Edgar Filing: BATTAGLIA PAUL J. - Form 4

BATTAGLIA PAUL J. Form 4						
January 13, 2012						
FORM 4 UNITED STATE	OMB APPROVAL COMMISSION OMB Number: 3235-0287					
Section 16. Form 4 or Form 5 obligations may continue Fort 16. Filed pursuant to Section 17(a) of the	Washington, D.C. 20549 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 <u>*</u> BATTAGLIA PAUL J.	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) TOMPKINS FINANCIAL CORPORATION, P O BOX 460	3. Date of Earliest Transaction (Month/Day/Year) 01/11/2012	X_ Director 10% Owner Officer (give title Other (specify below) below)				
(Street) ITHACA, NY 14851	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 				
(City) (State) (Zip)	Table I - Non-Derivative Securities Acc	Person uired, Disposed of, or Beneficially Owned				
	emed 3. 4. Securities	5. Amount of Securities6. Ownership Form: Direct7. Nature of IndirectBeneficially Owned(D) or Indirect (I)Beneficial OwnershipOwned Following Transaction(s) (Instr. 3 and 4)(Instr. 4)				
Common Stock		2,973 I by Spouse				

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 number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

5	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transac Code (Instr. 8		5. Num prof Derivat Securiti Acquire (A) or Dispose of (D) (Instr. 3	tive ies ed ed	Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price Derivati Security (Instr. 5)
			Code	V	and 5)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock	<u>(1)</u>	11/15/2011	L	v	7		<u>(1)</u>	<u>(1)</u>	Common Stock	7	<u>(2)</u>
Phantom Stock	<u>(1)</u>	01/11/2012	Р		242		(1)	(1)	Common Stock	242	\$ 40.5

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Reporting Owners

Reporting Owner Name / Address		Relationships						
		Director	10% Owner	Officer	Other			
BATTAGLIA PAUL J. TOMPKINS FINANCIA P O BOX 460 ITHACA, NY 14851	XINS FINANCIAL CORPORATION X 460							
Signatures								
/s/ Linda M. Carlton, POA	01/13/2012							
<u>**</u> 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 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) 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) Shares acquired through reinvestment of quarterly cash 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.