## FORM 4

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

<b>STATEMENT</b>	<b>OF CHANGES</b>	IN BENEFICIAL	<b>OWNERSHIP</b>

ı	UNIB APPRO	IVAL
	OMB Number:	3235-0287
	Estimated average burd	en
	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

	PATRICI	A T				NBT BANCORP INC [ NBTB ]								(Check all applicable)  X Director 10% Owner						
(Last) (First) (Middle) 52 SOUTH BROAD STREET						3. Date of Earliest Transaction (Month/Day/Year) 03/08/2013														
(Street) NORWIC		tate)	13815 (Zip)		-				Check all applicable   X Director 10% Owner											
					action	'	2A. Dee	2A. Deemed Execution Date,		3. 4. Securities Acc e, Transaction Disposed Of (D)					or 5. Amount of		Form:	: Direct	of Indirect	
				(Month/	Day/Ye	ear)	if any (Month/	/Day/Ye	ear) 8)		5)	(A)	or <sub>Dr</sub>		Owned F Reported Transact	ollowing I ion(s)		str. 4)	Ownership	
NBT Ban	corp Inc. C	ommon Stock		03/0	8/201	3			A		267		_	\$0 <sup>(1)</sup>		-		D		
															Owned					
1. Title of Derivative Security  2. Conversion or Exercise Price of Derivative Security  3. Transaction Date (Month/Day/Year) if any (Month/Day/Year) if any (Month/Day/Year)				d Date,	4. Transaction Code (Instr. 8)		5. Nu of Deriv Secu Acqu (A) o Dispo	rative rative rities rired rosed )	6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security			Derivative Security	derivative Securities Beneficially Owned Following Reported Transaction(s)		Ownership Form: Direct (D) or Indirect	of Indirect Beneficial Ownership		
					Code	v	(A)	(D)				Title	or Num of	ber						
Non- Qualified Stock Option (right to buy)	\$18.3825								05/19/2004 <sup>(2</sup>	2) 0	5/19/2013	Bancor Inc. Commo	60	0		600		D		
Non- Qualified Stock Option (right to buy)	\$20.7492								05/01/2006 <sup>(3</sup>	2) 0	5/01/2015	Bancor Inc. Commo	1,5	00		1,500		D		
Non- Qualified Stock Option (right to buy)	\$20.7642								04/28/2007 <sup>(3</sup>	3) 0	4/28/2015	Bancor Inc. Commo	40 n	0		400		D		
Non- Qualified Stock Option (right to buy)	\$21.74								05/01/2007 <sup>(3</sup>	2) 0	5/01/2016	Bancor Inc. Commo	1,5	00		1,500		D		
Non- Qualified Stock Option (right to buy)	\$22.1388								01/01/2005 <sup>(3</sup>	2) 0	1/01/2014	Bancor Inc. Commo	1,5	00		1,500	)	D		
Non- Qualified Stock Option (right to buy)	\$22.4842								05/01/2008 <sup>(3</sup>	2) 0	5/01/2017	Bancor Inc. Commo	1,5	00		1,500		D		
Non- Qualified Stock Option (right to buy)	\$22.5508								05/01/2009 <sup>(3</sup>	2) 0	5/01/2018	Bancor Inc. Commo	1,7	50		1,750		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)		of Deriv	r osed ) r. 3, 4	6. Date Exerci Expiration Dat (Month/Day/Ye	e	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)	\$23.2708							01/20/2006 <sup>(2)</sup>	01/20/2015	NBT Bancorp Inc. Common Stock	630		630	D	

## **Explanation of Responses:**

- 1. Received in exchange for 123 shares of Alliance Financial Corporation ("Alliance") common stock in connection with the merger of Alliance with and into the Issuer. Pursuant to the Merger Agreement, in exchange for each share of Alliance common stock the reporting person received 2.1779 shares of Issuer common stock rounded down to the nearest whole share. The closing price per share of Alliance common stock on March 8, 2013, the effective date of the Merger, was \$47.49 and the closing price per share of Issuer common stock on such date was \$21.80.
- 2. 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.
- 3. 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: F. Sheldon Prentice, Power of Attorney For: Patricia T. 05/09/2013
Civil

\*\* 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).
- $\ \ \, \text{**Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C.\ 1001\ and\ 15 U.S.C.\ 78 ff(a). } \\$

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.