

GATTI WILLIAM J  
 Form 4  
 April 23, 2008

**FORM 4**

**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).

**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

(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)  
**04/21/2008**

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	04/21/2008		A <sup>(1)</sup>	V Amount (A) or (D) Price	599 \$ 33.39	16,404	D

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

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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. Price 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)	\$ 27.75					06/21/1999	12/21/2008	Common Stock	5,000
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>(2)</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

## 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	04/23/2008
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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).
- (3) 25% vesting on 01/01/07, 25% vesting 01/01/08, 25% vesting on 01/01/09, 25% vesting on 01/01/10
- (1) Restricted shares granted April 21, 2008, vesting on April 21, 2009.
- (2) 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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