

FINANCIAL INSTITUTIONS INC  
Form 8-K  
May 08, 2013

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

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 8, 2013

**FINANCIAL INSTITUTIONS, INC.**

(Exact name of Registrant as specified in its charter)

New York  
(State or other jurisdiction  
of incorporation)

0-26481  
(Commission  
File Number)

16-0816610  
(IRS Employer  
Identification No.)

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**220 Liberty Street, Warsaw, New York**  
(Address of principal executive offices)

**14569**  
(Zip Code)

**Registrant's telephone number, including area code: (585) 786-1100**

**Not Applicable**

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 7.01 Regulation FD Disclosure.**

On May 8, 2013, at the 2013 Annual Meeting of Shareholders of Financial Institutions, Inc. (the Company), Martin K. Birmingham, the Company's President and Chief Executive Officer, and Kevin B. Klotzbach, Executive Vice President, Chief Financial Officer and Treasurer will share information about the Company and will answer questions from those attending the meeting in person. The slides to be presented are attached as Exhibit 99.1 to this Current Report on Form 8-K and are incorporated by reference into this Item 7.01. A copy of the presentation is also available on the Company's website: [www.fiiwarsaw.com](http://www.fiiwarsaw.com).

This information is furnished pursuant to Item 7.01 of Form 8-K and shall not be deemed to be filed for the purposes of Section 18 of the Securities Exchange Act of 1934 (Exchange Act), as amended, or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, whether made before or after the date of this report, except as shall be expressly set forth by specific reference in such filing.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

| <b>Exhibit<br/>Number</b> | <b>Description</b>  |
|---------------------------|---|
| <b>99.1</b>               | Presentation for Annual Meeting of Shareholders on May 8, 2013. |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**FINANCIAL INSTITUTIONS, INC.**

Date: May 8, 2013

By: */s/ Kevin B. Klotzbach*  
Kevin B. Klotzbach  
Executive Vice President, Chief Financial Officer and Treasurer