
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

SCHEDULE 14A

**Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934 (Amendment No.)**

Filed by Registrant

Filed by Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

NBT Bancorp Inc.

(Name of Registrant as Specified in Its Charter)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
 - Fee paid previously with preliminary materials.
 - Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rule 14a-6(i)(1) and 0-11.
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NBT BANCORP INC.
52 SOUTH ROAD STREET
NORWICH, NY 13855

V37866-705082

Your **Vote** Counts!

NBT BANCORP INC.

2024 Annual Meeting

Vote by May 20, 2024 11:59 p.m. ET.

For shares held in a Plan, vote by May 16, 2024 11:59 p.m. ET.



You invested in NBT BANCORP INC. Now it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy material for the stockholder meeting to be held on May 21, 2024.**

Get informed before you vote

View the Notice and Proxy Statement, Form 10-K and Annual Report online OR you can receive a free paper or email copy of the material(s) by requesting prior to May 7, 2024. If you would like to request a copy of the material(s) for this and/or future stockholder meetings, you may (1) visit www.ProxyVote.com, (2) call 1-800-579-1639 or (3) send an email to sendmaterial@proxyvote.com. If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit www.ProxyVote.com

Control #

Smartphone users

Point your camera here and
vote without entering a
control number



Vote Virtually at the Meeting*

May 21, 2024
10:00 a.m. Eastern Time

Virtually at:

www.virtualshareholdermeeting.com/NBTB2024

*Please check the meeting materials for any special requirements for meeting attendance.

THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming stockholder meeting. Please follow the instructions on the reverse side to vote these important matters.

Voting Items	Board Recommends
1. To elect thirteen directors, each for a one-year term (Proposal 1). Nominees:	
1a. Martin A. Dietrich	✔ For
1b. John H. Watt, Jr.	✔ For
1c. Scott A. Kingsley	✔ For
1d. Richard J. Cantele, Jr.	✔ For
1e. Johanna R. Ames	✔ For
1f. J. David Brown	✔ For
1g. Timothy E. Delaney	✔ For
1h. Heidi M. Hoeller	✔ For
1i. Andrew S. Kowalczyk, III	✔ For
1j. V. Daniel Robinson, II	✔ For
1k. Matthew J. Salanger	✔ For
1l. Lowell A. Seifter	✔ For
1m. Jack H. Webb	✔ For
2. To approve, on a non-binding, advisory basis, the compensation of NBT Bancorp Inc.'s named executive officers ("Say on Pay") (Proposal 2).	✔ For
3. To approve the NBT Bancorp Inc. 2024 Omnibus Incentive Plan (Proposal 3).	✔ For
4. To ratify the appointment of KPMG LLP as NBT Bancorp Inc.'s independent, registered public accounting firm for the year ending December 31, 2024 (Proposal 4).	✔ For
NOTE: The proxies are authorized to vote in accordance with the majority vote of NBT Bancorp Inc.'s Board of Directors upon such other business that may properly come before the meeting.	

Prefer to receive an email instead? While voting on www.ProxyVote.com, be sure to click "Delivery Settings".