

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

1. Name and Address of Reporting Person(s)
Fetsko, Francis M.
The Commons, PO Box 460

Ithaca, NY 14851

2. 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
 Officer (give title below) Other (specify below)
Senior Vice President
Chief Financial Officer

7. 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	2) Trans- action Date (Month/ Day/Year)	3. Trans- action Code	4. Securities Acquired (A) or Disposed of (D) Amount	A or D Price
Common Stock				
Common Stock - 401K/ESOP	12/31/01	J	10	A

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

1) Title of Derivative Security	2) Conversion or Exercise Price of Derivative Security	3) Trans- action Date	4) Trans- action Code	5) Number of Derivative Securities Acquired (A) or Disposed of (D) A D
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Incentive Stock Option (right to buy) \$26.6250
 Incentive Stock Option (right to buy) \$32.7500
 Incentive Stock Option (right to buy) \$23.6587

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

1) Title of Derivative Security	3) Transaction Date	7) Title and Amount of Underlying Securities	8) Price of Derivative Security
		Title	Amount or Number of Shares
-			
Incentive Stock Option (right to buy)		Common Stock	3,500
Incentive Stock Option (right to buy)		Common Stock	2,000
Incentive Stock Option (right to buy)		Common Stock	1,125

SIGNATURE OF REPORTING PERSON
 /S/ Fetsko, Francis M.
 DATE 02/07/02