

CARINO JAMES L  
 Form 5/A  
 February 20, 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)

**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)  
 Director Emeritus

**INDIANA, PA 15701**

4. If Amendment, Date Original Filed(Month/Day/Year)  
**02/17/2009**

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

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 (A) or Price (D)	6. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	7. Nature of Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	8. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	12/31/2008	Â	J4 <sup>(1)(2)</sup>	5	A \$ 31.4925	56,981	I	J.L. Carino Nurseries, Inc.
Common Stock	12/31/2008	Â	J4 <sup>(1)(2)</sup>	20	A \$ 31.4925	224,425	D	Â

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

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SEC 2270 (9-02)

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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>(3)</sup>	12/19/2015	Common Stock	2,500

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CARINO JAMES L 800 PHILADELPHIA STREET INDIANA, PA 15701	^	^	^	Director Emeritus

## Signatures

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

02/19/2009

\_\_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) Filing amended to correct Transaction Code - not a Form 4 transaction.
- (2) Increase due to reinvested dividends in a dividend reinvestment plan.
- (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.