SEC	Form	4	

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FORM 4

obligations may continue. See Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden

0.5

hours per response:

Filed pur	suant to	Section	16(a) of t	the Securities	Exchange Act o	f 1934
	- ··		a ` í			

				or S	ection 30(n) of the I	nvestm	ent Co	ompany Act of	1940								
1. Name and Address of Reporting Person [*] HOLCOMBE GREGORY F				2. Issuer Name and Ticker or Trading Symbol Orange County Bancorp, Inc. /DE/ [OBT]] (Che	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
(Last) (First) (Middle)					ate of Earliest Trans	action (Month	n/Day/Year)			X Director 10% Owner Officer (give title Other (specify below) below)						
212 DOLSON AVENUE				4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street)											X Form filed by 0	One Reporting P	erson				
MIDDLETOWN NY 10940											Form filed by I Person	More than One F	Reporting				
(City)	City) (State) (Zip)					Trar	isac	tion Indic	ation								
			Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.														
	٦	able I - N	on-Deriva	tive	Securities Acc	quirec	l, Dis	sposed of,	or Be	neficial	y Owned						
1. Title of Security (Instr. 3) 2. Transacti Date (Month/Day,				2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)		Disposed Of (D) (Instr. 3, 4 and 5) Securities Form: Direct Beneficially (D) or Indirec Owned Following (I) (Instr. 4)			(D) or Indirect	7. Nature of Indirect Beneficial Ownership						
						Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)				

			` '	(··· · ,		
Common Stock				33,979(1)	D	
Common Stock				7,460	Ι	By Foundation
Common Stock				34,720	Ι	By LLC
Common Stock				6,027	Ι	By Trust

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. Transa Code (8)		of Deriv Secu Acqu (A) o Dispe	r osed) r. 3, 4	Expiration Da	Expiration Date (Month/Day/Year)		Expiration Date		Expiration Date		Expiration Date		Expiration Date		te Amount of		of Derivative Security Ing (Instr. 5) Ve Security		9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares														
Phantom Stock	(2)	04/03/2023		Α		451		(2)	(2)	Common Stock	451	\$43.99	5,278	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 04/05/2023

** Signature of Reporting Person Date

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.