GATTI WILLIAM J

Form 5/A

February 20, 2009

Reminder: Report on a separate line for each class of

securities beneficially owned directly or indirectly.

OMB APPROVAL FORM 5 **OMB** UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number: Washington, D.C. 20549 Check this box if January 31, Expires: no longer subject 2005 to Section 16. Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL Form 4 or Form burden hours per 5 obligations OWNERSHIP OF SECURITIES response... 1.0 may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940 Form 4 Transactions Reported 1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer **GATTI WILLIAM J** Symbol **S&T BANCORP INC [STBA]** (Check all applicable) 3. Statement for Issuer's Fiscal Year Ended (Last) (First) (Middle) (Month/Day/Year) _X_ Director 10% Owner Officer (give title 12/31/2008 Other (specify below) below) 800 PHILADELPHIA STREET (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line) 02/17/2009 INDIANA, Â PAÂ 15701 _X_ Form Filed by One Reporting Person Form Filed by More than One Reporting (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 5. Amount of 7. Nature of 4. Securities Acquired (A) Indirect Security (Month/Day/Year) Execution Date, if Transaction or Disposed of (D) Securities Ownership (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial (Month/Day/Year) (Instr. 8) Owned at Direct (D) Ownership end of or Indirect (Instr. 4) Issuer's (I) Fiscal Year (Instr. 4) (A) (Instr. 3 and Amount (D) Price Common Â Â J(1)(2)12/31/2008 15 A 16,419 D 31.4925 Stock

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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(9-02)

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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)	Number		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)	\$ 19.8125	Â	Â	Â	Â	Â	06/18/2001	12/18/2010	Common Stock	5,000
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)	\$ 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(3)	12/19/2015	Common Stock	2,500

Reporting Owners

Reporting Owner Name / Address	Relationships

Reporting Owners 2

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Director 10% Owner Officer Other

GATTI WILLIAM J 800 PHILADELPHIA STREET Â X Â Â INDIANA, PAÂ 15701

Signatures

Timothy P. McKee P. O. A. for William J. Gatti

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.

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