FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, D. | C. 20549 |
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| TATEMENT | OF CHANGES | IN BENEFICIAL | OWNERSHI |
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| Ì | OMB Number: | 3235-0287 |
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| | hours per response: | 0.5 |

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 S | Section | on 30(r | ı) of th | e Investmei | nt Cor | npany Act | of 19 | 40 | | | | | | | |
|--|---|--|--|--------------------|---------------------------------|---|---|---|------------------------|---------------|------------------------|------------------|---|---|---|--|---|---------|------------|--|
| 1. Name and Address of Reporting Person* <u>LEVY JEFFREY M</u> | | | | | | 2. Issuer Name and Ticker or Trading Symbol NBT BANCORP INC [NBTB] | | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (all a title Check (specific | | | | | |
| (Last) (First) (Middle) 52 SOUTH BROAD STREET | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 03/10/2015 | | | | | | | | | X Officer (give title Other (specify below) EVP/ Pres Commercial Banking | | | | | |
| (Street) NORWI | | | 13815 | | 4. If | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | 6. Individual or Joint/Group Filing (Check App Line) X Form filed by One Reporting Person Form filed by More than One Report | | | | | n | | |
| (City) | (S | tate) | (Zip) | | <u> </u> | | | | | | | | | | | | | | | |
| Table I - Nor 1. Title of Security (Instr. 3) | | | 2. Transaction Date (Month/Day/Year | | 2A. Deemed Execution Date, | | 3. Transa Code (| 3. Transaction Code (Instr. | | | | | 5. Amou Securitie Benefici Owned I | nt of es ally Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | 7. Nature of Indirect Beneficial Ownership | | | |
| | | | | | | | | | Code | v | Amount | | (A) or (D) | Price | | eported ansaction(s) estr. 3 and 4) | | | (Instr. 4) | |
| NBT Bar | ncorp Inc. C | ommon Stock | | 03/10 |)/2015 | 5 | | | A | | 5,421 ⁽¹⁾ A | | A | \$0.0 | 46,6 | 93.93 | D | | | |
| NBT Bar | ncorp Inc. C | ommon Stock | | | | | | | | | | | | 5,53 | 0.388 | I | | 401k | | |
| NBT Bar | ncorp Inc. C | ommon Stock | | | | | | | | | | | | | 1,08 | 1,080.335 | | 0.335 I | | |
| | | | Table II - | Deriva (e.g., p | tive S uts, o | Secu | uritie: s, wa | s Ac | quired, C s, option | ispo is, c | osed of onverti | or l | Benefi securi | cially ties) | / Owned | | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deeme Execution if any (Month/Day | Date, 1 | I. Fransac Code (Ir 3) | | 5. Nu of Deriv Secu Acqu (A) or Dispo of (D) (Instr | 6. Date Exe Expiration (Month/Day | of Securities | | | ecurity | 8. Price of Derivative Security (Instr. 5) | 9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4) | is Illy | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership (Instr. 4) | | | |
| | | | | C | Code | v | (A) | (D) | Date Exercisable | | xpiration ate | Title | O N O | umber | | | | | | |
| Non- Qualified Stock Option (right to buy) | \$20.19 | | | | | | | | 01/15/2011 | (2) 0 | 1/15/2020 | Ban In Com | BT corp ic. 1 imon ock | 8,000 | | 18,000 |) | D | | |
| Non- Qualified Stock Option (right to buy) | \$20.3617 | | | | | | | | 01/15/2009 | (3) 0 | 1/15/2018 | Ban In Com | | 7,500 | | 7,500 | | D | | |
| Non- Qualified Stock Option (right to buy) | \$22.352 | | | | | | | | 01/01/2007 | (3) 0 | 1/01/2016 | Ban In Com | | 5,000 | | 5,000 | ' | D | | |
| Non- Qualified Stock Option (right to buy) | \$25.38 | | | | | | | | 01/15/2010 | (2) 0 | 1/15/2019 | Ban In Com | | 3,000 | | 13,000 |) | D | | |
| Non- Qualified Stock Option (right to | \$25.762 | | | | | | | | 01/01/2008 | (3) 0 | 1/01/2017 | Ban In Com | | 9,000 | | 9,000 | | D | | |

Explanation of Responses:

- 1. Pursuant to NBT Bancorp Inc. Omnibus Performance Unit Agreement, each member of a select group of Management is entitled to receive an award based on Company performance goals in the form of restricted stock units that vest one year following the end of a performance period.
- 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, Power 03/11/2015 of Attorney For: Jeffrey M. Levy

** 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.

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.