TOMPKINS TRUSTCO INC
Form 4
February 01, 2006

FORM 4

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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB Number:	3235-0287
Expires:	January 31, 2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
GARNER STEPHEN E

(Last) (First) (Middle)

C/O TOMPKINS TRUSTCO, INC.,, PO BOX #460

(Street)

ITHACA, NY 14851

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
TOMPKINS TRUSTCO INC [TMP]

3. Date of Earliest Transaction (Month/Day/Year)
01/30/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Pres & CEO Tompkins Trust Co

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock DRIP	01/30/2006		M/K		5,923	A	$ 16.66	9,382	D	
Common Stock DRIP	01/30/2006		F/K		2,037	D	$ 48.45	7,345	D	
Common Stock - 401K/ESOP								5,018	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amoun Underlying Securiti (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Incentive Stock Option (right to buy)	$ 16.6	01/30/2006		M		5,923		01/01/2000	06/04/2009	Common Stock	5,92
Incentive Stock Option (right to buy)	$ 31.2							(1)	07/24/2001	Common Stock	6,05
Incentive Stock Option (right to buy)	$ 35.45							(1)	09/30/2012	Common Stock	7,28
Incentive Stock Option (right to buy)	$ 43.27							(1)	05/03/2014	Common Stock	4,62
Incentive Stock Option (right to buy)	$ 46.63							(2)	01/23/2016	Common Stock	6,60
Non-qualified Stock Option (right to buy)	$ 16.66							(1)	06/04/2009	Common Stock	1,14
Non-qualified Stock Option (right to buy)	$ 35.45							(1)	09/30/2012	Common Stock	4,81
Non-qualified Stock Option (right to buy)	$ 43.27							(1)	05/03/2014	Common Stock	10,2
Non-qualified Stock Option (right to buy)	$ 46.63							(2)	01/23/2016	Common Stock	3,40

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GARNER STEPHEN E C/O TOMPKINS TRUSTCO, INC., PO BOX #460 ITHACA, NY 14851			Pres & CEO Tompkins Trust Co	

Signatures

Stephen E Garner	02/01/2006
**Signature of Reporting Person	Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) The stock option becomes exercisable in four annual installments commencing two years after the date of grant.

(2) The stock option becomes exercisable in six annual installments commencing two years after the date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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