

PAPER NICK ALAN
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 *
PAPER NICK ALAN

(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)

800 PHILADELPHIA STREET

(Street)

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

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

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

6. Individual or Joint/Group Reporting

(check applicable line)

INDIANA, PA 15701

(City) (State) (Zip)

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 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|---|
| Common Stock | 12/31/2008 | Â | S4 ⁽¹⁾ | 535 D | \$ 35.5 | 2,382 D | Â |
| Common Stock | 12/31/2008 | Â | P4 ⁽²⁾ | 928 A | \$ 35.5 | 1,728 I | Judy Papernick Ttee David Glick Trust |
| Common Stock | 12/31/2008 | Â | P4 ⁽²⁾ | 928 A | \$ 35.5 | 1,728 I | Judy Papernick Ttee Lindsay |

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| | | | | | | | | | |
|--------------|------------|---|-------|-----|---|---------|-------|---|---|
| Common Stock | 12/31/2008 | Â | P4(2) | 928 | A | \$ 35.5 | 1,728 | I | Judy Papernick Ttee Hannah Glick Trust |
| Common Stock | 12/31/2008 | Â | P4(2) | 928 | A | \$ 35.5 | 1,728 | I | Judy Papernick Ttee Alexandra Papernick Trust |
| Common Stock | 12/31/2008 | Â | P4(2) | 928 | A | \$ 35.5 | 1,728 | I | Judy Papernick Ttee Zoe Papernick Trust |
| Common Stock | 12/31/2008 | Â | P4(2) | 945 | A | \$ 35.5 | 945 | I | Judy Papernick ttee Daniel Glick |
| Common Stock | Â | Â | Â | Â | Â | Â | 63 | I | Judy Papernick Ira |

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 | \$ 29.965 | Â | Â | Â | Â Â | 01/01/2005 12/15/2013 | Common Stock 2,500 |

(Right to Buy)

| | | | | | | | | | | |
|------------------------------|----------|---|---|---|---|---|------------|------------|--------------|-------|
| Stock Options (Right to Buy) | \$ 37.08 | ^ | ^ | ^ | ^ | ^ | 01/01/2006 | 12/20/2014 | Common Stock | 2,500 |
|------------------------------|----------|---|---|---|---|---|------------|------------|--------------|-------|

| | | | | | | | | | | |
|------------------------------|-----------|---|---|---|---|---|---------------------------|------------|--------------|-------|
| Stock Options (Right to Buy) | \$ 37.855 | ^ | ^ | ^ | ^ | ^ | 01/01/2007 ⁽³⁾ | 12/19/2015 | Common Stock | 2,500 |
|------------------------------|-----------|---|---|---|---|---|---------------------------|------------|--------------|-------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| PAPERICK ALAN 800 PHILADELPHIA STREET INDIANA, PA 15701 | ^ X | ^ | ^ | ^ |

Signatures

| | |
|---|------------|
| Timothy P. McKee P. O. A. for Alan Papernick | 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) Sale of shares from Direct Ownership during 2008
- (2) Purchase of shares by wife for grandchildren during 2008
- (3) 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

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.