## FORM 5

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

## ANNUAL STATEMENT OF CHANGES IN BENEFICIAL **OWNERSHIP**

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Form 3 Holdings Reported.

Filed pursuant to Section 16(a) of the Securities Evolution Act of 1024

Form 4	4 Transactions	Reported.	FII	or Section					Company A										
1. Name and Address of Reporting Person* <u>CHEWENS MICHAEL J</u>			2. Issuer NBT I									elationship eck all appli Directo	cable)	10% Owner					
(Last) (First) (Middle) 52 SOUTH BROAD STREET					nent for	r Issue	er's Fisca	al Year	Ended (Mo	nth/Day/\	'ear)	]	below)			belo	er (sp w)	ecify	
(Street)	CH N	Y	13815	4. If Ame	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										Person								
		Tab	le I - Non-Deri	vative Sec	curiti	es A	cquire	ed, D	isposed	of, or l	3enefi	cial	ly Owned	i					
1. Title of S	ecurity (Instr.	3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution I if any (Month/Day	Date,		saction e (Instr.		curities Acq ) (Instr. 3, 4		or Dispos	sed	5. Amoun Securities Beneficia Owned at	lly end of	G. Ownership Form: Dire (Indirect (I) (Instr. 4)  I  I  I  I  Ownership Form: Dire (Indirect (I) (Instr. 4)  I  I  Ownership Form: Dire (Indirect (I) (Instr. 4)  I  I  I  D  Ownership Form: Dire (Instr. 4)  I  I  I  I  I  I  I  I  I  I  I  I  I	Direct	Indire Bene Owne	eficial ership	
								Amou	ınt	(A) or (D)	Price		Issuer's F Year (Inst 4)					nstr. 4)	
NBT Bar	ncorp Inc. C	Common Stock	12/31/2005				J	64	16.645	A	\$0 <sup>(1)</sup>		9,430.597		I		401k		
NBT Ban	ncorp Inc. C	Common Stock	12/31/2005			J		165.508		A	\$00	\$0 <sup>(2)</sup> 2,49		90.757		I Ba		BT ancorp SOP	
NBT Ban	ncorp Inc. C	Common Stock										4,		4,240.773		D			
		٦	Table II - Deriva (e.g., i										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 Date, if any (Month/Day/Year)	ecution Date, Transaction of Examp Code (Instr. Derivative (M		Expirat	oiration Date Amou onth/Day/Year) Secur Unde Deriv			Title and mount of ecurities nderlying erivative Security 1str. 3 and 4)		8. Price of Derivative Security (Instr. 5)  Benei Owne Follon Reportant (Instr. 5)		re es ially ng d tion(s)	10. Owners Form: Direct (I or Indire (I) (Insti	hip D) ect	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
					(A)	(D)	Date Exercis	quired, Disponent of (D) (Instr. Amount 646.6 Co. 165.5		Title	Amo or Nun of Sha								
Non- Qualified Stock Option (right to buy)	\$14.3492						01/28/2003 <sup>(3)</sup>		01/28/2012	NBT Banco Inc. Comm Stock	5,9 on	980		5,980		D			
Non- Qualified Stock Option (right to buy)	\$16.0625						01/22/2	.002 <sup>(3)</sup>	01/22/201:	NBT Banco Inc. Comm Stock	rp 25,	600		25,6	00	D			
Non- Qualified Stock Option (right to buy)	\$17.538						01/01/2	2004 <sup>(3)</sup>	01/01/2013	NBT Banco Inc. Comm Stock	rp 19,	875		19,8	75	D			
Non- Qualified Stock Option (right to buy)	\$18.1632						01/27/1	999 <sup>(3)</sup>	01/27/2008	NBT Banco Inc. Comm Stock	7p 9,2	261		9,20	51	D			
Non- Qualified Stock Option (right to buy)	\$20.5952						01/26/2	2000 <sup>(3)</sup>	01/26/2009	NBT Banco Inc. Comm Stock	9,6	660		9,60	60	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)	4. Transaction Code (Instr. 8)	of		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)
					(A)	(D)	Date Expiration Exercisable Date 1		Title	Amount or Number of Shares				
Non- Qualified Stock Option (right to buy)	\$22.1715						01/01/2005 <sup>(3)</sup>	01/01/2014	NBT Bancorp Inc. Common Stock	17,015		17,015	D	
Non- Qualified Stock Option (right to buy)	\$23.2708						01/20/2006 <sup>(3)</sup>	01/20/2015	NBT Bancorp Inc. Common Stock	17,507		17,507	D	

## Explanation of Responses:

- 1. Shares were purchased from 1/1/2005 through 12/31/2005 through NBT Bancorp Inc. 401k Plan.
- $2. \ Shares \ were \ purchased \ from \ 1/1/2005 \ through \ 12/31/2005 \ through \ NBT \ Bancorp \ Inc. \ ESOP \ Plan.$
- $3.\ Pursuant\ to\ NBT\ Bancorp\ Inc.\ 1993\ Stock\ Option\ Plan\ grant\ vests\ 40\%\ for\ first\ year,\ 20\%\ annually\ for\ following\ years.$

Michael J Chewens 02/10/2006

\*\* 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.