FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL

OMB Number: 3235-0362	

Estimated average burden

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

Corm 2 Holdings Deported		orted				O	WNE	RSH	IP					hou	rs per re	sponse:		1.0		
_			Fil	led pursuant t	o Sec	tion 16	S(a) of th	ne Secu	rities Exch	ange Ad	t of 1934									
Form 4	1 Transactions	Reported.		or Sectio	on 30(l	h) of th	ie Inves	tment C	Company A	ct of 19	40	T								
			•									(Cr	Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner							
1. Title of Security (Instr. 3) NBT Bancorp Inc. Common Stock 1. Title of Derivative Conversion Date			(Middle)	3. Statem 12/31/20		r Issue	er's Fisc	al Year	Ended (Mo	onth/Day	//Year)		Officer below)	(give title	е	Oth belo	er (spo ow)	ecify		
	CH N	Y	13815	4. If Amer								Lin	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person							
(City)	(S																			
		Tab	le I - Non-Deri	vative Sec	curit	ies A	cquir	ed, D	isposed	l of, oı	Benef	ficial	lly Owned	1						
1. Title of S	ecurity (Instr.	3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transactio Code (Inst 8)		4. Securities Acquire Of (D) (Instr. 3, 4 and			or Dispo	sed	5. Amount Securities Beneficially Owned at 6	y end of	Form: I (D) or	Ownership Form: Direct		ure of ct icial rship		
		_							Amount (A		Price		Issuer's Fis Year (Instr. 4)	. 3 and (Instr.		1)	(Instr. 4)			
NBT Ban	corp Inc. C	ommon Stock	12/31/2007			_	J	210.252		A	\$0 ⁽¹⁾		125,469	0.554 D						
NBT Bar	ncorp Inc. C	ommon Stock	12/31/2007				J	38	3.324	A \$0 ⁽²		1,114		993	I 40		NBT 401k Plan	1k/ESOP		
NBT Bar	ncorp Inc. C	ommon Stock											0			I Ban ESC		orp		
NBT Ban	corp Inc. C	ommon Stock											1,84	.2	I		by S _I	pouse		
		7	Table II - Deriva	ative Secu puts, calls									/ Owned							
Derivative Security	Conversion or Exercise Price of Derivative	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	of Deriv Secu Acqu (A) o Disp of (D	osed)) r. 3, 4			te	Amo Secu Unde Deriv	7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)		Derivative Security (Instr. 5)		per of ve es ially ng ed etion(s)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		11. Nature of Indirect Beneficial Ownership (Instr. 4)		
					(A)	(D)	Date Exerci	Expiration		n Title	or Nu of	nount mber ares								
Qualified Stock Option (right to	\$21.74						05/01/	2007 ⁽³⁾	05/01/201	.6 In Com	corp c. 5 mon	,000		5,0	00	D				
Qualified Stock Option (right to	\$22.1715						01/01/	2005 ⁽⁴⁾	2005 ⁽⁴⁾ 01/01/2014		01/01/2014 Ba		NBT Bancorp Inc. Common Stock		1		18,266		D	
Qualified Stock Option (right to	\$22.3517						09/01/	2006 ⁽⁵⁾	09/01/201	.4 NI Band In Com Sto	corp c. 9 mon	,700		9,7	00	D				
Non- Qualified Stock Option (right to buy)	\$22.4075						09/08/	2006 ⁽⁵⁾	09/08/201	.4 NI Band In Com Sto	corp c. 15 mon	5,365		15,3	365	D				
Non- Qualified Stock Option (right to buy)	\$22.4842						05/01/	2008 ⁽³⁾	05/01/201	.7 In Com	corp c. 5 mon	,000		5,0	00	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)	5. Nu of Deriv Secu Acqu (A) o Disp of (D (Instrand!	rities uired r osed) r. 3, 4	6. Date Exercisable and Expiration Date (Month/Day/Year)		e Amount of			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)	\$23.2708						01/20/2006 ⁽⁴⁾	01/20/2015	NBT Bancorp Inc. Common Stock	31,907		31,907	D	
Non- Qualified Stock Option (right to buy)	\$23.7553						07/01/2007 ⁽⁵⁾	07/01/2015	NBT Bancorp Inc. Common Stock	12,841		12,841	D	
Non- Qualified Stock Option (right to buy)	\$23.8712						07/05/2007 ⁽⁵⁾	07/05/2015	NBT Bancorp Inc. Common Stock	2,693		2,693	D	

Explanation of Responses:

- $1.\ Shares\ acquired\ under\ NBT\ Bancorp\ Dividend\ Reinvestment\ Plan\ during\ period\ of\ 1/1/2007\ to\ 12/31/2007.$
- $2. \ Shares \ were \ purchased \ from \ 1/1/2007 \ through \ 12/31/2007 \ through \ NBT \ Bancorp \ Inc. \ 401k \ / \ ESOP \ Plan.$
- 3. 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.
- 4. Pursuant to NBT Bancorp Inc. 1993 Stock Option Plan grant vests 40% for first year, 20% annually for following years.
- 5. Pursuant to NBT Bancorp Inc. 1993 Stock Option Plan reload grant vests 100% two years after date of its grant.

By: Michael J. Chewens,

01/16/2008 Power of Attorney For: Daryl

R. Forsythe

** 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.

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.