

**NBT BANCORP INC.**  
52 South Broad Street  
Norwich, New York 13815

January 16, 2013

**VIA EDGAR**

Securities & Exchange Commission  
100 F Street, N.E.  
Washington, D.C. 20549  
Attn: David Lyon

**Re: NBT Bancorp Inc.  
Registration Statement on Form S-4 (File No. 333-185074)  
Request for Acceleration of Effective Date**

Dear Mr. Lyon:

Pursuant to Rule 461 of the General Rules and Regulations under the Securities Act of 1933, as amended, NBT Bancorp Inc. (the "Company") hereby requests that the Securities and Exchange Commission (the "Commission") accelerate the effective date of the above-referenced Registration Statement on Form S-4 and declare the Registration Statement effective on Friday, January 18, 2013, or as soon thereafter as possible. The Company also requests the Commission to confirm such effective date and time in writing.

In connection with this request for acceleration, the Company acknowledges that:

- should the Commission or the staff, acting pursuant to delegated authority, declare the filing effective, it does not foreclose the Commission from taking any action with respect to the filing;
- the action of the Commission or the staff, acting pursuant to delegated authority, in declaring the filing effective, does not relieve the Company from its full responsibility for the adequacy and accuracy of the disclosure in the filing; and
- the Company may not assert staff comments and the declaration of effectiveness as defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States.

Very truly yours,  
NBT Bancorp Inc.

/s/ F. Sheldon Prentice

---

By: F. Sheldon Prentice  
Title: Executive Vice President, General Counsel and Secretary