

Edgar Filing: BYRNES JAMES J - Form 5

BYRNES JAMES J

Form 5

February 15, 2002

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

FORM 5
ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check box if no longer subject to Section 16.
Form 4 or Form 5 obligations may continue.

Form 3 Holdings Reported

Form 4 Transactions Reported

1. Name and Address of Reporting Person(s)

Byrnes, James J.
The Commons, PO Box 460

Ithaca, NY 14851

2. Issuer Name and Ticker or Trading Symbol

Tompkins Trustco, Inc. (TMP)

3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)

4. Statement for Month/Year

12/01

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

Director 10% Owner

Officer (give title below) Other (specify below)

Chief Executive Officer

Chairman of the Board

7. Individual or Joint/Group Filing (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	2) Trans- action Date (Month/ Day/Year)	3. Trans- action Code	4. Securities Acquired (A) or Disposed of (D) Amount	A or D Price
----------------------	---	-----------------------------	--	--------------------

Common Stock				
Common Stock - 401K/ESOP	12/31/01	J	333	A

Table II (PART 1) Derivative Securities Acquired, Disposed of, or Beneficially Owned (Columns

1) Title of Derivative Security	2) Conversion or Exercise Price of Derivative Security	3) Trans- action Date	4) Trans- action Code	5) Number of Derivative Securities Acquired (A) or Disposed of (D)
			Code	A D

Edgar Filing: BYRNES JAMES J - Form 5

Incentive Stock Option (right to buy) \$23.6587
 Incentive Stock Option (right to buy) \$19.2667

Table II (PART 2) Derivative Securities Acquired, Disposed of, or Beneficially Owned (Columns

1) Title of Derivative Security	3) Transaction Date	7) Title and Amount of Underlying Securities	Amount or Number of Shares	8) Price of Derivative Security
-		Title		
Incentive Stock Option (right to buy)		Common Stock	18,000	
Incentive Stock Option (right to buy)		Common Stock	22,500	

SIGNATURE OF REPORTING PERSON
 /S/ Byrnes, James J.
 DATE 02/07/02