#### CHEMUNG FINANCIAL CORP

Form 4

March 15, 2005

## FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

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**OMB APPROVAL** 

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

obligations

may continue.

See Instruction

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

1(b).

(Print or Type Responses)

| 1. Name and DALRYM | ng Person *       | 2. Issue<br>Symbol | r Name <b>an</b>               | <b>d</b> Ticker or Trading | 5. Relationsh<br>Issuer | 5. Relationship of Reporting Person(s) to Issuer |   |                                   |  |  |
|--------------------|-------------------|--------------------|--------------------------------|----------------------------|-------------------------|--|---|-----------------------------------|--|--|
|                    |                   |                    | •                              |                            | NANCIAL CORP            | ((   | icable)                                   |                                   |  |  |
| (Last)             | (First)           | (Middle)           |                                | of Earliest T<br>Day/Year) | ransaction              | X Directo<br>Officer<br>below)                   |   | 10% Owner<br>Other (specify<br>w) |  |  |
| 274 COLL           | MANAVENUL         | <u> </u>           | 03/13/2                        | .003                       |                         |  |   |                                   |  |  |
| (Street)           |                   |                    | 4. If Amendment, Date Original |                            |                         | 6. Individual                                    | 6. Individual or Joint/Group Filing(Check |                                   |  |  |
|                    |                   |                    | Filed(Mo                       | nth/Day/Yea                | r)                      |  | d by One Report                           | ~                                 |  |  |
| ELMIRA,            | NY 14905          |                    |                                |                            |                         | Person   | by More than C                            | me keporung                       |  |  |
| (City)             | (State)           | (Zip)              | Tab                            | le I - Non-                | Derivative Securities   | Acquired, Dispos                                 | ed of, or Bene                            | ficially Owned                    |  |  |
| 1.Title of         | 2. Transaction Da |                    |                                | 3.                         | 4. Securities           | 5. Amount of                                     | 6.  | 7. Nature of                      |  |  |

| (3)                                  | ( ,                                  | 1ab  | ie i - Non- | Derivative             | Secu   | rities A | cquirea, Dispose   | ea oi, or Benei  | icially Owned   |  |
|--------------------------------------|--------------------------------------|--|-------------|------------------------|--|----------|--|--|---|--|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date (Month/Day/Year) | nsaction Date 2A. Deemed h/Day/Year) Execution Date, if any (Month/Day/Year) |             | onAcquired<br>Disposed | Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5)<br>(A)<br>or |          | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
| Common<br>Stock                      | 03/15/2005                           |  | P           | 1,000                  | A  | \$ 33    | 112,885  | D  |   |  |
| Common<br>Stock                      |                                      |  |             |                        |  |          | 9,450  | I  | By Dalrymple<br>Trust   |  |
| Common<br>Stock                      |                                      |  |             |                        |  |          | 7,176 (2)  | I  | By Spouse   |  |
| Common<br>Stock                      |                                      |  |             |                        |  |          | 448,510 <u>(1)</u>   | I  | By Limited<br>Partnership   |  |
| Common<br>Stock                      |                                      |  |             |                        |  |          | 3,808 (2)  | I  | As Custodian<br>UGMA for<br>Children                              |  |

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| Common<br>Stock | 59,416 <u>(2)</u> | I | By Dalrymple Holding Corp.  |
|-----------------|-------------------|---|-----------------------------|
| Common<br>Stock | 30,230 (2)        | I | By<br>Susquehanna<br>Supply |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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.         | 6. Date Exerc | cisable and | 7. Title | e and    | 8. Price of | 9. Nu  |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------|-------------|----------|----------|-------------|--------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transacti  | onNumber   | Expiration D  | ate         | Amou     | nt of    | Derivative  | Deriv  |
| Security    | or Exercise |                     | any                | Code       | of         | (Month/Day/   | Year)       | Under    | lying    | Security    | Secui  |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8) | Derivative | e             |             | Securi   | ties     | (Instr. 5)  | Bene   |
|             | Derivative  |                     |                    |            | Securities | 3             |             | (Instr.  | 3 and 4) |             | Own    |
|             | Security    |                     |                    |            | Acquired   |               |             |          |          |             | Follo  |
|             |             |                     |                    |            | (A) or     |               |             |          |          |             | Repo   |
|             |             |                     |                    |            | Disposed   |               |             |          |          |             | Trans  |
|             |             |                     |                    |            | of (D)     |               |             |          |          |             | (Instr |
|             |             |                     |                    |            | (Instr. 3, |               |             |          |          |             |        |
|             |             |                     |                    |            | 4, and 5)  |               |             |          |          |             |        |
|             |             |                     |                    |            |            |               |             |          | Amount   |             |        |
|             |             |                     |                    |            |            |               |             |          | or       |             |        |
|             |             |                     |                    |            |            | Date          | Expiration  |          | Number   |             |        |
|             |             |                     |                    |            |            | Exercisable   | Date        |          | of       |             |        |
|             |             |                     |                    | Code V     | (A) (D)    |               |             |          | Shares   |             |        |

# **Reporting Owners**

| Reporting Owner Name / Address | Relationships |           |         |       |  |  |  |
|--------------------------------|---------------|-----------|---------|-------|--|--|--|
|                                | Director      | 10% Owner | Officer | Other |  |  |  |
| DALRYMPLE DAVID J              |               |           |         |       |  |  |  |
| 274 COLEMAN AVENUE             | X             | X         |         |       |  |  |  |
| ELMIRA, NY 14905               |               |           |         |       |  |  |  |

## **Signatures**

Jane H. Adamy, Attorney-in-Fact, pursuant to Power of Attorney dated November 2000.

03/15/2005

Date

\*\*Signature of Reporting Person

# **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).
- The reporting person disclaims beneficial ownership of stock held by Dalrymple Limited Partnership except to the extent of his pecuniary **(1)** interest.

Reporting Owners 2

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(2) Reporting person disclaims for the purpose of Section 16, the beneficial ownership of these shares.

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.