

SPADAFORA CHARLES A
Form 4
November 06, 2012

FORM 4

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

OMB APPROVAL

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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 ⁽¹⁾ | 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 Rev Tr |
|--------------|-------|---|---------------------|

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

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(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.