

S&T BANCORP INC  
Form 4  
May 20, 2014

**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 \*  
TORETTI CHRISTINE 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)  
05/19/2014

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) |   |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |   |   |
| Common Stock                    | 05/19/2014                           |  | A <sup>(1)</sup>               | V   | 1,152   | \$ 23.45   | 12,355.24   | D |
| Common Stock                    | 05/19/2014                           |  | J <sup>(2)</sup>               | V   | 1,400   | \$ 23.11   | 11,203.24   | D |
| Common Stock                    | 05/19/2014                           |  | J <sup>(2)</sup>               | D   | 1,400   | \$ 23.11   | 0   | D |
| Common Stock                    |                                      |  |                                |   |   |  | 8,643   | D |
| Common Stock                    |                                      |  |                                |   |   |  | 192.551   | I |

Christine J  
T/f Joseph  
Jack

|              |         |   |                                       |
|--------------|---------|---|---------------------------------------|
| Common Stock | 187.494 | I | Christine J<br>T/f<br>Maxwell<br>Jack |
|--------------|---------|---|---------------------------------------|

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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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. Priority of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|---|---|---|
| Stock Options (Right to Buy)               | \$ 37.08   |                                      |  |                                |   | Date Exercisable: 01/01/2006<br>Expiration Date: 12/20/2014 | Title: Common Stock<br>Amount or Number of Shares: 2,500      |   |
| Stock Options (Right to Buy)               | \$ 37.855  |                                      |  |                                |   | Date Exercisable: 01/01/2007<br>Expiration Date: 12/19/2015 | Title: Common Stock<br>Amount or Number of Shares: 2,500      |   |

## Reporting Owners

| Reporting Owner Name / Address                                      | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| TORETTI CHRISTINE J<br>800 PHILADELPHIA STREET<br>INDIANA, PA 15701 | X             |           |         |       |

## Signatures

/s/ Timothy P. McKee P.O.A. for Christine J.  
Toretti

05/20/2014

\_\_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).

The Registrant's Board of Directors awarded 1152 restricted shares of the Registrant's common stock to each non-employee director on

- (1) the Board on May 19, 2014 (the "Grant Date"), with such shares vesting in full on May 18, 2015. The fair market value of the common stock was the ending share price of \$23.45 per share on the Grant Date.
- (2) Restricted shares granted on 05/20/2013 and vested on 05/19/2014.

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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