

NBT BANCORP INC

Form 4

October 31, 2014

**FORM 4**
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

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

**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

## OMB APPROVAL

OMB  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MITCHELL JOHN C

(Last) (First) (Middle)

52 SOUTH BROAD STREET

(Street)

NORWICH, NY 13815

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
10/29/2014

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

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

**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 Beneficial Ownership (Instr. 4)
NBT Bancorp Inc. Common Stock	10/29/2014		M	461 A	\$ 23.8325 35,744	D	
NBT Bancorp Inc. Common Stock	10/29/2014		S	461 D	\$ 24.84 35,283	D	
NBT Bancorp	10/29/2014		M	395 A	\$ 23.8325 35,678	D	

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Inc. Common Stock							
NBT Bancorp Inc. Common Stock	10/29/2014	S	395	D	\$ 24.84	35,283	D
NBT Bancorp Inc. Common Stock	10/29/2014	M	178	A	\$ 23.8325	35,461	D
NBT Bancorp Inc. Common Stock	10/29/2014	S	178	D	\$ 24.84	35,283	D
NBT Bancorp Inc. Common Stock	10/29/2014	M	700	A	\$ 23.2708	35,983	D
NBT Bancorp Inc. Common Stock	10/29/2014	S	700	D	\$ 24.7726	35,283	D
NBT Bancorp Inc. Common Stock	10/29/2014	M	1,750	A	\$ 20.7492	37,033	D
NBT Bancorp Inc. Common Stock	10/29/2014	S	1,750	D	\$ 24.7726	35,283	D
NBT Bancorp Inc. Common Stock	10/29/2014	M	1,625	A	\$ 21.74	36,908	D
NBT Bancorp Inc.	10/29/2014	S	1,625	D	\$ 24.7726	35,283	D

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Common  
Stock

NBT  
Bancorp

Inc. 10/29/2014

M 1,800 A \$ 22.4842 37,083 D

Common  
Stock

NBT  
Bancorp

Inc. 10/29/2014

S 1,800 D \$ 24.7726 35,283 D

Common  
Stock

NBT  
Bancorp

Inc. 10/29/2014

M 2,000 A \$ 22.5508 37,283 D

Common  
Stock

NBT  
Bancorp

Inc. 10/29/2014

S 2,000 D \$ 24.7726 35,283 D

Common  
Stock

NBT  
Bancorp

Inc. 10/29/2014

164,041 I by Corporation

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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Notional

Non-Qualified Stock Option (right to buy)	\$ 20.7492	10/29/2014	M	1,750	05/01/2006 <sup>(1)</sup>	05/01/2015	NBT Bancorp Inc. Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 21.74	10/29/2014	M	1,625	05/01/2007 <sup>(1)</sup>	05/01/2016	NBT Bancorp Inc. Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 22.4842	10/29/2014	M	1,800	05/01/2008 <sup>(1)</sup>	05/01/2017	NBT Bancorp Inc. Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 22.5508	10/29/2014	M	2,000	05/01/2009 <sup>(1)</sup>	05/01/2018	NBT Bancorp Inc. Common Stock	2
Non-Qualified Stock Option (right to buy)	\$ 23.2708	10/29/2014	M	700	01/20/2006 <sup>(1)</sup>	01/20/2015	NBT Bancorp Inc. Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 23.8325	10/29/2014	M	461	11/10/2006 <sup>(2)</sup>	11/10/2014	NBT Bancorp Inc. Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 23.8325	10/29/2014	M	395	11/10/2006 <sup>(2)</sup>	11/10/2014	NBT Bancorp Inc. Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 23.8325	10/29/2014	M	178	11/10/2006 <sup>(2)</sup>	11/10/2014	NBT Bancorp Inc. Common Stock	

## Reporting Owners

Reporting Owner Name / Address	Relationships
Reporting Owners	

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Director   10% Owner   Officer   Other

MITCHELL JOHN C  
52 SOUTH BROAD STREET      X  
NORWICH, NY 13815

## Signatures

By: F. Sheldon Prentice, Power of Attorney For: John C.  
Mitchell

10/30/2014

\_\_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) 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.
- (2) Pursuant to NBT Non-Employee Director, Divisional Director and Subsidiary Director 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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