

NBT BANCORP INC

Form 4

July 28, 2016

**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  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**LEVY JEFFREY M**

(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)  
**07/27/2016**

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

**EVP/ Pres Commercial Banking**

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ 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<br>Security<br>(Instr. 3)     | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|-------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| NBT<br>Bancorp<br>Inc.<br>Common<br>Stock | 07/27/2016                              |                                                             | M                                    | 9,000                                                                   | A \$ 20.19                                                                                                         | 57,139.096                                                              | D                                                                 |
| NBT<br>Bancorp<br>Inc.<br>Common<br>Stock | 07/27/2016                              |                                                             | S                                    | 9,000                                                                   | D \$<br>29.8309                                                                                                    | 48,139.096                                                              | D                                                                 |
| NBT<br>Bancorp                            | 07/27/2016                              |                                                             | M                                    | 13,000                                                                  | A \$ 25.38                                                                                                         | 61,139.096                                                              | D                                                                 |

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Inc.  
Common  
Stock

NBT  
Bancorp  
Inc.  
Common  
Stock

07/27/2016

S

13,000 D

\$  
29.8309

48,139.096

D

NBT  
Bancorp  
Inc.  
Common  
Stock

07/27/2016

M

9,000 A

\$ 25.762

57,139.096

D

NBT  
Bancorp  
Inc.  
Common  
Stock

07/27/2016

S

9,000 D

\$  
29.8309

48,139.096

D

NBT  
Bancorp  
Inc.  
Common  
Stock

5,879.115

I

401k

NBT  
Bancorp  
Inc.  
Common  
Stock

1,080.335

I

NBT  
Bancorp  
ESOP

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

**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 control number.**

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  
Underlying Se  
(Instr. 3 and 4)

Code V

(A)

(D)

Date Exercisable

Expiration  
Date

Title

|                                                 |           |            |   |        |                           |            |                                           |
|-------------------------------------------------|-----------|------------|---|--------|---------------------------|------------|-------------------------------------------|
| Non-Qualified<br>Stock Option<br>(right to buy) | \$ 20.19  | 07/27/2016 | M | 9,000  | 01/15/2011 <sup>(1)</sup> | 01/15/2020 | NBT<br>Bancorp<br>Inc.<br>Common<br>Stock |
| Non-Qualified<br>Stock Option<br>(right to buy) | \$ 25.38  | 07/27/2016 | M | 13,000 | 01/15/2010 <sup>(1)</sup> | 01/15/2019 | NBT<br>Bancorp<br>Inc.<br>Common<br>Stock |
| Non-Qualified<br>Stock Option<br>(right to buy) | \$ 25.762 | 07/27/2016 | M | 9,000  | 01/01/2008 <sup>(2)</sup> | 01/01/2017 | NBT<br>Bancorp<br>Inc.<br>Common<br>Stock |

## Reporting Owners

| Reporting Owner Name / Address                               | Relationships |           |                              |       |
|--------------------------------------------------------------|---------------|-----------|------------------------------|-------|
|                                                              | Director      | 10% Owner | Officer                      | Other |
| LEVY JEFFREY M<br>52 SOUTH BROAD STREET<br>NORWICH, NY 13815 |               |           | EVP/ Pres Commercial Banking |       |

## Signatures

By: F. Sheldon Prentice, Power of Attorney For: Jeffrey M.  
Levy

07/28/2016

\_\_\_\_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 Bancorp Inc. Omnibus Stock Option Agreement the grant vests 40% for first year, 20% annually for following years.

(2) Pursuant to NBT Bancorp Inc. 1993 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.

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