

Edgar Filing: TRUSTCO BANK CORP N Y - Form 8-K

TRUSTCO BANK CORP N Y  
Form 8-K  
April 27, 2006

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

FORM 8-K

CURRENT REPORT PURSUANT  
TO SECTION 13 OR 15(D) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (date of earliest event reported): April 25, 2006

TrustCo Bank Corp NY  
(Exact name of registrant as specified in its charter)

|   |                     |  |
|---|---------------------|--|
| NEW YORK  | 0-10592             | 14-1630287                               |
| State or Other Jurisdiction of<br>Incorporation or Organization | Commission File No. | I.R.S. Employer<br>Identification Number |

5 SARNOWSKI DRIVE, GLENVILLE, NEW YORK 12302  
(Address of principal executive offices)

(518) 377-3311  
(Registrant's Telephone Number,  
Including Area Code)

NOT APPLICABLE  
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 8.01. Other Events.

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The table entitled "Aggregated Option/SAR Exercises in Last Fiscal Year and Fiscal Year-End Option/SAR Values" in the definitive proxy statement of the Registrant as filed with the Securities and Exchange Commission on April 4, 2006 contained a typographical error regarding the number of shares acquired upon exercises of stock options in the last fiscal year by Robert T. Cushing, the Registrant's Executive Vice President and Chief Financial Officer. The correct number of shares acquired by Mr. Cushing upon exercise of stock options was 123,176. All other information in the table with respect to Mr. Cushing, including the information under the columns headed "Value Realized," "Number of Securities Underlying Unexercised Options/SARs at FY-End," and "Value of Unexercised In-the-Money Options/SARs at FY-End," was correct in the proxy statement as filed on April 4, 2006. The corrected table is as follows:

### Aggregated Option/SAR Exercises in Last Fiscal Year and Fiscal Year-End Option/SAR Values

The following table sets forth with respect to each of the named executive officers, information concerning exercises of stock options and stock appreciation rights during the year ended December 31, 2005, as well as the value of unexercised options and stock appreciation rights as of December 31, 2005.

| Name                | Shares Acquired<br>On Exercise (#) | Value<br>Realized(\$)(1) | Number of<br>Securities<br>Underlying<br>Unexercised<br>Options/SARs at<br>FY-End (#) (2)<br>Exercisable/<br>Unexercisable | Value<br>In-<br>Opti<br>FY-<br>Ex<br>Une |
|---------------------|------------------------------------|--------------------------|--|--|
| Robert J. McCormick | 25,273                             | \$ 180,702               | 883,527/--   | \$                                       |
| Robert T. Cushing   | 123,176                            | 906,329                  | 707,020/--   |  |
| Scot R. Salvador    | 8,148                              | 52,976                   | 359,763/--   |  |
| Robert M. Leonard   | --                                 | --                       | 45,500/--  |  |
| Sharon J. Parvis    | --                                 | --                       | 95,528/--  |  |

(1) The amounts shown reflect pre-tax gain and represent the difference between the stock option exercise price and the market value of the stock on the date of exercise.

(2) The number of exercisable options shown includes options exercisable on December 31, 2005. On December 20, 2005, TrustCo's board accelerated the vesting of options so that all options previously awarded became fully vested and exercisable.

(3) The amounts shown reflect pre-tax gain. The value of unexercised in-the-money options and SARs is based on the December 31, 2005, closing price for TrustCo common stock of \$12.42.

Signature

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Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

TRUSTCO BANK CORP NY

Date: April 27, 2006

By: /s/ Robert T. Cushing

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Robert T. Cushing  
Executive Vice President and  
Chief Financial Officer