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TOMPKINS TRUSTCO INC

Form 5

February 15, 2002

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

FORM 5

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

- [] Check box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.
- [] Form 3 Holdings Reported
- [] Form 4 Transactions Reported
- Name and Address of Reporting Person(s) Stewart, Donald S.
 The Commons, PO Box 460

Ithaca, NY 14851

- Issuer Name and Ticker or Trading Symbol Tompkins Trustco, Inc. (TMP)
- 3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)
- 4. Statement for Month/Year 12/01
- 5. If Amendment, Date of Original (Month/Year)
- 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 - [] Director [] 10% Owner
 - [X] Officer (give title below) $[\]$ Other (specify below)

Executive Vice President

Senior Trust Officer

- 7. Individual or Joint/Group Filing (Check Applicable Line)
 - $[{\tt X}]$ Form filed by One Reporting Person
 - [] Form filed by More than One Reporting Person

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

1) Title of Security

2) Trans- 3. Trans- 4. Securities Acquired(A)
action action or Disposed of (D)
Date Code A
(Month/ or

Day/Year) Code Amount D Price

Common Stock

Common Stock

Common Stock - 401K/ESOP 12/31/01 J 82

Table II (PART 1) Derivative Securitites Acquired, Disposed of, or Beneficially Owned (Columns

1)Title of Derivative	2)Conversion	3)Trans-	4)Trans-	5) Number of De	erivative
Security	or Exercise	action	action	Securities Acc	quired (A)
	Price of	Date	Code	or Disposed of	E (D)
	Derivative				
	Security		Code	A	D

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Incentive Stock Option (right \$19.2667 to buy)
Incentive Stock Option (right \$23.6587 to buy)
Incentive Stock Option (right \$26.6250 to buy)

Table II (PART 2) Derivative Securitites Acquired, Disposed of, or Beneficially Owned (Columns

1)Title of Derivative Security	•	7)Title and Amount of Underlying Securities	Amount or Number of	8)Price of Deri- vative Security
-		Title	Shares	
<pre>Incentive Stock Option (right to buy)</pre>		Common Stock	5,925	
Incentive Stock Option (right to buy)		Common Stock	1,312	
<pre>Incentive Stock Option (right to buy)</pre>		Common Stock	6,000	

SIGNATURE OF REPORTING PERSON /S/ Stewart, Donald S. DATE 02/07/02