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NBT BANCORP INC  
Form 8-K  
December 03, 2004

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K  
CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

DATE OF REPORT (DATE OF EARLIEST EVENT REPORTED) NOVEMBER 29, 2004

NBT Bancorp Inc.

-----  
(Exact name of registrant as specified in its charter)

Delaware

0-14703

16-1268674

-----  
(State or other  
jurisdiction of  
incorporation)

(Commission File Number)

(IRS Employer  
Identification No.)

52 South Broad Street, Norwich, New York

13815

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(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

(607) 337-2265  
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(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01. Other Events.  
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As previously announced, on October 25, 2004, the Board of Directors of the Company adopted a stockholder rights plan (the "Plan") to become effective on November 15, 2004 and declared a dividend distribution of one right ("Right") for each outstanding share of common stock, par value \$.01 per share ("Common Stock") of the Company. The distribution was paid to stockholders of record on

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November 16, 2004 (the "Record Date"). On or about November 29, 2004, the Company mailed to stockholders of record on the Record Date a summary of the Plan ("Summary").

The Company's cover letter, dated November 26, 2004, and the Summary are attached hereto as Exhibits 99.1 and 99.2 respectively, and are incorporated herein by reference. A copy of the Plan, was previously filed as an exhibit to the Company's Current Report on Form 8-K filed on November 18, 2004.

-2-

Item 9.01. Financial Statements and Exhibits.  
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- (a) Not Applicable.
- (b) Not Applicable.
- (c) Exhibits.

99.1 Cover letter to stockholders dated November , 2004.  
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99.2. Summary of Rights to Purchase Series A Junior Participating Preferred Shares.

-3-

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this Report to be signed on its behalf by the undersigned thereunto duly authorized.

NBT BANCORP INC.

Date: December 3, 2004  
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By: /s/ Michael J Cehwens  
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Michael J. Chewens  
Senior Executive Vice President,  
Chief Financial Officer and  
Corporate Secretary

-4-

EXHIBIT INDEX  
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Exhibit No. -----	Description -----
99.1	Cover letter to stockholders dated November 26, 2004.

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99.2

Summary of Rights to Purchase Series A Junior Participating Preferred Shares.

-5-