

FORSYTHE DARYL R
 Form 4
 February 15, 2008

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
FORSYTHE DARYL R

2. Issuer Name and Ticker or Trading Symbol
NBT BANCORP INC [NBTB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
52 SOUTH BROAD STREET
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/14/2008

Director 10% Owner
 Officer (give title below) Other (specify below)

NORWICH, NY 13815

4. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - 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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect or Beneficial Ownership (Instr. 4)
			Code	V Amount (D) Price			
NBT Bancorp Inc. Common Stock	02/14/2008		J	V 1.007 A \$ 0 ⁽¹⁾	1,116	I	NBT 401k/ESOP Plan
NBT Bancorp Inc. Common Stock	02/14/2008		S	1,116 D \$ 21.2858	0	I	NBT 401k/ESOP Plan
NBT Bancorp					124,683.554	D	

Inc.
Common
Stock

NBT
Bancorp
Inc.
Common
Stock

NBT
Bancorp
Inc.
Common
Stock

0

I

NBT
Bancorp
ESOP

1,842

I

by Spouse

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

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. 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 Underlying Securities (Instr. 3 and 4)
				Code V (A) (D)		Date Exercisable Expiration Date	Title Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 21.74					05/01/2007 ⁽²⁾ 05/01/2016	NBT Bancorp Inc. Common Stock 5,000
Non-Qualified Stock Option (right to buy)	\$ 22.1715					01/01/2005 ⁽³⁾ 01/01/2014	NBT Bancorp Inc. Common Stock 18,200
Non-Qualified Stock Option	\$ 22.3517					09/01/2006 ⁽⁴⁾ 09/01/2014	NBT Bancorp 9,700

(right to buy)				Inc. Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 22.4075	09/08/2006 ⁽⁴⁾	09/08/2014	NBT Bancorp Inc. Common Stock	15,30
Non-Qualified Stock Option (right to buy)	\$ 22.4842	05/01/2008 ⁽²⁾	05/01/2017	NBT Bancorp Inc. Common Stock	5,00
Non-Qualified Stock Option (right to buy)	\$ 23.2708	01/20/2006 ⁽³⁾	01/20/2015	NBT Bancorp Inc. Common Stock	31,90
Non-Qualified Stock Option (right to buy)	\$ 23.7553	07/01/2007 ⁽⁴⁾	07/01/2015	NBT Bancorp Inc. Common Stock	12,80
Non-Qualified Stock Option (right to buy)	\$ 23.8712	07/05/2007 ⁽⁴⁾	07/05/2015	NBT Bancorp Inc. Common Stock	2,69

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FORSYTHE DARYL R 52 SOUTH BROAD STREET NORWICH, NY 13815		X		

Signatures

By: Michael J. Chewens, Power of Attorney For: Daryl R. Forsythe 02/15/2008

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

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- (1) Shares were purchased from 1/1/2008 through 2/15/2008 through NBT Bancorp Inc. 401k / ESOP Plan.
- (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.
- (3) Pursuant to NBT Bancorp Inc. 1993 Stock Option Plan grant vests 40% for first year, 20% annually for following years.
- (4) Pursuant to NBT Bancorp Inc. 1993 Stock Option Plan reload grant vests 100% two years after date of its grant.

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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