

S&T BANCORP INC
Form 4
August 12, 2008

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
GATTI WILLIAM J

(Last) (First) (Middle)

800 PHILADELPHIA STREET

(Street)

INDIANA, PA 15701

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
S&T BANCORP INC [STBA]

3. Date of Earliest Transaction
(Month/Day/Year)

08/11/2008

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)

6. Individual or Joint/Group Filing(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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock	08/11/2008		M	5,000 A	\$ 27.75 21,404	D	
Common Stock	08/11/2008		S	5,000 D	\$ 35 16,404	D	

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
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SEC 1474
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

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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 Securities (Instr. 3 and 4)		8. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options (Right to buy)	\$ 19.8125					06/18/2001	12/18/2010	Common Stock	5,000	
Stock Options (Right to buy)	\$ 22.875					06/20/2000	12/20/2009	Common Stock	5,000	
Stock Options (Right to buy)	\$ 24.4					06/17/2002	12/17/2011	Common Stock	5,000	
Stock Options (Right to buy)	\$ 26.6					01/01/2004	12/16/2012	Common Stock	3,000	
Stock Options (Right to buy)	\$ 29.965					01/01/2005	12/15/2013	Common Stock	2,500	
Stock Options (Right to buy)	\$ 37.08					<u>(1)</u>	12/20/2014	Common Stock	2,500	
Stock Options (Right to buy)	\$ 37.855					01/01/2007	12/19/2015	Common Stock	2,500	
Stock Options (Right to buy)	\$ 27.75	08/11/2008		M	5,000	06/21/1999	12/21/2008	Common Stock	5,000	\$

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
GATTI WILLIAM J 800 PHILADELPHIA STREET INDIANA, PA 15701	X

Signatures

Timothy P. McKee P.O.A. for William J. Gatti	08/12/2008
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__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).
- (2) 25% vesting on 01/01/07, 25% vesting 01/01/08, 25% vesting on 01/01/09, 25% vesting on 01/01/10
- (1) Exercisable on 01/01/2006

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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