FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Wasl

nington, D.C. 20549		

Washington, D.C. 20549	OMB APPROVAL				
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP	OMB Number:	3235-0287			
OTATEMENT OF OTTATOLO IN BEITE TOTAL OWNERORIII	Estimated average bur	den			
Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934	hours per response:	0.5			
or Section 30(h) of the Investment Company Act of 1940					

1. Name and Address of Reporting Person*  MITCHELL JOHN C						2. Issuer Name and Ticker or Trading Symbol NBT BANCORP INC [ NBTB ]  5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner																				
(Last)	•	•	(Middle	9)		3. Date of Earliest Transaction (Month/Day/Year) 11/10/2004									Officer (give title Other (specify below) below)					pecify						
(Street)	CH N	Y	13815	5	_   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	tate)	(Zip)												Persor	1										
		Tab	ole I -	Non-Deri	vativ	e Sec	uriti	es A	cquir	ed, I	Disposed (	of, or E	Benefi	cial	ly Owned											
1. Title of	Security (Ins	tr. 3)		2. Transact Date (Month/Day		Execution Date, ar) if any		Execution Date, r) if any		Execution Date, if any		Execution Date, if any		tion Date,		ction Instr.	4. Securities Acquire Disposed Of (D) (Inst				5. Amount of Securities Beneficially Owned Following Reported		6. Ownershi Form: Direc (D) or Indire (I) (Instr. 4)	irect direct	Indire	eficial ership
									Code	v	Amount	(A) or (D)	Price		Transaction (Instr. 3 and				(IIISti	1. 4)						
NBT Bar	NBT Bancorp Inc. Common Stock			11/10/2	004				M		37	A	\$17.6	800	25,517.	609	D									
NBT Bar	ncorp Inc. C	Common Stock		11/10/2	004				S		37	D	\$24	1	25,480.	609	D									
Coity) (State) (Z  Table  1. Title of Security (Instr. 3)  NBT Bancorp Inc. Common Stock  Ta  1. Title of Derivative Security  Conversion or Exercise Price of Derivative Security  Non-Qualified Stock Option (right to buy)  Non-Qualified Stock Option (right to buy)  Non-Qualified Stock Stock Option (right to buy)  Non-Qualified Stock Stock Stock Option (right to buy)  Non-Qualified Stock Stock Stock Option (right to buy)  Non-Qualified Stock			11/10/2004		4		M		461	A	\$16.0	625	25,941.	609	09 D											
NBT Bar	ncorp Inc. C	ommon Stock		11/10/2	004				M		395	A	\$14.3	492	26,336.	609	D									
NBT Bar	ncorp Inc. C	Common Stock		11/10/2	004				M		178	A	\$17.6	800	26,514.609		D									
NBT Bar	ncorp Inc. C	Common Stock													164,0	41	I		by Cor	poration						
		-	Table								sposed of				Owned											
Derivative Conversion or Exercise (Instr. 3) Price of Derivative (Instr. 4) Derivative Exercise (Instr. 5) Derivative (Instr. 5) Derivative (Instr. 5) Derivative (Instr. 5) Date (Instr. 5) D		Execu	eemed ution Date, h/Day/Year)		ransaction of ode (Instr. Se Ad (A Di of (Irstr. Se Ad (Irstr. Se				e Exer tion D n/Day/		7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)		ırity	8. Price of Derivative Security (Instr. 5)	9. Numl derivati Securiti Benefic Owned Followi Reporte Transac (Instr. 4	ive ies cially ng ed ction(s)	re Owner es Form: ally Direct or Indi ag (I) (Ins d tion(s)		11. Nature of Indirect Beneficial Ownership (Instr. 4)							
					Code	v	(A)	(D)	Date Exerci	sable	Expiration Date	Title	Amo or Nun of Sha													
Non- Qualified Stock Option (right to buy)	\$14.3492	11/10/2004			M			395	01/28/	2003 <sup>(1</sup>	01/28/2012	NBT Bancor Inc. Commo Stock	39 on 39	95	\$0	65	58	D								
Non- Qualified Stock Option (right to buy)	\$16.0625	11/10/2004			M			461	01/22/	2002 <sup>(1</sup>	01/22/2011	NBT Bancor Inc. Commo Stock	rp 461 \$0 350		D	0										
Non- Qualified Stock Option (right to buy)	\$17.6008	11/10/2004			М			37	01/01/	2004 <sup>(1</sup>	01/01/2013	NBT Bancor Inc. Commo Stock	on 3	7	\$0	1,1	.90	D								
Non- Qualified Stock Option (right to buy)	\$17.6008	11/10/2004			М			178	01/01/	2004 <sup>(1</sup>	01/01/2013	NBT Bancor Inc. Commo	on 17	78	\$0	1,0	)12	D								
Non- Qualified Stock Option (right to buy)	\$23.8325	11/10/2004			A		461		11/10/	2006 <sup>(2</sup>	11/10/2014	NBT Bancor Inc. Commo Stock	7p 40	51	\$0	46	51	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. Transa Code ( 8)		5. Nu of Deriv Secu Acqu (A) o Dispo of (D) (Instr	Expiration Date (Month/Day/Year)  ired  seed  3, 4		Date Amount of			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)	\$23.8325	11/10/2004		A		395		11/10/2006 <sup>(2)</sup>	11/10/2014	NBT Bancorp Inc. Common Stock	395	\$0	856	D	
Non- Qualified Stock Option (right to buy)	\$23.8325	11/10/2004		A		178		11/10/2004 <sup>(2)</sup>	11/10/2014	NBT Bancorp Inc. Common Stock	178	\$0	1,034	D	
Non- Qualified Stock Option (right to buy)	\$22.1388							01/01/2005 <sup>(1)</sup>	01/01/2014	NBT Bancorp Inc. Common Stock	1,438		1,438	D	

## Explanation of Responses:

- 1. 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.
- 2. 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.

By: Michael J. Chewens,
Power of Attorney For: John C. 11/12/2004
Mitchell

\*\* 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.

 $Persons \ who \ respond \ to \ the \ collection \ of \ information \ contained \ in \ this \ form \ are \ not \ required \ to \ respond \ unless \ the \ form \ displays \ a \ currently \ valid \ OMB \ Number.$