

ARROW FINANCIAL CORP

Form 4

June 01, 2015

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN 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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
HOY THOMAS L

2. Issuer Name **and** Ticker or Trading
Symbol
ARROW FINANCIAL CORP
[AROW]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
ARROW FINANCIAL
CORPORATION, 250 GLEN
STREET

3. Date of Earliest Transaction
(Month/Day/Year)
04/27/2015

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☒ Other (specify
Chairman)

(Street)
GLENS FALLS, NY 12801

4. 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

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	04/27/2015		G	500 D \$ 0	167,985	D	
Common Stock	05/28/2015		J ⁽¹⁾	293 A \$ 26.4	168,278 ⁽²⁾	D	
Common Stock	05/28/2015		J	0 A \$ 0	5,095 ⁽³⁾	I	By Wife w/Broker
Common Stock	05/28/2015		J	0 A \$ 0	2,559 ⁽³⁾	I	Wife's IRA
	05/28/2015		J	0 A \$ 0	3,480 ⁽³⁾	I	Irrev. Trust

Common
Stock

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

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

HOY THOMAS L
ARROW FINANCIAL CORPORATION
250 GLEN STREET
GLENS FALLS, NY 12801

X

Chairman

Signatures

Thomas J. Murphy, Attorney
in Fact

06/01/2015

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(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) Semi-annual Director's Retainer Payment. Shares acquired by the Administrator of the Directors' Stock Plan.

(2) Following the reported transactions, total direct holdings include: 1 share held in DRIP and ESPP accounts; 69,144 shares held in a qualified retirement plans (IRA); 96,024 shares held in a custody account; and 2,816 shares acquired under a 401k account. None of these transactions were required to be reported on a Form 4 and this information is being furnished to disclose the total holdings of the insider

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as of the date of this Form 4.

(3) Amount of securities beneficially owned following reported transaction.

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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