#### DE GENNARO DENNIS A

Form 4

November 23, 2012

Check this box

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

OMB

3235-0287 Number:

**OMB APPROVAL** 

January 31, Expires: 2005

0.5

Estimated average burden hours per

response...

if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Section 16. Form 4 or

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

**SECURITIES** 

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

Form 5

obligations

(Print or Type Responses)

1. Name and Address of Reporting Person \*

2. Issuer Name and Ticker or Trading Symbol

Issuer

DE GENNARO DENNIS A

TRUSTCO BANK CORP N Y

(Check all applicable)

5. Relationship of Reporting Person(s) to

[TRST]

(Last) (First) 3. Date of Earliest Transaction

4. If Amendment, Date Original

(Instr. 8)

X\_ Director Officer (give title

10% Owner Other (specify

C/O TRUSTCO BANK CORP NY

(Street)

11/20/2012

(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

(Instr. 4)

Person

below)

5 SARNOWSKI DRIVE, NY 12302

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

(Middle)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D)

(Instr. 3, 4 and 5)

Code V Amount (D) Price

(A)

or

5. Amount of Securities Beneficially Owned

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (I)

Following Reported

Transaction(s) (Instr. 3 and 4)

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control

SEC 1474 (9-02)

(Instr. 4)

number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security Conversion (Instr. 3) or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year) Execution Date, if any

4. 5. Number Transaction of Derivative Expiration Date Securities Code

6. Date Exercisable and

(Month/Day/Year)

7. Title and Amount of **Underlying Securities** (Instr. 3 and 4)

### Edgar Filing: DE GENNARO DENNIS A - Form 4

Price of Derivative Security	(Month/Day/Year)	(Instr. 8	Acquired (A) or Disposed (D) (Instr. 3, and 5)	l of			
		Code	(A)	(D)	Date Exercisable	Expiration Date	Title

Α

1,500

Amou

Numbe

Shares

1,50

**COMMON** 

**STOCK** 

(2)

(2)

## **Reporting Owners**

<u>(1)</u>

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer Othe				
DE GENNARO DENNIS A C/O TRUSTCO BANK CORP NY 5 SARNOWSKI DRIVE, NY 12302	X						

11/20/2012

# **Signatures**

RESTRICTED

STOCK UNIT

ROBERT T. CUSHING, BY POWER OF 11/23/2012 **ATTORNEY** 

> \*\*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).
- EACH RESTRICTED STOCK UNIT REPRESENTS A CONTINGENT RIGHT TO RECEIVE A PAYMENT IN CASH EQUAL TO THE VALUE OF A SHARE OF ISSUED COMMON STOCK.
- THE RESTRICTED STOCK UNITS "VEST" IN WHOLE ON NOVEMBER 20, 2015. SETTLEMENT OF THE RESTRICTED STOCK UNITS WILL BE MADE IN CASH ONLY.

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.

Reporting Owners 2