

TOMPKINS TRUSTCO INC  
 Form 4  
 November 13, 2006

**FORM 4**

**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).

**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

(Print or Type Responses)

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

(Last) (First) (Middle)

C/O TOMPKINS TRUSTCO INC, P  
 O 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)  
 11/10/2006

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 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 (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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	11/10/2006		M	851	A \$ 32.23	8,837	D
Common Stock	11/10/2006		S	851	D \$ 45.95	7,986	D
Common Stock	11/10/2006		M	500	A \$ 32.23	8,486	D
Common Stock	11/10/2006		S	500	D \$ 45.92	7,986	D
Common Stock	11/10/2006		M	500	A \$ 32.23	8,486	D

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Common Stock     11/10/2006         S     500     D     \$ 45.8     7,986         D

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 of Underlying Securities (Instr. 3 and 4)	8. Price or Per Share Value (Instr. 3 and 4)		
						Date Exercisable	Expiration Date				
				Code	V	(A)	(D)	Title	Amount or Number of Shares		
Incentive Stock Option (right to buy)	\$ 32.23	11/10/2006		M		851	<u>(1)</u>	09/30/2012	Common Stock	851	\$ 4
Incentive Stock Option (right to buy)	\$ 32.23	11/10/2006		M		500	<u>(1)</u>	09/30/2012	Common Stock	500	\$ 4
Incentive Stock Option (right to buy)	\$ 32.23	11/10/2006		M		500	<u>(1)</u>	09/30/2012	Common Stock	500	\$ 4

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
UPDIKE LAWRENCE A C/O TOMPKINS TRUSTCO INC			EVP, Operations	

P O BOX 460  
ITHACA, NY 14851

Officer

## Signatures

Lawrence A.  
Updike

11/13/2006

    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 installments, commencing two years after the grant date.

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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