SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
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1. Name and Addres	ss of Reporting Persor <mark>/IARTIN A</mark>	1*	2. Issuer Name and Ticker or Trading Symbol <u>NBT BANCORP INC</u> [NBTB]		ationship of Reporting Person(s) to Issuer (all applicable) Director 10% Owner			
I (Last) (FIISt) (MIQUE) I			3. Date of Earliest Transaction (Month/Day/Year) 11/23/2015	X	Officer (give title below) President & CEO NBT	Other (specify below)		
(Street) NORWICH	NY	13815	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	Form filed by One Reporting Person Form filed by More than One Reporting			
(City)	(State)	(Zip)			Person			

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Disposed Of			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
NBT Bancorp Inc. Common Stock	11/23/2015		М		12,641	A	\$24.5692	200,067.569	D	
NBT Bancorp Inc. Common Stock	11/23/2015		F		10,294	D	\$30.17	189,773.569	D	
NBT Bancorp Inc. Common Stock	11/23/2015		F		1,313	D	\$30.17	188,460.569	D	
NBT Bancorp Inc. Common Stock	11/23/2015		М		30,000	A	\$20.94	218,460.569	D	
NBT Bancorp Inc. Common Stock	11/23/2015		F		20,822	D	\$30.17	197,638.569	D	
NBT Bancorp Inc. Common Stock	11/23/2015		F		5,136	D	\$30.17	192,502.569	D	
NBT Bancorp Inc. Common Stock								18,945.912	I	401k
NBT Bancorp Inc. Common Stock								755	I	Custodian for Minor
NBT Bancorp Inc. Common Stock								10,731.723	I	NBT Bancorp ESOP

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. Transa Code (8)				6. Date Exerci Expiration Dat (Month/Day/Ye	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	erivative derivative security Securities		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)	\$20.94	11/23/2015		М			30,000	11/18/2013 ⁽¹⁾	11/18/2021	NBT Bancorp Inc. Common Stock	30,000	\$30.17	0	D	
Non- Qualified Stock Option (right to buy)	\$ 24.5692	11/23/2015		М			12,641	12/27/2009 ⁽¹⁾	12/27/2017	NBT Bancorp Inc. Common Stock	12,641	\$30.17	0	D	
Non- Qualified Stock Option (right to buy)	\$20.19							01/15/2011 ⁽²⁾	01/15/2020	NBT Bancorp Inc. Common Stock	25,000		25,000	D	
Non- Qualified Stock Option (right to buy)	\$20.3617							01/15/2009 ⁽³⁾	01/15/2018	NBT Bancorp Inc. Common Stock	25,000		25,000	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. Transa Code (8)		n of		of Derivative Securities Acquired (A) or Disposed of (D) (Instr.		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) 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)	\$25.15							10/29/2016 ⁽¹⁾	10/29/2024	NBT Bancorp Inc. Common Stock	20,575		20,575	D			
Non- Qualified Stock Option (right to buy)	\$25.36							10/29/2016 ⁽¹⁾	10/29/2024	NBT Bancorp Inc. Common Stock	1,166		1,166	D			
Non- Qualified Stock Option (right to buy)	\$25.38							01/15/2010 ⁽²⁾	01/15/2019	NBT Bancorp Inc. Common Stock	25,000		25,000	D			
Non- Qualified Stock Option (right to buy)	\$25.762							01/01/2008 ⁽³⁾	01/01/2017	NBT Bancorp Inc. Common Stock	28,000		28,000	D			
Non- Qualified Stock Option (right to buy)	\$26.67							09/14/2017 ⁽¹⁾	09/14/2025	NBT Bancorp Inc. Common Stock	13,641		13,641	D			

Explanation of Responses:

1. Pursuant to NBT Bancorp Inc. 1993 Stock Option Plan reload grant vests 100% two years after date of its grant.

2. Pursuant to NBT Bancorp Inc. Omnibus Stock Option Agreement the grant vests 40% for first year, 20% annually for following years.

3. Pursuant to NBT Bancorp Inc. 1993 Stock Option Plan grant vests 40% for first year, 20% annually for following years.

By: F. Sheldon Prentice For: Martin A. Dietrich

11/25/2015

** 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.

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