FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT	OF CHANGE	S IN BENEFICIAL	OWNERSHIP

OMB APPROVAL

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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(h)

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(b) of the Investment Company Act of 1940

					_	ection 30(h) of the				OT 1940					
		f Reporting Perso <u>HAEL M</u>	n [*]			uer Name and Tic					(Ch	Relationship of eck all applications X	able)	g Person(s) to Is	
(Last)	(F ΓΗ BROAI	irst)	(Middle)			te of Earliest Trans	saction ((Month	n/Day/Year)			Officer below)	(give title	Other below	(specify
32 300 1	III BROTIL	JUIKLLI			4. If A	Amendment, Date of	of Origin	nal File	d (Month/Da	v/Year)	6. Ir	ndividual or J	oint/Group	Filing (Check A	pplicable
(Street)	CH N	Y	13815			monament, bace v	or Origin	iai i iic	a (World # Da	y, reary	Line	e) <mark>X</mark> Form fi	led by One	Reporting Persethan One Rep	on
(City)	(S	tate)	(Zip)									Persor			
		Ta	able I - N	on-Deri	vative	Securities Ac	quire	d, Di	sposed o	f, or Be	neficial	ly Owned			
1. Title of S	Security (Ins	tr. 3)		2. Transaction Date (Month/Day/Yea		ar) 2A. Deemed Execution Date, if any (Month/Day/Year)		action (Instr.	(A) or			Securition Beneficion Owned I Reporte	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
							Code	٧	Amount	(A) or (D)	Price	(Instr. 3			
NBT Ban	corp Inc. C	Common Stock		05/10/	2010		M		600	Α	\$22.154	42 27	,017	D	
NBT Ban	corp Inc. C	Common Stock		05/10/	2010		S		600	D	\$24.26	6 26	,417	D	
NBT Ban	corp Inc. C	Common Stock		05/10/	2010		M		400	A	\$22.154	42 26	,817	D	
NBT Ban	corp Inc. C	Common Stock		05/10/	2010		S		400	D	\$24.26	6 26	,417	D	
NBT Ban	corp Inc. C	Common Stock		05/10/	2010		M		630	A	\$23.270	08 27	,047	D	
NBT Ban	corp Inc. C	Common Stock		05/10/	2010		S		630	D	\$24.26	6 26	,417	D	
NBT Ban	corp Inc. C	Common Stock		05/10/	2010		M		300	A	\$23.113	33 26	,717	D	
NBT Ban	corp Inc. C	Common Stock		05/10/	2010		S		300	D	\$24.26	6 26	,417	D	
NBT Ban	corp Inc. C	Common Stock		05/10/	2010		M		100	A	\$23.113	33 26	,517	D	
NBT Ban	corp Inc. C	Common Stock		05/10/	2010		S		100	D	\$24.26	6 26	,417	D	
NBT Ban	corp Inc. C	Common Stock		05/10/	2010		M		100	A	\$23.05	5 26	,517	D	
NBT Ban	corp Inc. C	Common Stock		05/10/	2010		S		100	D	\$24.26	6 26	,417	D	
NBT Ban	corp Inc. C	Common Stock		05/10/	2010		M		300	A	\$20.749	92 26	,717	D	
NBT Ban	corp Inc. C	Common Stock		05/10/	2010		S		300	D	\$24.26	6 26	,417	D	
NBT Ban	corp Inc. C	Common Stock		05/10/	2010		M		1,500	A	\$21.74	4 27	,917	D	
NBT Ban	corp Inc. C	Common Stock		05/10/	2010		S		1,500	D	\$24.26	6 26	,417	D	
NBT Ban	corp Inc. C	Common Stock		05/10/	2010		M		1,200	A	\$22.484	42 27	,617	D	
NBT Ban	corp Inc. C	Common Stock		05/10/	2010		S		1,200	D	\$24.26	6 26	,417	D	
NBT Ban	corp Inc. C	Common Stock		05/10/	2010		M		100	A	\$18.340	08 26	,517	D	
NBT Ban	corp Inc. C	Common Stock		05/10/	2010		S		100	D	\$24.26	6 26	,417	D	
NBT Ban	corp Inc. C	Common Stock		05/10/	2010		M		900	A	\$22.550	08 27	,317	D	
NBT Ban	corp Inc. C	Common Stock		05/10/	2010		S		900	D	\$24.20	6 26	,417	D	
NBT Ban	corp Inc. C	Common Stock										2,	950	I	by Spouse
			Table II			ecurities Acq alls, warrants						Owned			,
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year		med on Date,	Transact Code (In: 8)	5. Number ion of	•	Exercis	sable and e	7. Title an Amount o Securities Underlyin	nd of s ng e Security	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactic (Instr. 4)	Ownershi Form: Direct (D) or Indirect (I) (Instr.	Beneficial Ownership t (Instr. 4)

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)	Code V (A) U(D) (CODE (Instr. 8) (A) U(D) (A) Or Disposed of (D) (Instr. 3, 4 and 5)		Date Expiration ExBedis Biller ois abiliteand Expiration Date (Month/Day/Year)		7itlettle and Shares 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			Date Exercisable	Expiration Date	Title	Amount or Number of Shares					
Non- Qualified Stock Option (right to buy)	\$18.3408	05/10/2010		М			100	08/08/2009 ⁽¹⁾	08/08/2017	NBT Bancorp Inc. Common Stock	100	\$24.25	0	D	
Non- Qualified Stock Option (right to buy)	\$20.7492	05/10/2010		М			300	05/01/2006 ⁽²⁾	05/01/2015	NBT Bancorp Inc. Common Stock	300	\$24.25	0	D	
Non- Qualified Stock Option (right to buy)	\$21.74	05/10/2010		М			1,500	05/01/2007 ⁽²⁾	05/01/2016	NBT Bancorp Inc. Common Stock	1,500	\$24.25	0	D	
Non- Qualified Stock Option (right to buy)	\$22.1542	05/10/2010		М			600	02/02/2006 ⁽¹⁾	02/02/2014	NBT Bancorp Inc. Common Stock	600	\$24.25	400	D	
Non- Qualified Stock Option (right to buy)	\$22.1542	05/10/2010		М			400	02/02/2006 ⁽¹⁾	02/02/2014	NBT Bancorp Inc. Common Stock	400	\$24.25	0	D	
Non- Qualified Stock Option (right to buy)	\$22.4842	05/10/2010		М			1,200	05/01/2008 ⁽²⁾	05/01/2017	NBT Bancorp Inc. Common Stock	1,200	\$24.25	300	D	
Non- Qualified Stock Option (right to buy)	\$22.5508	05/10/2010		М			900	05/01/2009 ⁽²⁾	05/01/2018	NBT Bancorp Inc. Common Stock	900	\$24.25	600	D	
Non- Qualified Stock Option (right to buy)	\$23.05	05/10/2010		М			100	01/28/2007 ⁽¹⁾	01/28/2015	NBT Bancorp Inc. Common Stock	100	\$24.25	0	D	
Non- Qualified Stock Option (right to buy)	\$23.1133	05/10/2010		М			300	01/26/2007 ⁽¹⁾	01/26/2015	NBT Bancorp Inc. Common Stock	300	\$24.25	100	D	
Non- Qualified Stock Option (right to buy)	\$23.1133	05/10/2010		М			100	01/26/2007 ⁽¹⁾	01/26/2015	NBT Bancorp Inc. Common Stock	100	\$24.25	0	D	
Non- Qualified Stock Option (right to buy)	\$23.2708	05/10/2010		М			630	01/20/2006 ⁽²⁾	01/20/2015	NBT Bancorp Inc. Common Stock	630	\$24.25	0	D	

Explanation of Responses:

- 1. 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.
- 2. 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:

05/12/2010

Michael M. Murphy

** 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.

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