DeMarco David S. Form 3 May 04, 2009

UNITED STATES SECURITIES AND EXCHANGE COMMISSION FORM 3 Washington, D.C. 20549

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SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement ARROW FINANCIAL CORP [AROW] DeMarco David S. (Month/Day/Year) 04/29/2009 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 18 CHIPPAWA CIRCLE (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner Director _X_ Form filed by One Reporting _X__ Officer Other Person (give title below) (specify below) **OUEENSBURY, ÂNYÂ 12804** Form filed by More than One Senior Vice President Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Ι Common Stock 16 **ESPP** Common Stock 11,711 I **ESOP** Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

3. Title and Amount of 6. Nature of Indirect 1. Title of Derivative Security 2. Date Exercisable and (Instr. 4) **Expiration Date** Securities Underlying Conversion Ownership Beneficial (Month/Day/Year) Derivative Security or Exercise Form of Ownership (Instr. 4) Price of Derivative (Instr. 5) Derivative Security:

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to Buy)	12/18/2005	12/18/2011	Common Stock	2,217	\$ 19.21	D	Â
Employee Stock Option (Right to Buy)	12/18/2006	12/18/2012	Common Stock	2,110	\$ 24.11	D	Â
Employee Stock Option (Right to Buy)	12/17/2007	12/17/2013	Common Stock	3,939	\$ 24.73	D	Â
Employee Stock Option (Right to Buy)	12/15/2008	12/15/2014	Common Stock	3,824	\$ 29.3	D	Â
Employee Stock Option (Right to Buy)	11/29/2010	11/29/2016	Common Stock	3,605	\$ 24.14	D	Â
Employee Stock Option (Right to Buy)	11/28/2011	11/28/2017	Common Stock	3,500	\$ 21.7	D	Â
Employee Stock Option (Right to Buy)	01/21/2013	01/21/2019	Common Stock	3,500	\$ 22.59	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships				
·F. · · · · · · · · · · · · · · · · · ·	Director	10% Owner	Officer	Other	
DeMarco David S. 18 CHIPPAWA CIRCLE QUEENSBURY, NY 12804	Â	Â	Senior Vice President	Â	

Signatures

Thomas J. Murphy, Attorney in Fact 05/04/2009

**Signature of Reporting Person Da

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).

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.

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