

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL	
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1. Name and Address of Reporting Person* FORSYTHE DARYL R _____ (Last) (First) (Middle) 52 SOUTH BROAD STREET _____ (Street) NORWICH NY 13815 _____ (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol NBT BANCORP INC [NBTB]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chairman & CEO NBT Bancorp		
			3. Date of Earliest Transaction (Month/Day/Year) 08/25/2004			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
			4. If Amendment, Date of Original Filed (Month/Day/Year)					

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 Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			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)
			Code	V	Amount	(A) or (D)	Price			
NBT Bancorp Inc. Common Stock	08/25/2004		M		23,589	A	\$14.88	99,532.792	D	
NBT Bancorp Inc. Common Stock	08/25/2004		S		23,589	D	\$22.5003	75,943.792	D	
NBT Bancorp Inc. Common Stock								8,171.899	I	401k
NBT Bancorp Inc. Common Stock								2,758.846	I	NBT Bancorp ESOP
NBT Bancorp Inc. Common Stock								1,511	I	by Spouse

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)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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					
Non-Qualified Stock Option (right to buy)	\$14.88	08/25/2004		M			23,589	01/24/2001 ⁽¹⁾	01/24/2010	NBT Bancorp Inc. Common Stock	\$0	10,200	D	
Non-Qualified Stock Option (right to buy)	\$14.3492							01/28/2003 ⁽¹⁾	01/28/2012	NBT Bancorp Inc. Common Stock		52,300	D	
Non-Qualified Stock Option (right to buy)	\$16.0625							01/22/2002 ⁽¹⁾	01/22/2011	NBT Bancorp Inc. Common Stock		54,500	D	
Non-Qualified Stock Option (right to buy)	\$17.538							01/01/2004 ⁽¹⁾	01/01/2013	NBT Bancorp Inc. Common Stock		36,375	D	
Non-Qualified Stock Option (right to buy)	\$18.1632							01/27/1999 ⁽¹⁾	01/27/2008	NBT Bancorp Inc. Common Stock		41,306.99	D	
Non-Qualified Stock Option (right to buy)	\$19.7917							08/11/2005 ⁽²⁾	08/11/2013	NBT Bancorp Inc. Common Stock		5,200	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)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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)	\$19.7925							08/14/2005 ⁽²⁾	08/14/2013	NBT Bancorp Inc. Common Stock	6,050		6,050	D	
Non-Qualified Stock Option (right to buy)	\$19.8125							08/12/2005 ⁽²⁾	08/12/2013	NBT Bancorp Inc. Common Stock	11,700		11,700	D	
Non-Qualified Stock Option (right to buy)	\$20.0558							08/05/2005 ⁽²⁾	08/05/2013	NBT Bancorp Inc. Common Stock	4,000		4,000	D	
Non-Qualified Stock Option (right to buy)	\$20.441							04/28/2001 ⁽²⁾	04/28/2009	NBT Bancorp Inc. Common Stock	10,500		10,500	D	
Non-Qualified Stock Option (right to buy)	\$20.5952							01/26/2000 ⁽¹⁾	01/26/2009	NBT Bancorp Inc. Common Stock	36,435		36,435	D	
Non-Qualified Stock Option (right to buy)	\$22.1715							01/01/2005 ⁽¹⁾	01/01/2014	NBT Bancorp Inc. Common Stock	30,444		30,444	D	

Explanation of Responses:

- Pursuant to NBT Bancorp Inc. 1993 Stock Option Plan grant vests 40% for first year, 20% annually for following years.
- Pursuant to NBT Bancorp Inc. 1993 Stock Option Plan reload grant vests 100% two years after date of its grant.

By: Michael J. Chewens, Power
of Attorney For: Daryl R. Forsythe 08/26/2004

** 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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