



Comptroller of the Currency
Administrator of National Banks

Washington, DC 20219

Conditional Approval #827
December 2007

October 1, 2007

Mr. Joseph R. Stagliano
Corporate Senior Vice President
NBT Bank, N.A.
52 South Board Street
Norwich, New York 13815

Re: Application by NBT Bank, N.A., Norwich, New York, to establish a branch at 335 Main Street, Johnson City, New York
Application Control Number: 2006-NE-05-0080

Dear Mr. Stagliano:

I grant conditional approval to your application to establish a branch at 355 Main Street, Johnson City, Broome County, New York based on a thorough evaluation of all information in the record and available to the Comptroller of the Currency (OCC) relevant to the applicable statutory and policy factors, including the representations and commitments made in the application and by the bank's representatives. This letter also serves as authorization for the bank to establish Branch No. 134690A at the above-noted address, and will be known as "Johnston City Branch".

If the branch is not opened within 18 months from this conditional approval date, the approval automatically terminates unless the OCC grants an extension.

Within 10 days after opening, the bank must advise this office of the branch's opening date, so the OCC may complete its records. Reference the CAIS control number in your letter.

If this branch is closed, a 90-day advance notice of proposed branch closing must be submitted to the OCC pursuant to 12 U.S.C. § 1831r-1. Following the closing of the branch office, a final closing notice should be submitted to this office.

The branch will be established in an existing building, known as the Charles F. Johnson Home, which is eligible for listing in the National Register of Historic Places as a distinctive intact example of early 20th century Colonial Revival style domestic architecture and as the home of C.F. Johnson, the last member of the Johnson family. The New York State Historic Preservation Officer determined that the bank's plans for establishing the branch would have an adverse effect on the building. Accordingly, a Memorandum of Agreement was developed to mitigate the adverse effects of the proposal.

This branch approval is subject to the following condition:

In establishing a branch at 355 Main Street, Johnson City, New York, NBT Bank shall carry out the measures listed under the Stipulations section of the Memorandum of Agreement entered into by the bank, the New York State Historic Preservation Officer, the Advisory Council on Historic Preservation, and the OCC. This condition shall remain in effect until the OCC determines that documentation provided by NBT Bank meets the requirements as stated in the Stipulations of the Memorandum of Agreement.

This condition is a condition imposed in writing by the agency for any action or any application within the meaning of 12 U.S.C. § 1818. As such, the condition is enforceable under 12 U.S.C. § 1818.

An executed original copy of the Memorandum of Agreement is attached.

This approval and the activities and communications by OCC employees in the filing do not constitute a contract, express or implied, or any other obligation binding upon the OCC, the United States, any agency or entity of the United States, or any officer or employee of the United States, and do not affect the ability of the OCC to exercise its supervisory, regulatory and examination authorities under applicable laws and regulations. The foregoing may not be waived or modified by any employee or agent of the OCC or the United States.

If you have any questions regarding this letter, please contact Gail Alston, Licensing Applications Technician, in our Northeastern District Office at (212) 790-4055 or Ramah L. Chansen, Senior Licensing Analyst at (202) 874-5060. In any correspondence regarding this application, please reference the application control number.

Sincerely,

Lawrence E. Beard

Lawrence E. Beard
Deputy Comptroller
Licensing

Enclosures: Memorandum of Agreement
Survey

cc: Secretary to the Director for Licensing Activities