NBT BANCORP INC
Form 4
July 28, 2016

# FORM 4

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

**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

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

(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 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) |
|---|---|---|---|---|---|---|---|---|---|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| NBT Bancorp Inc. Common Stock | 07/27/2016 | | M | | 9,000 | A | $ 20.19 | 57,139.096 | D | |
| NBT Bancorp Inc. Common Stock | 07/27/2016 | | S | | 9,000 | D | $ 29.8309 | 48,139.096 | D | |
| NBT Bancorp | 07/27/2016 | | M | | 13,000 | A | $ 25.38 | 61,139.096 | D | |

| | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|
| 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 Ar Underlying Se (Instr. 3 and 4) | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | A C N |

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