

**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	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>FORSYTHE DARYL R</u>			2. Issuer Name and Ticker or Trading Symbol <u>NBT BANCORP INC [ NBTB ]</u>			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) <b>CEO NBT Bancorp</b>			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>06/28/2005</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person			
<u>52 SOUTH BROAD STREET</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)						
(Street)	<u>NORWICH</u>	<u>NY</u>	<u>13815</u>						
(City)	(State)	(Zip)							

**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	06/28/2005		M		26,606	A	\$18.1632	135,281.691	D	
NBT Bancorp Inc. Common Stock	06/28/2005		S		26,606	D	\$24	108,675.691	D	
NBT Bancorp Inc. Common Stock	06/28/2005		M		10,154	A	\$20.5952	118,829.691	D	
NBT Bancorp Inc. Common Stock	06/28/2005		S		10,154	D	\$24.0163	108,675.691	D	
NBT Bancorp Inc. Common Stock	06/29/2005		M		9,403	A	\$20.5952	118,078.691	D	
NBT Bancorp Inc. Common Stock	06/29/2005		S		9,403	D	\$24.0004	108,675.691	D	
NBT Bancorp Inc. Common Stock								8,585.849	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	Title	Amount or Number of Shares				
Non-Qualified Stock Option (right to buy)	\$18.1632	06/28/2005		M		26,606		01/27/1999 <sup>(1)</sup>	01/27/2008	NBT Bancorp Inc. Common Stock	26,606	\$0	5,516.99	D	
Non-Qualified Stock Option (right to buy)	\$20.5952	06/28/2005		M		10,154		01/26/2000 <sup>(1)</sup>	01/26/2009	NBT Bancorp Inc. Common Stock	10,154	\$0	26,281	D	
Non-Qualified Stock Option (right to buy)	\$20.5952	06/29/2005		M		9,403		01/26/2000 <sup>(1)</sup>	01/26/2009	NBT Bancorp Inc. Common Stock	9,403	\$0	16,878	D	
Non-Qualified Stock Option (right to buy)	\$14.3492							01/28/2003 <sup>(1)</sup>	01/28/2012	NBT Bancorp Inc. Common Stock	20,920		20,920	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)	\$16.0625							01/22/2002 <sup>(1)</sup>	01/22/2011	NBT Bancorp Inc. Common Stock	10,900		10,900	D	
Non-Qualified Stock Option (right to buy)	\$17.538							01/01/2004 <sup>(1)</sup>	01/01/2013	NBT Bancorp Inc. Common Stock	21,825		21,825	D	
Non-Qualified Stock Option (right to buy)	\$19.7917							08/11/2005 <sup>(2)</sup>	08/11/2013	NBT Bancorp Inc. Common Stock	5,200		5,200	D	
Non-Qualified Stock Option (right to buy)	\$19.7925							08/14/2005 <sup>(2)</sup>	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 <sup>(2)</sup>	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 <sup>(2)</sup>	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 <sup>(2)</sup>	04/28/2009	NBT Bancorp Inc. Common Stock	10,500		10,500	D	
Non-Qualified Stock Option (right to buy)	\$22.1715							01/01/2005 <sup>(1)</sup>	01/01/2014	NBT Bancorp Inc. Common Stock	30,444		30,444	D	
Non-Qualified Stock Option (right to buy)	\$22.3517							09/01/2006 <sup>(2)</sup>	09/01/2014	NBT Bancorp Inc. Common Stock	9,700		9,700	D	
Non-Qualified Stock Option (right to buy)	\$22.4075							09/08/2006 <sup>(2)</sup>	09/08/2014	NBT Bancorp Inc. Common Stock	15,365		15,365	D	
Non-Qualified Stock Option (right to buy)	\$23.2708							01/20/2006 <sup>(1)</sup>	01/20/2015	NBT Bancorp Inc. Common Stock	31,907		31,907	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      06/30/2005

\*\* 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).

\*\* 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.**