Edgar Filing: TOMPKINS FINANCIAL CORP - Form 4

Form 4 April 07, 20	4 UNITED			RITIES A			COMMISSIO		APPROVAL 3235-0287	
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). (Print or Type Responses) STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF 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							Estimated burden hor response	urs per		
1. Name and Rochon Th	Person <u>*</u>	2. Issuer Name and Ticker or Trading Symbol TOMPKINS FINANCIAL CORP [TMP]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (Middle) C/O TOMPKINS FINANCIAL CORPORATION, P.O. BOX 460			3. Date of Earliest Transaction (Month/Day/Year) 04/05/2016				X_ Director 10% Owner Officer (give title Other (specify below) below)			
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
ITHACA,	NY 14851						Person	More than One K	epotung	
(City)	(State)	(State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							ally Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or Code V Amount (D) Price		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)		
Reminder: Re	port on a separate line				Perso inforn requir displa numb	ns who res nation cont red to respo nys a curren er.	spond to the colle ained in this forn ond unless the fo ntly valid OMB co	n are not rm ontrol	SEC 1474 (9-02)	
	Tab					posed of, or convertible s	Beneficially Ownersecurities)	d		

1. Title of
Derivative2.3. Transaction Date
(Month/Day/Year)3A. Deemed4.5. Number of
TransactionDerivative6. Date Exercisable and
Expiration Date7. Title and Amount of
Number of
Expiration Date8. Pri
Derivative

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5))	(Month/Day/Year)		(Instr. 3 and 4)	
				Code V	(A) (I	D) Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock	<u>(1)</u>	04/05/2016		А	324.94	<u>(1)</u>	(1)	Common Stock	324.94	\$ 6

Reporting Owners

Reporting Owner Name / Address		Relationships					
		Director	10% Owner	Officer	Other		
Rochon Thomas R. C/O TOMPKINS FINANCIAL CORPORATION P.O. BOX 460 ITHACA, NY 14851		Х					
Signatures							
/s/Thomas R. 04/0	7/2016						

Reporting Person Explanation of Responses:

**Signature of

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

Date

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

Each share of phantom stock is the economic equivalent of one share of common stock. Phantom stock represents deferred stock compensation under the Amended and Restated Retainer Plan for Eligible Directors of Tompkins Financial Corporation and its

- (1) Compensation under the Amended and Restated Retainer Plan for Engible Directors of Tompkins Pinalicial Corporation and its Wholly-Owned Subsidiaries. These shares are held in a rabbi trust pending distribution upon the occurrence of certain events specified in the Plan. The reporting person has no voting or investment power over the shares prior to such distribution.
- (2) Includes shares acquired through reinvestment of quarterly dividends.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.