

Inc.
Common
Stock

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)	\$ 20.7492					05/01/2006 ⁽²⁾	05/01/2015	NBT Bancorp Inc. Common Stock	248
Non-Qualified Stock Option (right to buy)	\$ 21.74					05/01/2007 ⁽²⁾	05/01/2016	NBT Bancorp Inc. Common Stock	520
Non-Qualified Stock Option (right to buy)	\$ 22.4842					05/01/2008 ⁽²⁾	05/01/2017	NBT Bancorp Inc. Common Stock	300
Non-Qualified Stock Option (right to buy)	\$ 22.5508					05/01/2009 ⁽²⁾	05/01/2018	NBT Bancorp Inc. Common Stock	620

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NASSER JOSEPH G 52 SOUTH BROAD STREET NORWICH, NY 13815		X		

Signatures

By: F. Sheldon Prentice, Power of Attorney For: Joseph
Nasser

08/20/2012

__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).
- (1) The sales price is an average of 300 shares sold at \$21.02, 200 shares sold at \$21.02, 100 shares sold at \$21.03, 400 shares sold at \$21.06, 200 shares sold at \$21.05, 300 shares sold at \$21.05, 400 shares sold at \$21.09, and 100 shares sold at \$21.09.
- (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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.