

UPDIKE LAWRENCE A  
Form 5  
February 13, 2007

# FORM 5

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
UPDIKE LAWRENCE A

(Last) (First) (Middle)

THE COMMONS, PO BOX 460

(Street)

ITHACA, NY 14851

(City) (State) (Zip)

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

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
12/31/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
EVP, Operations Officer

6. Individual or Joint/Group Reporting

(check applicable line)

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D) Price			
Common Stock	^	^	^	^ ^ ^	7,986	D	^
Common Stock - 401K/ESOP	^	^	^	^ ^ ^	24,493	D	^
Common Stock - 401K/ESOP	^	^	^	^ ^ ^	8,707	I	by Spouse

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

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(9-02)

**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 Amount Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
Incentive Stock Option (right to buy)	\$ 17.77	Â	Â	Â	Â	Â (1) 08/12/2007	Common Stock	4,99
Incentive Stock Option (right to buy)	\$ 20	Â	Â	Â	Â	Â (1) 09/14/2010	Common Stock	4,65
Incentive Stock Option (right to buy)	\$ 32.23	Â	Â	Â	Â	Â (1) 09/30/2012	Common Stock	1,66
Incentive Stock Option (right to buy)	\$ 39.34	Â	Â	Â	Â	Â (1) 05/03/2014	Common Stock	3,90
Incentive Stock Option (right to buy)	\$ 42.39	Â	Â	Â	Â	Â (2) 01/23/2016	Common Stock	1,10
Non-Qualified Stock Option (right to buy)	\$ 39.34	Â	Â	Â	Â	Â (1) 05/03/2014	Common Stock	183

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
UPDIKE LAWRENCE A THE COMMONS PO BOX 460	Â	Â	Â	EVP, Operations Officer

ITHACA, NY 14851

## Signatures

Lawrence A  
Updike

02/13/2007

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

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