## FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

STATEMENT	OF CHANGES	IN BENEFICIAL	OWNERSHIP
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	OMB APPRO	OVAL				
l	OMB Number:	3235-0287				
l	Estimated average burd	len				
l	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 Section 30(h) of the Investment Company Act of 1940

	nd Address of N DAVID	Reporting Person*								or Trad INC [						Relationship on the control of the c	cable)	g Pers	10% Ow	/ner	
(Last) 52 SOUT	(F ΓΗ BROAL	•	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 02/10/2015										helow)				респу	
(Street)	CH N	Y	13815		4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. I Lin	e) X Form fi Form fi			orting Persor	Person		
(City)	(S		(Zip)													Persor					
Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)		ar)	2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction		4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4			(A) or	5. Amou	nt of s	Form: Direct (D) or Indirect		7. Nature of Indirect Beneficial Ownership				
							,	Code	v	Amount	(A) or (D)		Price	Reported Transact (Instr. 3 a	ion(s)	(,, (		(Instr. 4)			
NBT Ban	corp Inc. C	ommon Stock		02/10	)/2015	5				A		3,902	(1)	A	\$0	34,70	7.032		D		
NBT Ban	corp Inc. C	ommon Stock		02/10	)/2015	5				S		5,000	)	D	\$24.	2 29,70	7.032		D		
NBT Ban	corp Inc. C	ommon Stock														23,21	5.3169		I 4	401k	
NBT Ban	ncorp Inc. C	ommon Stock														3,098	3,098.6527		I 1	NBT Bancorp ESOP	
		1	Гable II -									osed of, onverti				Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion Date (Month/Day/Year) if any (Month/Day			Date, Transacti			on of Ex		Exp	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)		
				Ī									Ar		Amount or	1					
					Code	v	(A)	(D)	Dat D) Exe	e ercisable		expiration Date Tit	Title	- 1	Number of Shares						
Non- Qualified Stock Option (right to buy)	\$20.19								01/:	15/2011 <sup>(</sup>	2) 0	1/15/2020	NE Band In Com Sto	corp c. mon	18,000		18,000	)	D		
Non- Qualified Stock Option (right to buy)	\$20.3617								01/:	15/2009 <sup>(</sup>	3) 0	1/15/2018	NE Band In Com Sto	corp c. mon	17,000		17,000	)	D		
Non- Qualified Stock Option (right to buy)	\$25.38								01/:	15/2010 <sup>(</sup>	2) 0	1/15/2019	NE Band In Com Sto	corp c. mon	18,000		18,000	)	D		
Non- Qualified Stock Option (right to buy)	\$25.762								01/0	01/2008 <sup>(</sup>	3) 0	1/01/2017	NE Band In Com Sto	corp c. mon	19,000		19,000	0	D		

## **Explanation of Responses:**

- $1.\ Pursuant\ to\ NBT\ Bancorp\ Inc.\ Omnibus\ Restricted\ Stock\ Unit\ Agreement\ the\ grant\ vests\ 20\%\ annually.$
- 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 of Attorney For: David E. Raven

02/12/2015

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.