

MURTHA MATTHEW T

Form 3

May 14, 2009

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

MURTHA MATTHEW T

(Last) (First) (Middle)

220 LIBERTY STREET

(Street)

WARSAW, NY 14569

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

05/06/2009

3. Issuer Name and Ticker or Trading Symbol

FINANCIAL INSTITUTIONS INC [FISI]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

Senior Vice President

5. If Amendment, Date Original Filed(Month/Day/Year)

6. 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 Beneficially Owned**

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Common Stock

1,500

D

A

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

Date Exercisable Expiration Date

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

Title Amount or Number of

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D) or Indirect

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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| | | | | Shares | | (I) (Instr. 5) | |
|-----------------------------|---------------------------|------------|--------------|--------|-----------|-------------------|---|
| Stock Option (right to buy) | 01/30/2002 ⁽¹⁾ | 01/30/2011 | Common Stock | 1,022 | \$ 14.125 | D | Â |
| Stock Option (right to buy) | 01/30/2002 ⁽¹⁾ | 01/30/2011 | Common Stock | 300 | \$ 14.125 | D | Â |
| Stock Option (right to buy) | 01/30/2003 ⁽²⁾ | 01/30/2012 | Common Stock | 1,364 | \$ 25.33 | D | Â |
| Stock Option (right to buy) | 02/18/2004 ⁽³⁾ | 02/18/2013 | Common Stock | 1,312 | \$ 22.51 | D | Â |
| Stock Option (right to buy) | 02/04/2005 ⁽⁴⁾ | 02/04/2014 | Common Stock | 1,450 | \$ 23.8 | D | Â |
| Stock Option (right to buy) | 02/23/2006 ⁽⁵⁾ | 02/23/2015 | Common Stock | 1,787 | \$ 21.05 | D | Â |
| Stock Option (right to buy) | 07/26/2007 ⁽⁶⁾ | 07/26/2016 | Common Stock | 1,600 | \$ 19.75 | D | Â |
| Stock Option (right to buy) | 07/25/2008 ⁽⁷⁾ | 07/25/2017 | Common Stock | 1,600 | \$ 19.41 | D | Â |
| Stock Option (right to buy) | 07/07/2009 ⁽⁸⁾ | 07/07/2018 | Common Stock | 1,600 | \$ 15.85 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MURTHA MATTHEW T 220 LIBERTY STREET WARSAW, NY 14569 | Â | Â | Â Senior Vice President | Â |

Signatures

Michael D. Grover for Matthew T. Murtha 05/14/2009

__Signature of Reporting Person

Date

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).

- (1) Option vested in three equal annual installments beginning on January 30, 2002.
- (2) Option vested in three equal annual installments beginning on January 30, 2003.
- (3) Option vested in three equal annual installments beginning on February 18, 2004.
- (4) Option vested in four equal annual installments beginning on February 4, 2005.
- (5) Option vested in four equal annual installments beginning on February 23, 2006.
- (6) Option vests in four equal annual installments beginning on July 26, 2007.

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(7) Option vests in four equal annual installments beginning on July 25, 2008.

(8) Option vests in four equal annual installments beginning on July 7, 2009.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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