

SPADAFORA CHARLES A  
Form 4  
November 06, 2012

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
SPADAFORA CHARLES A

(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)  
08/13/2012

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock                    | 08/13/2012                           |  | A <sup>(1)</sup>               | V Amount \$ 2,328 (D) Price 16.59                                 | 31,212.35   | I  | CCSJ Partners LP                                      |
| Common Stock                    |                                      |  |                                |   | 14,400  | I  | Cecil Spadafora Trust                                 |
| Common Stock                    |                                      |  |                                |   | 7,868   | D  |   |
| Common Stock                    |                                      |  |                                |   | 6,500   | I  | Irrevocable Trust                                     |
| Common Stock                    |                                      |  |                                |   | 6,578   | I  | Linda C/f Children                                    |

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|              |       |   |                     |
|--------------|-------|---|---------------------|
| Common Stock | 2,000 | I | TTEE Wife<br>Rev Tr |
|--------------|-------|---|---------------------|

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)

| 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 or Value 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)               | \$ 37.855  |                                      |  |                                |   | 01/01/2007 12/19/2015                                    |   | Common Stock  | 2,500                      |
| Stock Options (Right to Buy)               | \$ 37.08   |                                      |  |                                |   | 01/01/2006 12/20/2014                                    |   | Common Stock  | 2,500                      |
| Stock Options (Right to Buy)               | \$ 29.965  |                                      |  |                                |   | 01/01/2005 12/15/2013                                    |   | Common Stock  | 2,500                      |
| Stock Options (Right to Buy)               | \$ 26.6  |                                      |  |                                |   | 01/01/2004 12/16/2012                                    |   | Common Stock  | 3,000                      |

## Reporting Owners

| Reporting Owner Name / Address | Relationships |           |         |       |
|--------------------------------|---------------|-----------|---------|-------|
|                                | Director      | 10% Owner | Officer | Other |

SPADAFORA CHARLES A  
800 PHILADELPHIA STREET X  
INDIANA, PA 15701

## Signatures

/s/ Timothy P. McKee P.O.A. for Charles A.  
Spadafora

11/06/2012

\_\_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) The indicated number of shares represents the number of shares of the common stock of S&T Bancorp, Inc. ("S&T") issuable to the reporting person as merger consideration pursuant to the Agreement and Plan of Merger dated as of March 29, 2012 (the "Merger Agreement") by and between S&T and Gateway Bank of Pennsylvania ("Gateway"). The indicated number of shares reflects the actual number of shares of S&T common stock issuable to the reporting person as merger consideration pursuant to the Merger Agreement. As a result of the merger, each share of Gateway common stock at the time of the merger was converted into the right to receive 0.4657 of a share of S&T common stock and \$3.08 in cash, without interest, plus cash in lieu of any fractional shares of common stock.

Note: File three copies of this Form, one of which must be manually signed. If space 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.