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TRUSTCO BANK CORP N Y

GLENVILLE, NY 12302

Form 4

November 20, 2013 **FORM 4**

_		DSTATES	Washington, D.C. 20549	OMIMISSION	OMB Number:	3235-0287		
Check this bo if no longer		ZMENT OI	Expires:	January 31, 2005				
subject to Section 16. Form 4 or	SIAII	EMENT OF	F CHANGES IN BENEFICIAL OWI SECURITIES	Estimated a burden hour response				
Form 5 obligations may continue <i>See</i> Instructio 1(b).	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							
(Print or Type Respo	onses)							
1. Name and Address of Reporting Person * MCCORMICK ROBERT A			2. Issuer Name and Ticker or Trading Symbol TRUSTCO BANK CORP N Y [TRST]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) C/O TRUSTCO SARNOWSKI		(Middle) ORP NY, 5	3. Date of Earliest Transaction (Month/Day/Year) 11/19/2013	_X_ Director Officer (give to below)		Owner r (specify		
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joi Applicable Line) _X_ Form filed by Or		-		

(City)	(State)	(Zip)	Table I - No	n-Derivative Securiti	es Acquired, Dispose	d of, or Beneficia	ally Owned
1 Title of	2 Transaction Date	2 A Daamad	2	1 Cannitias	5 Amount of	6 Orran anahin	7 Noture of

1.Title of 2. Transaction Date 2A. Deemed 4. Securities 5. Amount of 6. Ownership 7. Nature of Indirect Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct (Instr. 3) Code Disposed of (D) Beneficially (D) or Indirect Beneficial (Instr. 8) (Month/Day/Year) (Instr. 3, 4 and 5) Owned Ownership (I) Following (Instr. 4) (Instr. 4)

(A) Reported Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price (Instr. 3)

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.

SEC 1474

(9-02)

Form filed by More than One Reporting

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

1. Title of 2. 3. Transaction Date 3A. Deemed 4. 5. Number 6. Date Exercisable and 7. Title and Amount of Derivative Security Conversion (Month/Day/Year) Execution Date, if Transaction of Derivative Expiration Date Underlying Securities

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(Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)		(Instr. 3 and 4)	
				Code V	ŕ	D) Date Exercisable	Expiration Date	Title	Amour or Number of Shares
RESTRICTED STOCK UNIT	<u>(1)</u>	11/19/2013		A	1,500	(2)	(2)	COMMON STOCK	1,500

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

MCCORMICK ROBERT A
C/O TRUSTCO BANK CORP NY
5 SARNOWSKI DRIVE
GLENVILLE, NY 12302

Signatures

ROBERT T. CUSHING, BY POWER OF ATTORNEY

**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) EACH RESTRICTED STOCK UNIT REPRESENTS A CONTINGENT RIGHT TO RECEIVE A PAYMENT IN CASH EQUAL TO THE VALUE OF A SHARE OF ISSUED COMMON STOCK.
- (2) THE RESTRICTED STOCK UNITS "VEST" IN WHOLE ON NOVEMBER 19, 2016. SETTLEMENT OF THE RESTRICTED STOCK UNITS WILL BE MADE IN CASH ONLY.

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

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