FORM 4

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

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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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* <u>CIVIL PATRICIA T</u>						2. Issuer Name <b>and</b> Ticker or Trading Symbol NBT BANCORP INC [ NBTB ]									k all applic	cable)	,					
(Last) (First) (Middle) 52 SOUTH BROAD STREET						3. Date of Earliest Transaction (Month/Day/Year) 05/01/2008									Officer below)	(give title		Other ( below)	specify			
(Street) NORWICH NY 13815					4. 1	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting								
(City)	(S	tate)	(Zip)												Person							
		Tab	ole I - Nor	ո-Deri	vativ	e Se	curitie	s A	cquired, [	Disp	osed o	f, or Be	nefi	cially	Owned	l						
1. Title of	Security (Ins	tr. 3)		2. Tran Date (Month		ear)	2A. Deemed Execution Date if any (Month/Day/Ye		Code (Instr.						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) (D)	r P	rice	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)			
		ommon Stock			01/2008				A		605	A	-	\$0(1)	1	9.675		D				
NBT Bar	icorp Inc. C	ommon Stock		<u> </u>	)1/200				A		400	A		\$0 <sup>(2)</sup>		9.675		D				
									quired, Di s, options						Owned							
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution I if any (Month/Day	Date,	4. Transaction Code (Instr 8)				6. Date Exercisa Expiration Date (Month/Day/Year			Amount Securitie Underlyi Derivativ	. Title and imount of securities Inderlying perivative Security Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownershi (Instr. 4)			
					Code	v	(A)	(D)	Date Exercisable		expiration pate	Title	or	ount nber res								
Non- Qualified Stock Option (right to buy)	\$22.5508	05/01/2008			A		1,750		05/01/2009 <sup>(3</sup>	3) 0	5/01/2018	NBT Bancorp Inc. Common Stock	1,7	750	\$0	1,750	0	D				
Non- Qualified Stock Option (right to buy)	\$18.3825								05/19/2004 <sup>(3</sup>	3) 0	5/19/2013	NBT Bancorp Inc. Common Stock		00		600		D				
Non- Qualified Stock Option (right to buy)	\$20.7492								05/01/2006 <sup>(3</sup>	3) 0	5/01/2015	NBT Bancorp Inc. Common Stock	1,5	500		1,500	0	D				
Non- Qualified Stock Option (right to buy)	\$20.7642								04/28/2007 <sup>(4</sup>	4) 0	4/28/2015	NBT Bancorp Inc. Common Stock	4	00		400		D				
Non- Qualified Stock Option (right to buy)	\$21.74								05/01/2007 <sup>(3</sup>	3) 0	5/01/2016	NBT Bancorp Inc. Common Stock	1,5	500		1,500	0	D				
Non- Qualified Stock Option (right to buy)	\$22.1388								01/01/2005 <sup>(3</sup>	3) 0	1/01/2014	NBT Bancorp Inc. Common Stock	1,5	500		1,500	0	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. Deemed Execution Date, if any (Month/Day/Year)	ate, Transac Code (Ir		5. Num of Deriva Securi Acquir (A) or Dispos of (D) (Instr. and 5)	tive ties red sed	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non- Qualified Stock Option (right to buy)	\$22.4842							05/01/2008 <sup>(3)</sup>	05/01/2017	NBT Bancorp Inc. Common Stock	1,500		1,500	D	
Non- Qualified Stock Option (right to buy)	\$23.2708							01/20/2006 <sup>(3)</sup>	01/20/2015	NBT Bancorp Inc. Common Stock	630		630	D	

## **Explanation of Responses:**

- 1. Acquired pursuant to the formula provisions of the NBT Bancorp Inc. Non-employee Directors' Restricted and Deferred Stock Plan pursuant to which each outside director is entitled to receive an annual retainer for Board service in the form of restricted shares of the Company's common stock rather than cash that vests in three annual installments.
- 2. Acquired pursuant to the NBT Bancorp Inc. Non-employee Directors' Restricted and Deferred Stock Plan pursuant to which each outside director is entitled to receive an annual retainer for Board service in the form of deferred shares of the Company's common stock rather than cash that vests immediately upon date of grant.
- 3. Pursuant to NBT Non-Employee Director, Divisional Director and Subsidiary Director Stock Option Plan grant vests 40% for first year, 20% annually for following years.
- 4. Pursuant to NBT Non-Employee Director, Divisional Director and Subsidiary Director Stock Option Plan reload grant vests 100% two years after date of its grant.

By: Michael J. Chewens,
Power of Attorney For: Patricia 05/05/2008
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\*\* Signature of Reporting Person Date

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

- $^{\star}$  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.