

S&T BANCORP INC  
Form SC 13G/A  
February 14, 2011

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

SCHEDULE 13G  
UNDER THE SECURITIES EXCHANGE ACT OF 1934  
(Amendment No. 1 )\*

CBT Financial Corp

(Name of Issuer)

Common Stock

(Title or Class of Securities)

12495U100

(CUSIP Number)

December 31, 2010 Year End

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

CUSIP No. 12495U100

Names of Reporting Persons

IRS Identification No. Of Above Persons

S & T Bancorp, Inc.

J5-1434426

2) Check the Appropriate Box if a Member of a Group (See Instructions)

a)

b)

3) SEC USE ONLY

4) Citizenship or Place of Organization - Delaware

Number of Shares 5) Sole Voting Power 48,452

Beneficially Owned 6) Shared Voting Power -0-

By Each Reporting 7) Sole Dispositive Power 48,452

Person With: 8) Shared Dispositive Power -0-

9) Aggregate Amount Beneficially Owned by Each Reporting Person

48,452

10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11) Percent of Class Represented by Amount in Row (9) 4.87%

12) Type of Reporting Person (See Instructions) HC

ITEM 1(a) - NAME OF ISSUER:

CBT Financial Corp

ITEM 1(b) - ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

11 N. Second Street

Clearfield, PA 16830

ITEM 2(a) - NAME OF PERSON FILING:

S & T Bancorp, Inc.

ITEM 2(b) - ADDRESS OF PRINCIPAL BUSINESS OFFICE:

800 Philadelphia Street

Indiana, PA 15701

ITEM 2(c) - CITIZENSHIP:

Pennsylvania, United States

ITEM 2(d) - TITLE OF CLASS OF SECURITIES:

Common Stock

ITEM 2(e) - CUSIP NUMBER:

I2495U100

ITEM 3 - IF THIS STATEMENT IS FILED PURSUANT TO RULE 13d-1(b), OR 13d-2(b),

CHECK WHETHER THE PERSON FILING IS A:

- (a)  Broker or dealer registered under Section 15 of the Exchange Act;
- (b)  Bank as defined in Section 3(a)(6) of the Exchange Act;
- (c)  Insurance Company as defined in Section 3(a)(19) of the Exchange Act;
- (d)  Investment Company registered under Section 8 of the Investment Company Act;
- (e)  An Investment Adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
- (f)  An Employee Benefit Plan or Endowment Fund in accordance with Rule 13d-1(b)(1)(ii)(F);

(g)  A Parent Holding Company or Control Person in accordance with Rule

13d-1(b)(1)(ii)(G);

(h)  A Savings Association as defined in Section 3(b) of the Federal

Deposit Insurance Act;

(i)  A Church Plan that is excluded from the definition of an

Investment Company under Section 3(c)(14) of the Investment Company

Act;

(j)  Group, in accordance with Rule 13d(b)(1)(ii)(J).

If this statement is filed pursuant to Rule 13d-1(c), check this box.

#### ITEM 4 - OWNERSHIP:

The following information is as of December 31, 2010:

(a) Amount Beneficially Owned: 48.452

(b) Percent of Class: 4.87%

(c) Number of shares to which such person has:

(i) sole power to vote or to direct the vote 48.452

(ii) shared power to vote or to direct the vote -0-

(iii) sole power to dispose or to direct the disposition of 48.452

(iv) shared power to dispose or to direct the disposition of -0-

#### ITEM 5 - OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS:

If this statement is being filed to report the fact that as of the date hereof, the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following (X). .

#### ITEM 6 - OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON:

Not Applicable.

ITEM 7 - IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED  
THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY:

9th Street Holdings, Inc.M1-0310095

Two Greenville Crossing

L005 Kennett Pike - Suite 220

Greenville, DE 19807

ITEM 8 - IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP:

Not Applicable.

ITEM 9 - NOTICE OF DISSOLUTION OF GROUP:

Not Applicable.

ITEM 10 - CERTIFICATION:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 14, 2011

Date

By: /s/ Mark Kochvar

Signature - S & T Bancorp, Inc.

Mark Kochvar, Sr. Executive Vice President & CFO

Name & Title