

NBT BANCORP INC
Form 5
February 12, 2014

FORM 5

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

OMB APPROVAL

OMB Number: 3235-0362
Expires: January 31, 2015
Estimated average burden hours per response... 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
DIETRICH MARTIN A

(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. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2013

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)
President & CEO NBT Bancorp

6. Individual or Joint/Group Reporting

(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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D) Amount Price			
NBT Bancorp Inc. Common Stock	12/31/2013		J	342.703 A \$ 0 (1)	186,869.59	D	
NBT Bancorp Inc. Common Stock	12/31/2013		J	257.008 A \$ 0 (2)	18,750.713	I	401k

Edgar Filing: NBT BANCORP INC - Form 5

NBT Bancorp Inc. Common Stock	Â	Â	Â	Â	Â	Â	755	I	Custodian for Minor
NBT Bancorp Inc. Common Stock	Â	Â	Â	Â	Â	Â	10,731.723	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 2270 (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 Security (Instr. 3 and 4)
					(A) (D)	Date Exercisable Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 20.19	Â	Â	Â	Â Â	01/15/2011 ⁽³⁾ 01/15/2020	NBT Bancorp Inc. Common Stock
Non-Qualified Stock Option (right to buy)	\$ 20.3617	Â	Â	Â	Â Â	01/15/2009 ⁽⁴⁾ 01/15/2018	NBT Bancorp Inc. Common Stock
Non-Qualified Stock Option (right to buy)	\$ 20.94	Â	Â	Â	Â Â	11/18/2013 ⁽⁵⁾ 11/18/2021	NBT Bancorp Inc. Common Stock
Non-Qualified Stock Option	\$ 22.352	Â	Â	Â	Â Â	01/01/2007 ⁽⁴⁾ 01/01/2016	NBT Bancorp

(right to buy)

Non-Qualified
Stock Option
(right to buy)

\$ 23.2708

^

^

^

^

01/20/2006⁽⁴⁾

01/20/2015

Inc.
Common
Stock

NBT
Bancorp
Inc.
Common
Stock

2

Non-Qualified
Stock Option
(right to buy)

\$ 24.4458

^

^

^

^

08/01/2007⁽⁵⁾

08/01/2015

NBT
Bancorp
Inc.
Common
Stock

6

Non-Qualified
Stock Option
(right to buy)

\$ 24.5692

^

^

^

^

12/27/2009⁽⁵⁾

12/27/2017

NBT
Bancorp
Inc.
Common
Stock

1

Non-Qualified
Stock Option
(right to buy)

\$ 25.38

^

^

^

^

01/15/2010⁽³⁾

01/15/2019

NBT
Bancorp
Inc.
Common
Stock

2

Non-Qualified
Stock Option
(right to buy)

\$ 25.762

^

^

^

^

01/01/2008⁽⁴⁾

01/01/2017

NBT
Bancorp
Inc.
Common
Stock

2

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DIETRICH MARTIN A 52 SOUTH BROAD STREET NORWICH, NY 13815	X			President & CEO NBT Bancorp

Signatures

By: F. Sheldon Prentice, Power of Attorney For: Martin A Dietrich

02/12/2014

__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)

Edgar Filing: NBT BANCORP INC - Form 5

Shares acquired under NBT Bancorp Dividend Reinvestment Plan during period of 1/1/2013 to 12/31/2013 at prices ranging from \$ 22.0928 to \$25.1248.

- (2) Shares were purchased from 1/1/2013 through 12/31/2013 through NBT Bancorp Inc. 401k Plan.
- (3) Pursuant to NBT Bancorp Inc. Omnibus Stock Option Agreement the 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.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.