

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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â MURTHA MATTHEW T		(Month/Day/Year)	FINANCIAL INSTITUTIONS INC [FISI]	
(Last)	(First)	05/06/2009		
220 LIBERTY STREET			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
WARSAW,Â NYÂ 14569			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			Senior Vice President	

**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	Â

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)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	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)
	Date Exercisable	Title	Amount or Number of		
	Expiration Date				

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