

TOMPKINS FINANCIAL CORP  
Form 8-K  
April 27, 2012

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) April 25, 2012

Tompkins Financial Corporation

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(Exact name of registrant as specified in its charter)

|                                                               |                                        |                                                    |
|---------------------------------------------------------------|----------------------------------------|----------------------------------------------------|
| New York<br>(State or other jurisdiction<br>of incorporation) | 1-12709<br>(Commission<br>File Number) | 16-1482357<br>(IRS Employer<br>Identification No.) |
|---------------------------------------------------------------|----------------------------------------|----------------------------------------------------|

|                                                                                             |                     |
|---------------------------------------------------------------------------------------------|---------------------|
| The Commons, PO Box 460, Ithaca,<br>New York<br>(Address of Principal executive<br>offices) | 14851<br>(Zip Code) |
|---------------------------------------------------------------------------------------------|---------------------|

|                                                       |                |
|-------------------------------------------------------|----------------|
| Registrant's telephone number,<br>including area code | (607) 273-3210 |
|-------------------------------------------------------|----------------|

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

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- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17CFR 240.14a-12)
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17CFR 240.13e-4(c))
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Item 2.02 Results of Operations and Financial Condition

On April 25, 2012, the Company issued a press release announcing its earnings for the calendar quarter ended March 31, 2012. A copy of the press release is attached to this Report on Form 8-K as Exhibit 99.1 and is incorporated herein by reference.

Item 8.01 Other Events

On April 25, 2012, the Company issued a press release announcing that its Board of Directors approved payment of a regular quarterly cash dividend of \$0.36 per share, payable on May 15, 2012, to common shareholders of record on May 7, 2012. A copy of the press release is attached to this Report on Form 8-K as Exhibit 99.2 and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits

- (a) Not applicable.
- (b) Not applicable.
- (c) Not applicable.
- (d) Exhibits.

| Exhibit No. | Description                                                                 |
|-------------|-----------------------------------------------------------------------------|
| <u>99.1</u> | <u>Press Release of Tompkins Financial Corporation dated April 25, 2012</u> |
| <u>99.2</u> | <u>Press Release of Tompkins Financial Corporation dated April 25, 2012</u> |

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

TOMPKINS FINANCIAL CORPORATION

Date: April 26, 2012

By: /s/ Stephen S. Romaine  
Name: Stephen S. Romaine  
Title: President and CEO

INDEX TO EXHIBITS

| EXHIBIT<br>NUMBER | EXHIBIT DESCRIPTION                                                         | PAGE |
|-------------------|-----------------------------------------------------------------------------|------|
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