

CARINO JAMES L  
Form 5  
February 17, 2009

**FORM 5**

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

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).  
Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
CARINO JAMES L  
  
(Last) (First) (Middle)

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below)  Other (specify below)  
Director Emeritus

800 PHILADELPHIA STREET  
  
(Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
12/31/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting  
  
(check applicable line)

INDIANA, PA 15701

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

**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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|--|--|---|
|                                 |                                      |  |                                | Amount  | (A) or (D) | Price  |  |   |
| Common Stock                    | 12/31/2008                           | Â  | J4 <sup>(1)</sup>              | 20  | A          | \$ 31.4925   | D  | Â   |
| Common Stock                    | 12/31/2008                           | Â  | J4 <sup>(1)</sup>              | 5   | A          | \$ 31.4925   | I  | J.L. Carino Nurseries, Inc.                           |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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**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 Amount of Underlying Securities (Instr. 3 and 4) |                            |
|--|--|--------------------------------------|--|--------------------------------|---|-----|--|-----------------|---|----------------------------|
|  |  |                                      |  |                                | (A)   | (D) | Date Exercisable   | Expiration Date | Title   | Amount or Number of Shares |
| Stock Options (Right to Buy)               | \$ 22.875  | Â                                    | Â  | Â                              | Â   | Â   | 06/20/2000   | 12/20/2009      | Common Stock  | 5,000                      |
| Stock Options (Right to Buy)               | \$ 19.8125   | Â                                    | Â  | Â                              | Â   | Â   | 06/18/2001   | 12/18/2010      | Common Stock  | 5,000                      |
| Stock Options (Right to Buy)               | \$ 24.4  | Â                                    | Â  | Â                              | Â   | Â   | 06/17/2002   | 12/17/2011      | Common Stock  | 5,000                      |
| Stock Options (Right to Buy)               | \$ 26.6  | Â                                    | Â  | Â                              | Â   | Â   | 01/01/2004   | 12/16/2012      | Common Stock  | 3,000                      |
| Stock Options (Right to Buy)               | \$ 29.965  | Â                                    | Â  | Â                              | Â   | Â   | 01/01/2005   | 12/15/2013      | Common Stock  | 2,500                      |
| Stock Options (Right to Buy)               | \$ 37.08   | Â                                    | Â  | Â                              | Â   | Â   | 01/01/2006   | 12/20/2014      | Common Stock  | 2,500                      |
| Stock Options (Right to Buy)               | \$ 37.855  | Â                                    | Â  | Â                              | Â   | Â   | 01/01/2007 <sup>(2)</sup>                                | 12/19/2015      | Common Stock  | 2,500                      |

## Reporting Owners

| Reporting Owner Name / Address                                 | Relationships |           |         |                   |
|--|---------------|-----------|---------|-------------------|
|  | Director      | 10% Owner | Officer | Other             |
| CARINO JAMES L<br>800 PHILADELPHIA STREET<br>INDIANA, PA 15701 | Â             | Â         | Â       | Director Emeritus |

## Signatures

Timothy P. McKee P. O. A. for James L.  
Carino

02/17/2009

\_\_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) Increase due to reinvested dividends in a dividend reinvestment plan.
- (2) 25% vesting on 01/01/07, 25% vesting on 01/01/08, 25% vesting on 01/01/09 and 25% vesting on 01/01/10

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