

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

## 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

OMB Number: 3235-0287

Expires: January 31, 2005

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1. Name and Address of Reporting Person \*  
MILLER JAMES C

2. Issuer Name **and** Ticker or Trading Symbol  
S&T BANCORP INC [STBA]

### 5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

### 3. Date of Earliest Transaction

|                                         |                                     |
|-----------------------------------------|-------------------------------------|
| <u>  X  </u> Director                   | <u>      </u> 10% Owner             |
| <u>  X  </u> Officer (give title below) | <u>      </u> Other (specify below) |

Chairman &amp; CEO

43 SOUTH NINTH STREET

11/18/2005

(Street)

4. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

INDIANA, PA 15701

☒ 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<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed Execution Date, if any<br>(Month/Day/Year) | 3. Transaction Code<br>(Instr. 8) | 4. Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4 and 5) |        |                     | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I)<br>(Instr. 4) | 7. Nature of Indirect Beneficial Ownership<br>(Instr. 4) |
|------------------------------------|-----------------------------------------|-------------------------------------------------------|-----------------------------------|----------------------------------------------------------------------|--------|---------------------|--------------------------------------------------------------------------------------------------|-------------------------------------------------------------|----------------------------------------------------------|
|                                    |                                         |                                                       | Code                              | V                                                                    | Amount | (A) or (D)<br>Price |                                                                                                  |                                                             |                                                          |
| Common Stock                       | 11/18/2005                              |                                                       | M                                 |                                                                      | 4,500  | A \$ 27.75          | 8,500                                                                                            | D                                                           |                                                          |
| Common Stock                       | 11/18/2005                              |                                                       | S                                 |                                                                      | 4,500  | D \$ 38.0175        | 4,000                                                                                            | D                                                           |                                                          |
| Common Stock                       |                                         |                                                       |                                   |                                                                      |        |                     | 29,394                                                                                           | I                                                           | 401K                                                     |
| Common Stock                       |                                         |                                                       |                                   |                                                                      |        |                     | 1,236                                                                                            | I                                                           | c/f children                                             |
| Common Stock                       |                                         |                                                       |                                   |                                                                      |        |                     | 17,760                                                                                           | I                                                           | Wife-Nancy                                               |

# Edgar Filing: MILLER JAMES C - Form 4

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.**

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                    | 8. Amount<br>or<br>Number<br>of Shares |                                     |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|---------------------------------------------------------------------|--------------------|----------------------------------------|-------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V                                                                                                               | (A)                                                            | (D) | Date<br>Exercisable                                                 | Expiration<br>Date | Title                                  | Amount<br>or<br>Number<br>of Shares |
| Stock<br>Options<br>(Right to<br>buy)               | \$ 19.8125                                                         |                                         |                                                             |                                      |                                                                                                                 |                                                                |     | 06/18/2001                                                          | 12/18/2010         | Common<br>Stock                        | 25,000                              |
| Stock<br>Options<br>(Right to<br>buy)               | \$ 22.875                                                          |                                         |                                                             |                                      |                                                                                                                 |                                                                |     | 06/20/2000                                                          | 12/20/2009         | Common<br>Stock                        | 25,000                              |
| Stock<br>Options<br>(Right to<br>buy)               | \$ 24.4                                                            |                                         |                                                             |                                      |                                                                                                                 |                                                                |     | 06/17/2002                                                          | 12/17/2011         | Common<br>Stock                        | 25,000                              |
| Stock<br>Options<br>(Right to<br>buy)               | \$ 29.965                                                          |                                         |                                                             |                                      |                                                                                                                 |                                                                |     | 01/01/2005                                                          | 12/15/2013         | Common<br>Stock                        | 15,000                              |
| Stock<br>Options<br>(Right to<br>buy)               | \$ 37.08                                                           |                                         |                                                             |                                      |                                                                                                                 |                                                                |     | 01/01/2006                                                          | 12/20/2014         | Common<br>Stock                        | 15,000                              |
| Stock<br>Options<br>(Right to<br>buy)               | \$ 27.75                                                           | 11/18/2005                              |                                                             | M                                    |                                                                                                                 | 4,500                                                          |     | <u>(2)</u>                                                          | 12/21/2008         | Common<br>Stock                        | 4,500                               |

## Reporting Owners

| Reporting Owner Name / Address                               | Relationships |           |                |       |
|--------------------------------------------------------------|---------------|-----------|----------------|-------|
|                                                              | Director      | 10% Owner | Officer        | Other |
| MILLER JAMES C<br>43 SOUTH NINTH STREET<br>INDIANA, PA 15701 | X             |           | Chairman & CEO |       |

## Signatures

James C Miller 11/21/2005

\_\_Signature of Date  
Reporting Person

## 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) On 06/20/05 the Board of Directors approved the accelerated vesting of the 12/20/04 stock options. These options became immediately exercisable.
- (2) Exercisable on 06/21/1999

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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