| SEC Form 4 | |
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 | | | | | | | | |

| FORSYTHE DARYL R | | rson* | 2. Issuer Name and Ticker or Trading Symbol <u>NBT BANCORP INC</u> [NBTB] | | ationship of Reporting Pe (all applicable) Director | erson(s) to Issuer 10% Owner | |
|---------------------|---------|----------|--|------------------------|--|---------------------------------|--|
| | | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 01/02/2015 | | Officer (give title below) | Other (specify below) | |
| (Street) NORWICH | NY | 13815 | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) X | , | | |
| (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. Transa Code (8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | 5. Amount of Securities Beneficially Owned Following Reported | 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 | Transaction(s) (Instr. 3 and 4) | | (1150.4) | |
| NBT Bancorp Inc. Common Stock | 01/02/2015 | | S | | 880 | D | \$25.89 | 114,481.925 | D | | |
| NBT Bancorp Inc. Common Stock | | | | | | | | 0 | Ι | NBT 401k/ESOP Plan | |
| NBT Bancorp Inc. Common Stock | | | | | | | | 0 | Ι | NBT Bancorp ESOP | |
| NBT Bancorp Inc. Common Stock | | | | | | | | 1,842 | Ι | 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. Transa Code (8) | | of Deriv Secu Acqu (A) or Dispo of (D) (Instr | of Expiration Date Derivative (Month/Day/Year) Securities Acquired (A) or | | Amour Securi Underl Deriva | ecurities Security Inderlying (Instr. 5) Bene erivative ecurity (Instr. 3) nd 4) Security (Instr. 5) Report Follow Follow Trans | | 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 | | | | |

Explanation of Responses:

By: F. Sheldon Prentice, Power

of Attorney For: Daryl R. 01/05/2015

<u>Forsythe</u>

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 \ast 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.