SEC Form 5

FORM 5

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

Form 3 Holdings Reported

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL **OWNERSHIP**

OMB APPROVAL 3235-0362 OMB Number:

Estimated average burden hours per response: 1.0

10% Owner

below)

Other (specify

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

6. Individual or Joint/Group Filing (Check Applicable Line)

Form filed by One Reporting Person

Form filed by More than One Reporting

Director

below)

Person

Officer (give title

Х

X

Form 4 Transactions Reported.	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. Name and Address of Reporting Person [*] SANTANGELO JOSEPH A	2. Issuer Name and Ticker or Trading Symbol <u>NBT BANCORP INC</u> [NBTB]
(Last) (First) (Middle) 52 SOUTH BROAD STREET	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2012
,	4. If Amendment, Date of Original Filed (Month/Day/Year)

(Street) NORWICH NY 13815 (City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Table 1 - 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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at end of	6. Ownership Form: Direct (D) or	7. Nature of Indirect Beneficial Ownership
		(Month/Day/Year)	8)	Amount	(A) or (D)	Price	Issuer's Fiscal Year (Instr. 3 and 4)	(D) of Indirect (I) (Instr. 4)	(Instr. 4)
NBT Bancorp Inc. Common Stock	12/31/2012		J	2,253.879	A	\$0 ⁽¹⁾	61,329.926	I	by Corporation
NBT Bancorp Inc. Common Stock							19,422	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. Transaction Code (Instr. 8)	of		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)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non- Qualified Stock Option (right to buy)	\$20.7492						05/01/2006 ⁽²⁾	05/01/2015	NBT Bancorp Inc. Common Stock	1,500		1,500	D	
Non- Qualified Stock Option (right to buy)	\$21.74						05/01/2007 ⁽²⁾	05/01/2016	NBT Bancorp Inc. Common Stock	1,500		1,500	D	
Non- Qualified Stock Option (right to buy)	\$22.1388						01/01/2005 ⁽²⁾	01/01/2014	NBT Bancorp Inc. Common Stock	1,500		1,500	D	
Non- Qualified Stock Option (right to buy)	\$22.4842						05/01/2008 ⁽²⁾	05/01/2017	NBT Bancorp Inc. Common Stock	1,500		1,500	D	
Non- Qualified Stock Option (right to buy)	\$22.5508						05/01/2009 ⁽²⁾	05/01/2018	NBT Bancorp Inc. Common Stock	1,500		1,500	D	
Non- Qualified Stock Option (right to buy)	\$23.2708						01/20/2006 ⁽²⁾	01/20/2015	NBT Bancorp Inc. Common Stock	630		630	D	

Explanation of Responses:

1. Shares acquired under NBT Bancorp Dividend Reinvestment Plan during period of 1/1/2012 to 12/31/2012 at prices ranging from \$ 20.3129 to \$22.1973.

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.

By: F. Sheldon Prentice, Power

of Attorney For: Joseph A. 02/07/2013 Santangelo ** 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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