FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, I	D.C. 20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number:	3235-0287								
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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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*  Rouis Jonathan F					2. Issuer Name and Ticker or Trading Symbol Orange County Bancorp, Inc. /DE/ [ OBT ]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Kouis J	Onaman	<u>C</u>								_1_/_			1	X	Direct	or		10% O	wner
(Last) 212 DOI	(Fi		Middle)			3. Date of Earliest Transaction (Month/Day/Year) 09/15/2022									Officer below	(give title	Other (sp below)		specify
					4. If	Amen	dment	t, Date	of Origina	al File	d (Month/E	Day/Year)		3. Ind Line)	ividual or	Joint/Grou	p Filin	g (Check Ap	oplicable
(Street)	ETOWN N	V	10940											X	Form	filed by On	e Rep	orting Perso	on
	EIOWN N		10940												Form Perso		re tha	n One Repo	orting
(City)	(S	tate)	Zip)																
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
1. Title of Security (Instr. 3)  2. Trans Date (Month/I				eay/Year) Execution			A. Deemed xecution Date, any Month/Day/Year)		Transaction   Code (Instr.		Securities Acquired (A) sposed Of (D) (Instr. 3,			5. Amou Securition Benefici Owned I Reporte	es Formalially (D) Following (I)		n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership	
									Code	v	Amount	(A) (D)	Pric	е	Transac (Instr. 3	tion(s)			(Instr. 4)
Common Stock													3,8	3,850(1)		D			
	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. Deeme Execution if any (Month/Day	Date,	4. Transacti Code (Ins 8)				6. Date E Expiratio (Month/D	n Date		Amount of		S (I	. Price of Derivative Security Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transactions (Instr. 4)	illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership t (Instr. 4)
					Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	Amour or Number of Shares	er					
Phantom Stock	(2)	09/15/2022			Α		4		(2)		(2)	Common Stock	4		\$38.95	715		D	

## **Explanation of Responses:**

- 1. Includes restricted stock units which vest 100% as of the date of grant and are settled in shares of Issuer common stock upon separation from service of the reporting person.
- 2. Each share of phantom stock is the economic equivalent of one share of common stock and becomes payable upon the reporting person's separation of service as a director.

/s/ Jennifer Staub, pursuant to power of attorney

\*\* Signature of Reporting Person Date

09/19/2022

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

- \* 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).

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

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 Number.