SEC Form 4	
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## FORM 4

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

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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

OMB APPROVAL 

h	ours per response:	0.5
E	stimated average bur	den
110	NID NUTIDEL.	3233-0207

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*				2. Issuer Name <b>and</b> Ticker or Trading Symbol Orange County Bancorp, Inc. /DE/ [OBT]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
Rouis Jonathan F					<u> </u>						Director	10% 0	Dwner		
(Last)	(First)	(Middle)		3. Date 03/21	e of Earliest Transac /2024	ction (M	lonth/[	Day/Year)			Officer (give title below)	Other below	(specify )		
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 On	e Reporting Per	son		
MIDDLETOWN NY 10940											Form filed by More than One Reporting Person				
(City)	(State)		Rule 10b5-1(c) Transaction Indication												
				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.											
		Table I - No	n-Deriva	tive S	ecurities Acqu	uired,	Disp	oosed of, o	or Ben	eficially	Owned				
Date			2. Transac Date (Month/Da		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 4. Securities Acquired (A Disposed Of (D) (Instr. 3, 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership				
					Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)			

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## Common Stock 200 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

03/21/2024

	erivative Conversion Date Execution Date, Transaction of Expiration Date Code (Instr. 5) Price of (Month/Day/Year) 8) Securities Code (Instr. 5) Price of Code (Instr. 5) P														
1. Title of Derivative Security (Instr. 3)	Conversion or Exercise	Date	Execution Date, if any	Transa Code (		of Deriv Secu Acqu (A) o Disp of (D	vative urities uired r osed ) r. 3, 4	Expiration Da	on Date Amount of Day/Year) Securities		Derivative Security	derivative Securities	Ownership Form:	of Indirect Beneficial	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Phantom Stock	(3)							(3)	(3)	Common Stock	1,263		1,263	D	

## Explanation of Responses:

Common Stock

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. Includes restricted stock units which vest 100% on August 8, 2024 and are settled in shares of Issuer common stock upon separation from service of the reporting person.

3. 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.

4. Restricted stock units which vest 100% on March 21, 2025 and are settle in shares of Issuer common stock upon separation from service of the reporting person.

/s/ Jennifer Staub, pursuant to 03/25/2024 power of attorney

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By

Spouse

\*\* 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.