SEC Form 4

FORM 4

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

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

1. Name and Address of Reporting Person*	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

NASSER JOSEPH G
 	
 (Last) (First) (Middle)
 	
 52 SOUTH BROAD STREET
 	
 (Street)
 	
 NORWICH NY 13815
 	
 (City) (State) (Zip)
	NBT BANCORP INC [NBTB]
	
	 3. Date of Earliest Transaction (Month/Day/Year)
	 01/24/2005
	
	 4. If Amendment, Date of Original Filed (Month/Day/Year)
		X Director 10% Owner
		    Officer (give title below) Other (specify below)
		
		 6. Individual or Joint/Group Filing (Check Applicable Line)
		 X Form filed by One Reporting Person
		    Form filed by More than One Reporting 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) Code	V	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) Amount	(A) or (D)	Price	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
NBT Bancorp Inc. Common Stock								22,283	D	
NBT Bancorp Inc. Common Stock								26,569	I	Custodian for Minor

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) Code	V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A)	(D)	6. Date Exercisable and Expiration Date (Month/Day/Year) Date Exercisable	Expiration Date	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) Title	Amount or Number of Shares	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)
Non-Qualified Stock Option (right to buy)	$23.2708	01/24/2005		A		630		01/20/2006[1]	01/20/2015	NBT Bancorp Inc. Common Stock	630	$0	630	D	
Non-Qualified Stock Option (right to buy)	$14.3492							01/28/2003[1]	01/28/2012	NBT Bancorp Inc. Common Stock	1,500		1,500	D	
Non-Qualified Stock Option (right to buy)	$16.0625							01/22/2002[1]	01/22/2011	NBT Bancorp Inc. Common Stock	1,500		1,500	D	
Non-Qualified Stock Option (right to buy)	$17.6008							01/01/2004[1]	01/01/2013	NBT Bancorp Inc. Common Stock	1,438		1,438	D	
Non-Qualified Stock Option (right to buy)	$22.1388							01/01/2005[1]	01/01/2014	NBT Bancorp Inc. Common Stock	1,500		1,500	D	

Explanation of Responses:

1. 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.

By: Michael J. Chewens,
Power of Attorney For: Joseph Nasser   01/26/2005

** 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).