

WYCKOFF JAMES H  
Form 5  
April 21, 2005

# FORM 5

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
WYCKOFF JAMES H

2. Issuer Name and Ticker or Trading Symbol  
FINANCIAL INSTITUTIONS INC [FISI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
12/31/2004

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

220 LIBERTY STREET

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

WARSAW, NY 14569

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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|---|
|                                 |                                      |  |                                | (A) or (D)  | Amount or Price  |  |   |
| Class A Preferred Stock         | 08/22/2001                           |  | G5                             | 7   | A \$ (1)   | 26   | D   |
| Class A Preferred Stock         | 08/31/2004                           |  | G5                             | 8   | A \$ (1)   | 34   | D   |
| Class B Preferred               | 08/16/2001                           |  | G5                             | 65  | A \$ (1)   | 6,001  | D   |

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|                         |            |   |    |        |   |               |         |   |                  |  |
|-------------------------|------------|---|----|--------|---|---------------|---------|---|------------------|--|
| Stock                   |            |   |    |        |   |               |         |   |                  |  |
| Class B Preferred Stock | 08/31/2004 | Â | G5 | 65     | A | \$ <u>(1)</u> | 6,066   | D | Â                |  |
| Class B Preferred Stock | 05/14/2002 | Â | G5 | 5,000  | A | \$ <u>(1)</u> | 11,314  | I | Held as trustee. |  |
| Class B Preferred Stock | 03/04/2004 | Â | W5 | 7,823  | A | \$ <u>(2)</u> | 19,137  | I | Held as trustee. |  |
| Common Stock            | 12/31/2001 | Â | G5 | 2,400  | D | \$ <u>(1)</u> | 260,261 | D | Â                |  |
| Common Stock            | 02/01/2002 | Â | G5 | 375    | A | \$ <u>(1)</u> | 260,636 | D | Â                |  |
| Common Stock            | 10/02/2002 | Â | G5 | 39,000 | D | \$ <u>(1)</u> | 221,636 | D | Â                |  |
| Common Stock            | 01/10/2003 | Â | G5 | 340    | A | \$ <u>(1)</u> | 221,976 | D | Â                |  |
| Common Stock            | 01/20/2004 | Â | G5 | 380    | A | \$ <u>(1)</u> | 222,356 | D | Â                |  |
| Common Stock            | 09/29/2004 | Â | W5 | 3,657  | A | \$ <u>(2)</u> | 226,013 | D | Â                |  |
| Common Stock            | 02/01/2002 | Â | G5 | 375    | A | \$ <u>(1)</u> | 66,275  | I | Owned by spouse. |  |
| Common Stock            | 01/10/2003 | Â | G5 | 340    | A | \$ <u>(1)</u> | 66,615  | I | Owned by spouse. |  |
| Common Stock            | 01/20/2004 | Â | G5 | 380    | A | \$ <u>(1)</u> | 66,995  | I | Owned by spouse. |  |
| Common Stock            | Â          | Â | 3  | Â      | Â | Â             | Â       | I | Held as trustee. |  |
| Common Stock            | 01/25/2002 | Â | G5 | 3,700  | A | \$ <u>(1)</u> | 585,300 | I | Held as trustee. |  |
| Common Stock            | 02/01/2002 | Â | G5 | 23,000 | A | \$ <u>(1)</u> | 608,300 | I | Held as trustee. |  |
| Common Stock            | 10/02/2002 | Â | G5 | 19,500 | A | \$ <u>(1)</u> | 627,800 | I | Held as trustee. |  |
| Common Stock            | 01/02/2003 | Â | G5 | 40,000 | A | \$ <u>(1)</u> | 667,800 | I | Held as trustee. |  |
| Common Stock            | 06/12/2003 | Â | G5 | 40,000 | A | \$ <u>(1)</u> | 707,800 | I | Held as trustee. |  |
| Common                  | 03/04/2004 | Â | W5 | 62,270 | A | \$ <u>(2)</u> | 770,070 | I | Held as          |  |

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|                         |            |   |    |       |   |                     |         |   |                             |
|-------------------------|------------|---|----|-------|---|---------------------|---------|---|-----------------------------|
| Stock                   |            |   |    |       |   |                     |         |   | trustee.                    |
| Common Stock            | 12/29/2004 | Â | S4 | 1,000 | D | \$<br>24.192<br>(4) | 769,070 | I | Held as trustee.            |
| Class A Preferred Stock | Â          | Â | Â  | Â     | Â | Â                   | 8       | I | Owned by spouse.            |
| Class B Preferred Stock | Â          | Â | Â  | Â     | Â | Â                   | 855     | I | Owned by spouse.            |
| Common Stock            | Â          | Â | Â  | Â     | Â | Â                   | 50,000  | I | As beneficiary under trust. |

Reminder: Report on a separate line for each class of securities beneficially 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.**

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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. of D Se B O E Is Fi (I  |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
|  |  |                                      |  |                                |   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares |
|  |  |                                      |  |                                |   | (A)  | (D)   |  |                            |

## Reporting Owners

| Reporting Owner Name / Address                            | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| WYCKOFF JAMES H<br>220 LIBERTY STREET<br>WARSAW, NY 14569 | Â X           | Â         | Â       | Â     |

## Signatures

Sonia M. Dumbleton for James H.  
Wyckoff

04/21/2005

\_\_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) Shares acquired by gift.
  - (2) Shares acquired by will.
  - (3) Includes 230,800 shares erroneously omitted from original Form 3.
  - (4) Sale executed under the Wyckoff Family Foundation to comply with diversification requirements of the NYS Attorney General.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.