FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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OMB APPROVAL

		3235-0287
	Estimated average burden	
1	hours per response:	0.5
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## 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

1	and Address of		2. Issuer Name and Ticker or Trading Symbol NBT BANCORP INC [ NBTB ]									Relationship of Reporting Person(s) to Issuer (Check all applicable)     Director							
(Last) (First) (Middle) 52 SOUTH BROAD STREET						3. Date of Earliest Transaction (Month/Day/Year) 07/29/2004									x below) below)  President of NBT Bancorp				
(Street) NORWI	ICH N		4. If Ar	nendm	nent, Date	e of Origina	al Filed	d (Month/Da		i. Indiv ine) X									
(City)	(5	State)											Person						
	n-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
1. Title of Security (Instr. 3)			2. Transac Date (Month/Da			2A. Deemed Execution Date, if any (Month/Day/Year)		Code (	Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 an		5. Amount of Securities Beneficially Owned Follo Reported		i Ily	Form:	nership Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
								Code	v	Amount	(A) or (D)	Price		Transaction (Instr. 3 au				(11130. 4)	
NBT Bai	ncorp Inc. C	Common Stock		07/29/2004				М		26,980	A	\$14.88		48,09	5.953		D		
NBT Bar	ncorp Inc. C	Common Stock		07/29/20	004			S		26,980	D	\$21.5	313	21,11	5.953		D		
NBT Bar	ncorp Inc. C	Common Stock												11,21	4.876		I	401k	
NBT Bai	ncorp Inc. C	Common Stock												230.	209		I	Custodian for Minor	
NBT Bancorp Inc. Common Stock														7,435.83			I	NBT Bancorp ESOP	
NBT Bancorp Inc. Common Stock													7,000				by Mother		
NBT Bancorp Inc. Common Stock													848				by Spouse		
			Table II - [							oosed of, converti				wned					
1. Title of Derivative Security (Instr. 3)	Derivative Conversion Date Security or Exercise (Month/Day/Year) if a		3A. Deemed Execution Date	4. Trans	nsaction of Del Sec Acc (A) Dis of (		5. Number 6. of Ex		ercisa	ble and	7. Title and	d Amount	of	8. Price of	9. Numb		10. Ownershi	11. Nature	
	Derivative	(Month/Day/Year)	if any (Month/Day/Ye		(Instr.	Sec Acq (A) Disp	urities juired or posed D) (Instr.	(Month/Da	n Date ay/Yea		Derivative (Instr. 3 an	Security	1	Derivative Security (Instr. 5)	Securitie Benefici Owned Followin Reporter Transaci (Instr. 4)	es ially ng d tion(s)	Form: Direct (D) or Indirec (I) (Instr. 4	Beneficial Ownershi (Instr. 4)	
	Derivative	(MONINIDAY) YEAR)			` 	Sec Acq (A) Disp	urities juired or posed D) (Instr. and 5)		ay/Yea	r)  Expiration	Derivative	Security	or	Security	Securitie Benefici Owned Followin Reported Transact	es ially ng d tion(s)	Form: Direct (D) or Indirec (I) (Instr. 4	Beneficial Ownershi (Instr. 4)	
Non- Qualified Stock Option (right to buy)	Derivative	07/29/2004		ar) 8)	` 	Sec Acq (A) Disp of (I 3, 4	urities juired or posed D) (Instr. and 5)	(Month/Da	ay/Yea	r)  Expiration	Derivative (Instr. 3 an	Security d 4) Amount Number	or of	Security	Securitie Benefici Owned Followin Reported Transact	es ially ng d tion(s)	Form: Direct (D) or Indirec (I) (Instr. 4	Beneficia Ownershi (Instr. 4)	
Qualified Stock Option (right to	Derivative Security			Code	` 	Sec Acq (A) Disp of (I 3, 4	urities juired or posed D) (Instr. and 5)	(Month/Da	ele	Expiration Date	Title  NBT Bancorp Inc. Common	Amount Number Shares	or of	Security (Instr. 5)	Securitie Benefici Owned Followin Transaci (Instr. 4)	es ally ng d tition(s)	Form: Direct (D) or Indirec (I) (Instr. 4	Beneficial Ownershi (Instr. 4)	
Qualified Stock Option (right to buy) Non- Qualified Stock Option (right to	Security \$14.88			Code	` 	Sec Acq (A) Disp of (I 3, 4	urities juired or posed D) (Instr. and 5)	Date Exercisab	11(1)	Expiration Date	Title  NBT Bancorp Inc. Common Stock  NBT Bancorp Inc. Common	Amount Number Shares	or of	Security (Instr. 5)	Securitie Benefici Owned Followin Reporte Transact (Instr. 4)	es ally ng d tition(s)	Form: Direct (po or Indirec (I) (Instr. 4	Beneficial Ownershi (Instr. 4)	
Qualified Stock Option (right to buy)  Non- Qualified Stock Option (right to buy)  Non- Qualified Stock Option (right to buy)	\$14.88			Code	` 	Sec Acq (A) Disp of (I 3, 4	urities juired or posed D) (Instr. and 5)	Date Exercisab 01/24/200 01/28/200	11(1) (1) (3(1)) (2) (2)(1)	Expiration Date 01/24/2010 01/28/2012	Title  NBT Bancorp Inc. Common Stock  NBT Bancorp Inc. Common Stock  NBT Bancorp Inc. Common	Amount Number Shares	or of	Security (Instr. 5)	Securitie Beneficio Owned Followin Reporte Transaci (Instr. 4)	es ally ng d d tition(s)	Form: Direct (D) or Indirec (I) (Instr. 4	Beneficial Ownershi (Instr. 4)	

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)	Transaction Code (Instr. 8) S A (// D 0 0 0		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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)
	Code V		(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares							
Non- Qualified Stock Option (right to buy)	\$18.1632							01/27/1999 <sup>(1)</sup>	01/27/2008	NBT Bancorp Inc. Common Stock	12,641.99		12,641.99	D	
Non- Qualified Stock Option (right to buy)	\$20.5952							01/26/2000 <sup>(1)</sup>	01/26/2009	NBT Bancorp Inc. Common Stock	15,540		15,540	D	
Non- Qualified Stock Option (right to buy)	\$22.1715							01/01/2005 <sup>(1)</sup>	01/01/2014	NBT Bancorp Inc. Common Stock	21,311		21,311	D	
Non- Qualified Stock Option (right to buy)	\$22.205							02/11/2006 <sup>(2)</sup>	02/11/2014	NBT Bancorp Inc. Common Stock	3,840		3,840	D	

## Explanation of Responses:

- 1. Pursuant to NBT Bancorp Inc. 1993 Stock Option Plan grant vests 40% for first year, 20% annually for following years.
- $2. \ Pursuant \ to \ NBT \ Bancorp \ Inc. \ 1993 \ Stock \ Option \ Plan \ reload \ grant \ vests \ 100\% \ two \ years \ after \ date \ of \ its \ grant.$

By: Michael J. Chewens, Power 08/02/2004 of Attorney For: Martin A Dietrich

\*\* 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).
- \*\* 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.

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