FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | | | | | | | | | | |
|--------------|----------|--|--|--|--|--|--|--|--|--|
| OMB Ni | 2025 200 | | | | | | | | | |

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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(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

| Name and Address of Reporting Person* DIETRICH MARTIN A | | | | | | 2. Issuer Name and Ticker or Trading Symbol NBT BANCORP INC [NBTB] | | | | | | | | | Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner | | | | | | |
|-------------------------------------------------------------|-----------------------------------------------------------------------------------|------------------------|------------------|---------------------|-------------------------------------------------------------|----------------------------------------------------------------------|---------------------------------------------------------------------------------|----------------|-------------------------------------|-------------------------|-------------|---------------------------------------------------------|----------------------------|------------|------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------|-----------------|-------------------------------------------------|------------------------------------------------------|--|--|
| (Last) (First) (Middle) 52 SOUTH BROAD STREET | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 10/30/2006 | | | | | | | | | below) | | O NB' | below) | . , | | | |
| (Street) NORWICH NY 13815 | | | | | 4. | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting | | | | | | |
| (City) | (S | State) | (Zip) | | | | | | | | | | | | | | | | | | |
| | | Ta | able I - N | on-De | rivati | ve S | ecuri | ities <i>l</i> | Acquire | d, D | isposed | of, or B | enefici | ally | Owned | | | | | | |
| 1. Title of | Security (Ins | tr. 3) | | Date | | ar) i | Executi If any | on Date | Code | | ı Dispose | ties Acquire d Of (D) (Ins | ed (A) or etr. 3, 4 and | i 5) | Securities Beneficial Owned Fo | i Ily | Form: (D) or | Direct Indirect I | Indirect Beneficial Ownership | | |
| | | | | | | | | | Code | V | Amount | (A) or (D) | Price | | Transaction (Instr. 3 a | on(s) nd 4) | | | | | |
| NBT Ban | corp Inc. C | ommon Stock | | 10/30/2006 | | 6 | | | S | | 1,000 | D | \$24.8 | 3722 | 6,0 | 00 | | | • | | |
| NBT Ban | corp Inc. C | ommon Stock | | | | | | | | | | | | 39,218.506 | | .506 D | | | | | |
| NBT Ban | corp Inc. C | ommon Stock | | | | | | | | | | | | | 13,164.997 | | I 4 | | 401k | | |
| NBT Ban | corp Inc. C | ommon Stock | | | | | | | | | | | | | 245. | 245.401 | | | | | |
| NBT Bancorp Inc. Common Stock | | | | | | | | | | | | | | 8,013.387 | | I E | | Bancorp | | | |
| NBT Bancorp Inc. Common Stock | | | | | | | | | | | | | 848 | | | | · | | | | |
| | | NET BANCORP INC NETB | | | | | | | | | | | | | | | | | | | |
| 1. Title of Derivative Security (Instr. 3) | Derivative Conversion Date Execution Security or Exercise (Month/Day/Year) if any | | Execution if any | ed 4. Date, Transac | | ction | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 | | 6. Date Exercisable Expiration Date | | able and | Securities Underly Derivative Security (Instr. 3 and 4) | | of ng | Derivative Security | derivative Securities Beneficially Owned Following Reported Transaction(s) | | Ownership Form: Direct (D) or Indirect | of Indirect Beneficial Ownership (Instr. 4) | | |
| | | | | | Code | v | (A) | (D) | | | | Title | Number | | | | | | | | |
| Non- Qualified Stock Option (right to buy) | \$14.3492 | | | | | | | | 01/28/200 | 3 ⁽¹⁾ | 01/28/2012 | Bancorp Inc. Common | 36,20 | 00 | | 36,200 | | D | | | |
| Non- Qualified Stock Option (right to buy) | \$16.227 | | | | | | | | 08/03/200 | 3 ⁽²⁾ | 08/03/2011 | Bancorp Inc. Common | 4,34 | 6 | | 4,34 | .6 | D | | | |
| Non- Qualified Stock Option (right to buy) | \$17.538 | | | | | | | | 01/01/200 | 4 ⁽¹⁾ | 01/01/2013 | Bancorp Inc. Common | 24,00 | 00 | | 24,00 | 00 | D | | | |
| Non- Qualified Stock Option (right to buy) | \$18.1632 | | | | | | | | 01/27/199 | 9 ⁽¹⁾ | 01/27/2008 | Bancorp Inc. Common | 12,641 | .99 | | 12,641 | 1.99 | D | | | |
| Non- Qualified Stock Option (right to | \$20.5952 | | | | | | | | 01/26/200 | 0(1) | 01/26/2009 | Bancorp Inc. | 15,54 | 10 | | 15,54 | <u> </u> | 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) Securities Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | vative irities uired or osed) r. 3, 4 | 6. Date Exerci Expiration Dat (Month/Day/Ye | e | | | 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) | \$22.1715 | | | | | | | 01/01/2005 ⁽¹⁾ | 01/01/2014 | NBT Bancorp Inc. Common Stock | 21,311 | | 21,311 | D | |
| Non- Qualified Stock Option (right to buy) | \$22.205 | | | | | | | 02/11/2006 ⁽²⁾ | 02/11/2014 | NBT Bancorp Inc. Common Stock | 3,840 | | 3,840 | D | |
| Non- Qualified Stock Option (right to buy) | \$22.352 | | | | | | | 01/01/2007 ⁽¹⁾ | 01/01/2016 | NBT Bancorp Inc. Common Stock | 30,000 | | 30,000 | D | |
| Non- Qualified Stock Option (right to buy) | \$23.2708 | | | | | | | 01/20/2006 ⁽¹⁾ | 01/20/2015 | NBT Bancorp Inc. Common Stock | 22,423 | | 22,423 | D | |
| Non- Qualified Stock Option (right to buy) | \$24.4458 | | | | | | | 08/01/2007 ⁽²⁾ | 08/01/2015 | NBT Bancorp Inc. Common Stock | 6,470 | | 6,470 | D | |

Explanation of Responses:

- 1. Pursuant to NBT Bancorp Inc. 1993 Stock Option Plan grant vests 40% for first year, 20% annually for following years.
- $2.\ Pursuant\ to\ NBT\ Bancorp\ Inc.\ 1993\ Stock\ Option\ Plan\ reload\ grant\ vests\ 100\%\ two\ years\ after\ date\ of\ its\ grant.$

Martin A Dietrich 11/01/2006

** 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.