA as a % of all such loans originated and purchased in the rated area. (***) Percentage of owner-occupied units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 2000 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES														State: DELAWARE		Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003			
Metropolitan Area/ Assessment Area	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate Lending (%) by Tract Income*								
	#	% of Total**	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	% of Businesses***	% Bank Loans	Low	Mod	Mid	Upper					
Full Review:																			
Non-MSA Sussex County	11	100.00	0.00	0.00	0.00	0.00	78.07	100.00	21.93	0.00	NA	NA	NA	NA					

(*) 2003 aggregate small business information was not available in time for this examination. (***) Source of data: D&B. (**) Small loans to businesses originated and purchased in the MSA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

FFIEC Interagency Core CRA PE Tables

State of Delaware

Table 7. Geographic Distribution of Consumer Loans

Geographic Distribution: HOME EQUITY LOANS

Evaluation Period: JANUARY 1, 2003, to DECEMBER 31, 2003

Assessment Area	Total Census Tracts	Low Income Tracts				Moderate Income Tracts				Middle Income Tracts				Upper Income Tracts			
	# of Loans	# Owner-Occupied Units	% Owner-Occupied Units	# of Loans	% of Loans	# Owner-Occupied Units	% Owner-Occupied Units	# of Loans	% of Loans	# Owner-Occupied Units	% Owner-Occupied Units	# of Loans	% of Loans	# Owner-Occupied Units	% Owner-Occupied Units	# of Loans	% of Loans
Full Review:																	
DE Non-MSA Total	21	0	0.00	0	0.00	0	0.00	0	0.00	45,544	90.18	20	95.24	4,961	9.82	1	4.76
DELAWARE STATE TOTAL	21	0	0.00	0	0.00	0	0.00	0	0.00	45,544	90.18	20	95.24	4,961	9.82	1	4.76
TOTAL ASSESSMENT AREA	7,889	218,145	2.95	47	0.60	936,908	12.69	540	6.84	3,709,070	50.23	4,713	59.74	2,519,839	34.13	2,589	32.82

FFIEC Interagency Core CRA PE Tables

State of Delaware

Table 7A. Geographic Distribution of Consumer Loans

Geographic Distribution: ALL OTHER CONSUMER LOANS

Evaluation Period: JANUARY 1, 2003 TO DECEMBER 31

Assessment Area	Total Census Tracts		Low Income Tracts				Moderate Income Tracts				Middle Income Tracts				Upper Income Tracts		
	# of Loans	Number Of Households	% Of Households	# of Loans	% of Loans	Number Of Households	% Of Households	# of Loans	% of Loans	Number Of Households	% Of Households	# of Loans	% of Loans	Number Of Households	% Of Households	# of Loans	
DE Non-MSA Total	32	0	0.00	0	0.00	0	0.00	0	0.00	56,526	90.32	29	90.63	6,056	9.68	3	
DELAWARE STATE TOTAL	32	0	0.00	0	0.00	0	0.00	0	0.00	56,526	90.32	29	90.63	6,056	9.68	3	
TOTAL ASSESSMENT AREA	6,251	915,404	7.35	117	1.87	2,416,723	19.41	679	10.86	5,546,454	44.55	3,813	61.00	3,570,839	28.68	1,642	

Full Review:

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		State: DELAWARE				Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003									
Metropolitan Area/ Assessment Area	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data (%) **				
	#	% of Total*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	Low	Mod	Mid	Upper	
Full-Review:															
Non-MSA Sussex County	70	100.00	18.14	1.43	19.52	14.29	23.98	17.14	38.36	61.43	NA	NA	NA	NA	

(*) Home purchase loans originated and purchased in the MSA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

(**) 2003 aggregate HMDA information was not available in time for this examination.

(***) Percentage of families is based on the 2000 Census information.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE		State: DELAWARE				Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003									
Metropolitan Area/ Assessment Area	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data (%) **				
	#	% of Total*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	% of Families***	% Bank Loans*	Low	Mod	Mid	Upper	
Full Review:															
Non-MSA Sussex County	32	100.00	18.14	3.13	19.52	9.38	23.98	43.75	38.36	40.63	NA	NA	NA	NA	

(*) Home mortgage refinance loans originated and purchased in the MSA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

(**) 2003 aggregate HMDA information was not available in time for this examination.

(***) Percentage of families is based on 2000 Census Information.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		State: DELAWARE			Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003				
Metropolitan Area/ Assessment Area	Total Small Loans to Businesses		Businesses with Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Aggregate Data***	
	#	% of Total****	% of Businesses*	% Bank Loans**	\$100,000 or Less	>\$100,000 to \$250,000	> \$250,000 to \$1,000,000	All	Rev \$1 million or less
Full Review:									
Non-MSA Sussex County	11	100.00	87.61	54.55	7	3	1	NA	NA

(*) Businesses with revenue of \$1 million or less as a % of all businesses. Data: D&B 2003. (***) Small loans to businesses with revenue of \$1 million or less as a % of all loans reported as small loans to businesses.
 (***) 2003 aggregate small business information was not available in time for this examination.
 (****) Small loans to businesses originated and purchased in the MSA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

Table 12. Borrower Distribution of Consumer Loans

State of Delaware

Borrower Distribution: HOME EQUITY LOANS

Evaluation Period: JANUARY 1, 2003 TO DECEMBER 31, 2003

Assessment Area	Total	Low Income Borrowers				Moderate Income Borrowers				Middle Income Borrowers				Upper Income Borrowers			
	Number Of Loans	Number Of Families	% Of Families	Number Of Loans	% Of Loans	Number Of Families	% Of Families	Number Of Loans	% Of Loans	Number Of Families	% Of Families	Number Of Loans	% Of Loans	Number Of Families	% Of Families	Number Of Loans	% Of Loans
Full Review:																	
DE Non-MSA Total	21	8,000	18.14	1	5	8,611	19.53	1	5	10,575	23.99	6	29	16,904	38.34	4	19.05
DELAWARE STATE TOTAL	21	8,000	18.14	1	5	8,611	19.53	1	5	10,575	23.99	6	29	16,904	38.34	4	19.05
TOTAL ASSESSMENT AREA	7,889	1,755,624	21.21	532	7	1,432,483	17.31	1,353	17	1,742,156	21.05	2,157	27	3,346,599	40.43	3,743	47.45

FFIEC Interagency Core CRA PE Tables

MSA 1900 (Cumberland, MD-WV)

Table 12A. Borrower Distribution of Consumer Loans

Borrower Distribution: ALL OTHER CONSUMER LOANS

Evaluation Period: JANUARY 1, 2003 TO DECEMBER 31, 2003

Assessment Area	Total	Low Income Borrowers				Moderate Income Borrowers				Middle Income Borrowers				Upper Income Borrowers			
	Number Of Loans	Number Of Households	% Of Households	Number Of Loans	% Of Loans	Number Of Households	% Of Households	Number Of Loans	% Of Loans	Number Of Households	% Of Households	Number Of Loans	% Of Loans	Number Of Households	% Of Households	Number Of Loans	% Of Loans
Full Review:																	
MSA 1900 (MULTI+A19STATE) Total	0	9,877	24.59	0	0.00	6,504	16.19	0	0.00	7,168	17.84	0	0.00	16,623	41.38	0	0.00

Table 14. Qualified Investments

QUALIFIED INVESTMENTS									
		State: DELAWARE				Evaluation Period: JANUARY 1, 2003, TO DECEMBER 31, 2003			
Metropolitan Area/ Assessment Area	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	% of Total \$'s	#	\$ (000's)
Full Review:									
Non-MSA Sussex County	0	0	0	0	0	0	0.00	0	0
DELAWARE STATEWIDE									
			2	481				1	82

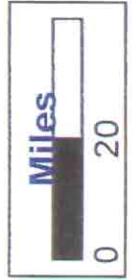
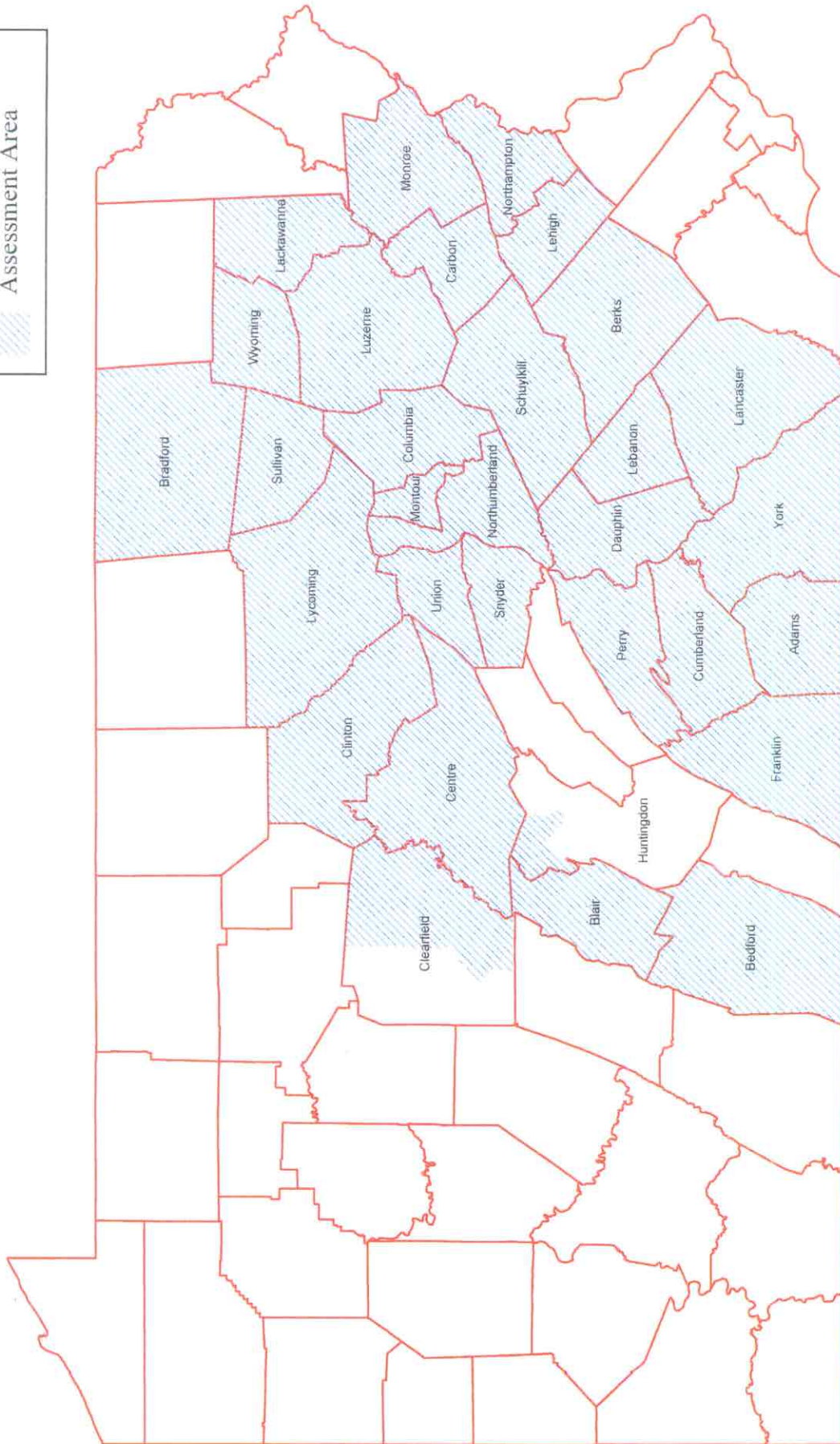
(*) Prior period investments are investments made in a previous evaluation period that are outstanding as of the examination date.

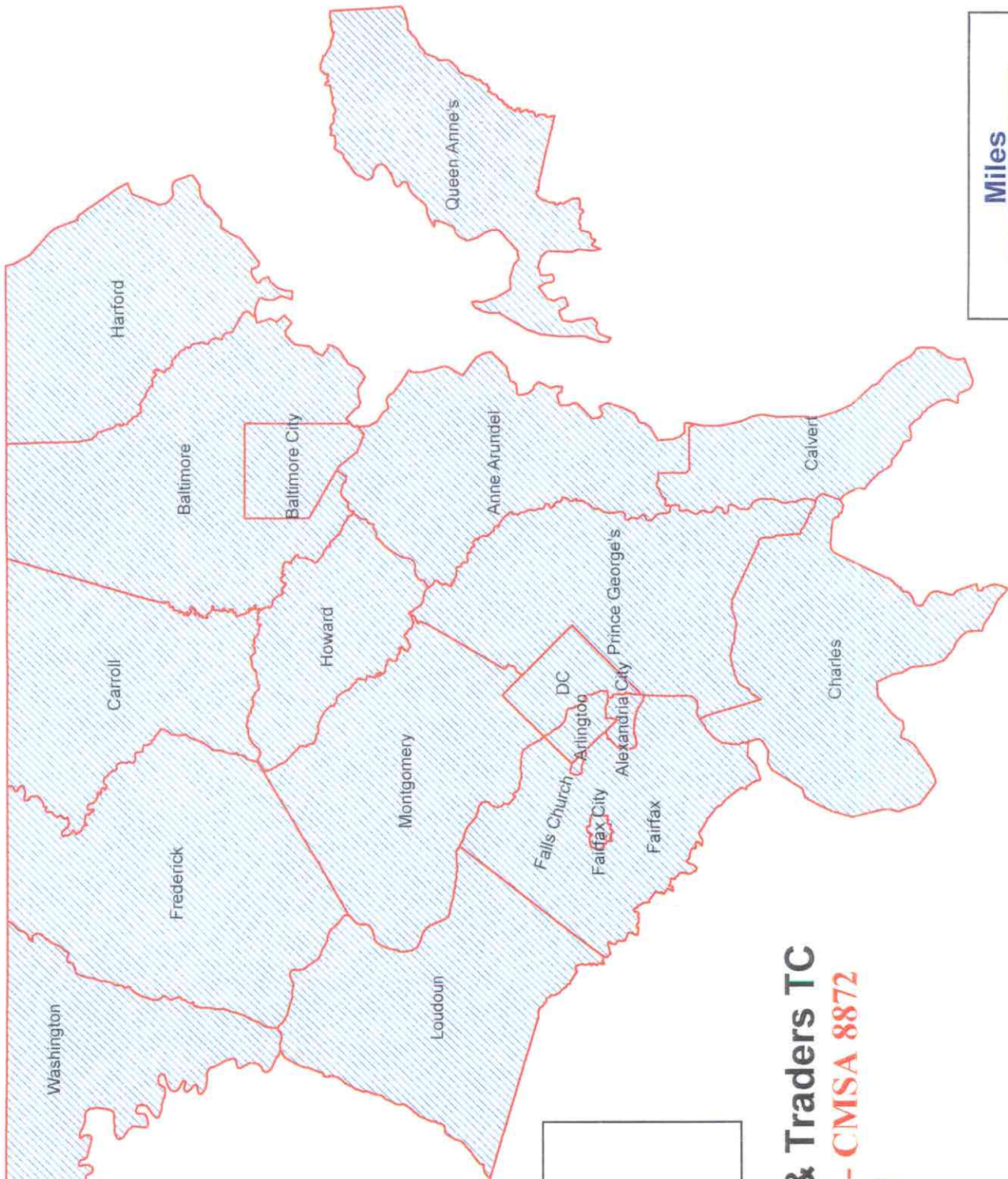
(**) Unfunded commitments are legally binding investment commitments that are tracked and recorded by the bank's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS																	
		State: DELAWARE						Evaluation Period: JANUARY 1, 2002, TO DECEMBER 31, 2003									
Metropolitan Area/ Assessment Area		Branches						Branch Openings/ Closings				Population					
		# of Bank Branches	% of Rated Area Branches in MSA/AA	Location of Branches by Income of Geographies				# of Branch Closings	# of Branch Openings	Net Change in Location of Branches (+ or -)				% of the Population within Each Geography			
				Low	Mod	Mid	Upper			Low	Mod	Mid	Upper	Low	Mod	Mid	Upper
Full Review:																	
Non-MSA Sussex County		1	100.00	0	0	1	0	0	1	0	0	+1	0	0.00	0.00	92.26	7.74

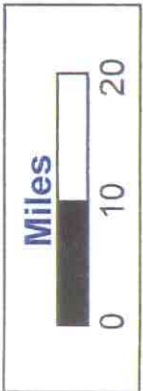
Manufacturers & Traders TC Assessment Area - Pennsylvania 2003





Legend

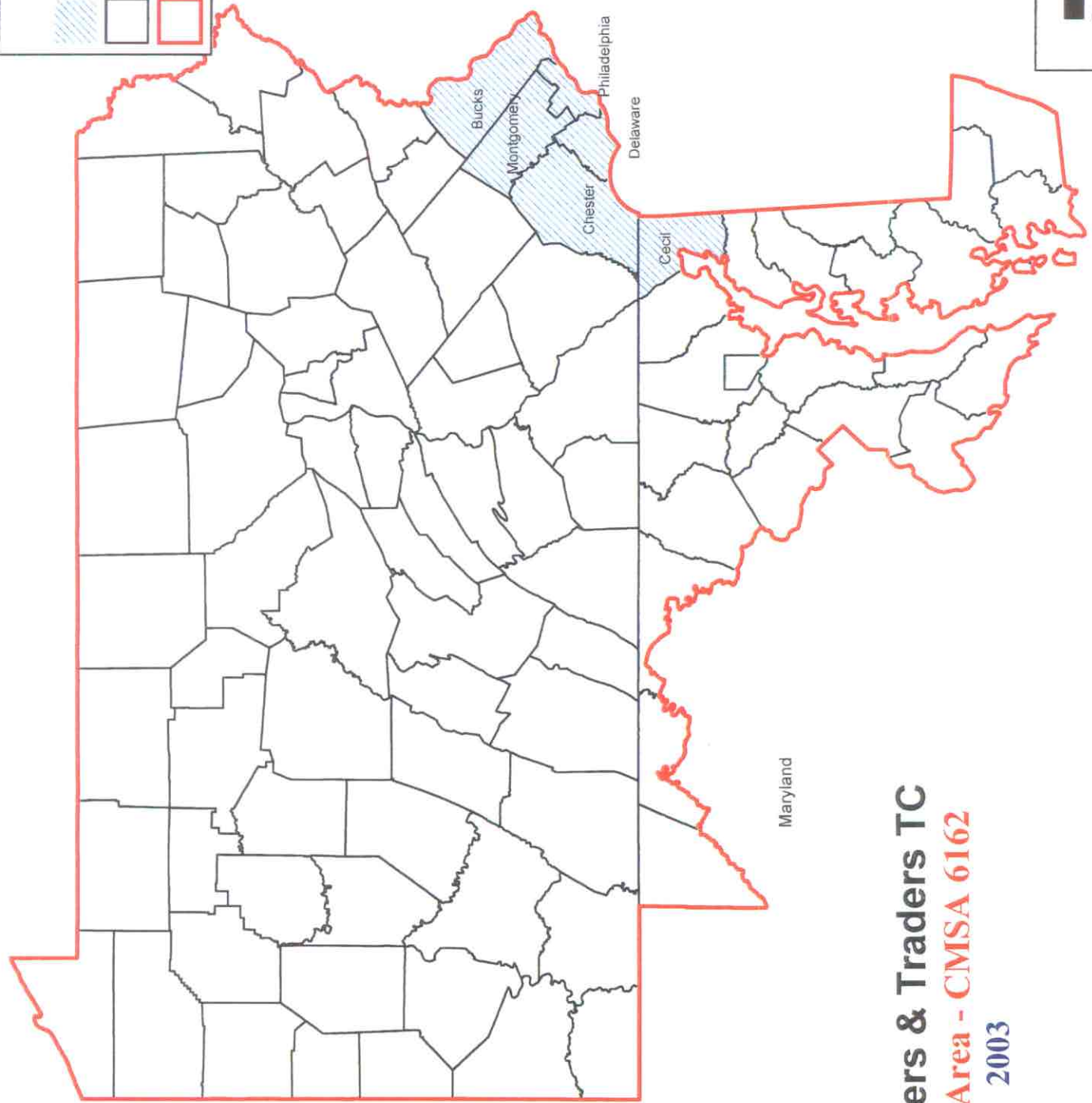
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-  County



Manufacturers & Traders TC
Assessment Area - CMSA 8872
2003

Legend

- Assessment Area
- County
- State Boundaries

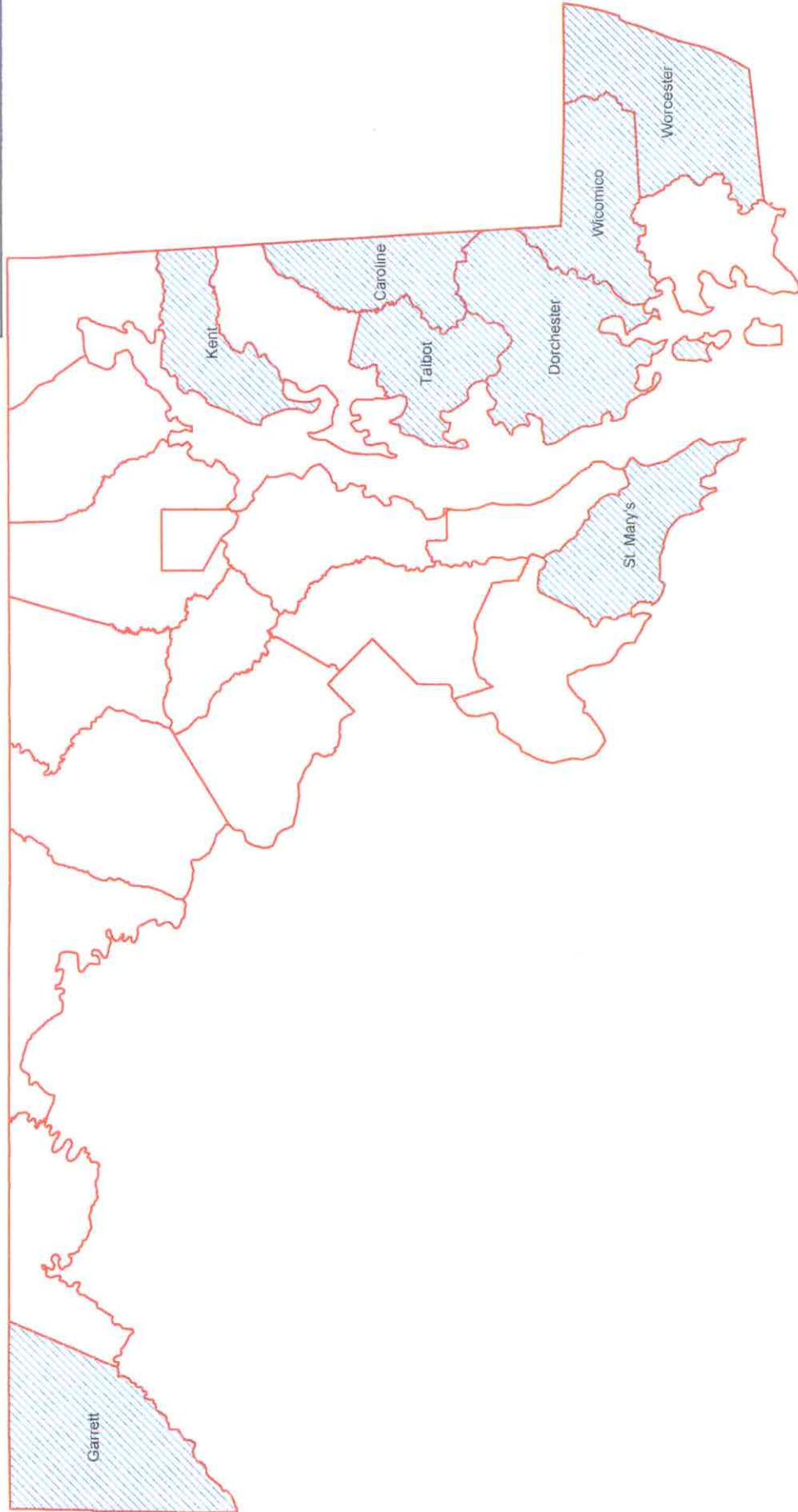


Manufacturers & Traders TC
Assessment Area - CMSA 6162
2003

Manufacturers & Traders TC Assessment Area - Maryland 2003

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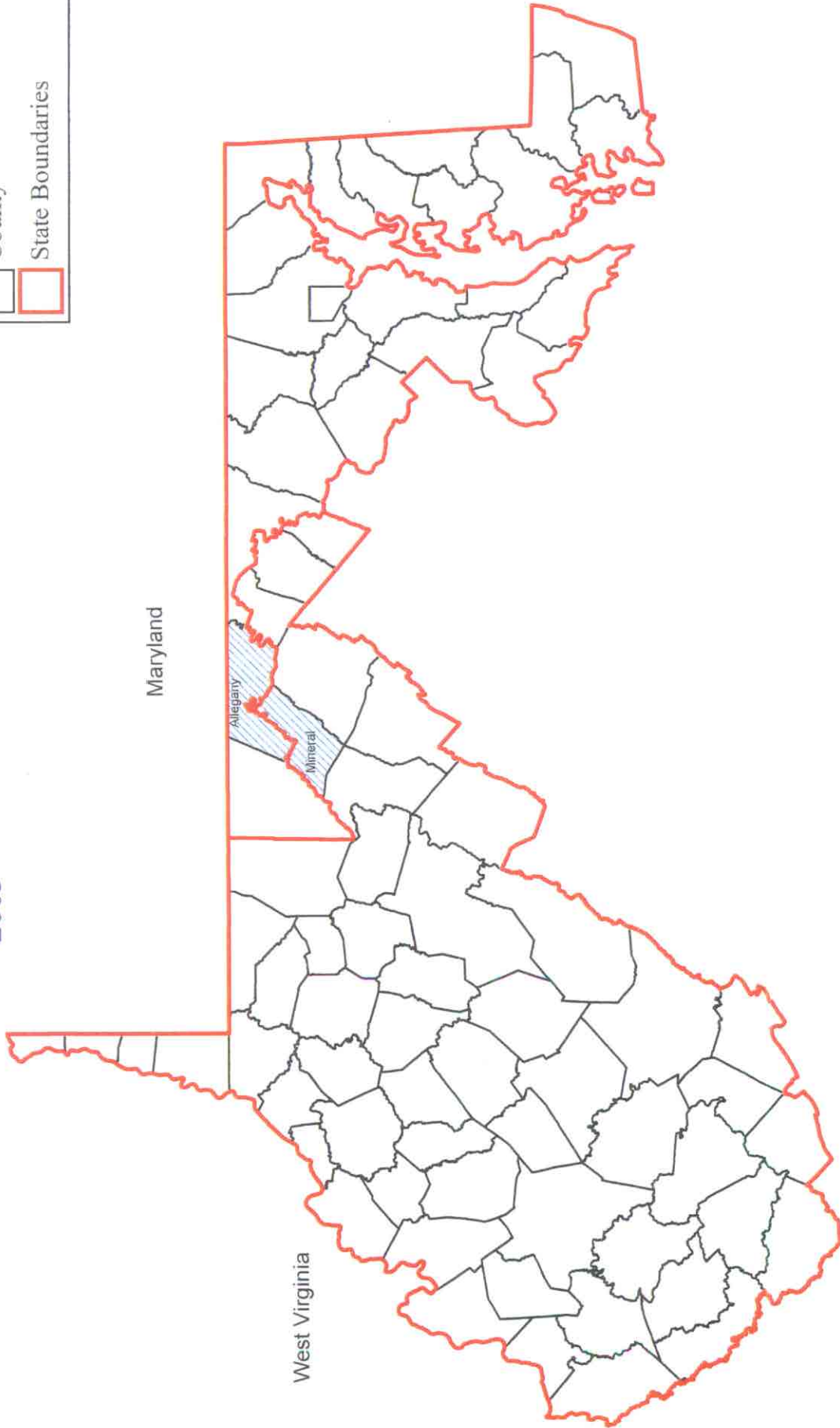
- County
- Assessment Area



Manufacturers & Traders TC

Assessment Area - MSA 1900

2003





Manufacturers & Traders TC

Assessment Area - Delaware

2003

Legend

-  County
-  Assessment Area

