

MILLER JAMES C
Form 5
January 25, 2006

FORM 5

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).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

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)

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman & CEO

(Last) (First) (Middle)
43 SOUTH NINTH STREET
(Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2005

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

6. Individual or Joint/Group Reporting (check applicable line)

INDIANA, PA 15701

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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
| (City) | (State) | (Zip) | | Amount | (A) or (D) | Price | | | |
| Common Stock | PA | | | | | | 4,000 | D | |
| Common Stock | 12/31/2005 | | J(1) | 1,362 | A | \$ 36.82 | 30,756 | I | 401K |
| Common Stock | 12/31/2005 | | J(2) | 38 | A | \$ 36.92 | 1,274 | I | c/f children |
| Common Stock | PA | | | | | | 17,760 | I | Wife-Nancy |

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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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----------------|---|-------------------------------|
| | | | | | (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 | 25,000 |
| Stock Options (Right to buy) | \$ 22.875 | Â | Â | Â | Â Â | 06/20/2000 | 12/20/2009 | Common Stock | 25,000 |
| Stock Options (Right to buy) | \$ 24.4 | Â | Â | Â | Â Â | 06/17/2002 | 12/17/2011 | Common Stock | 25,000 |
| Stock Options (Right to buy) | \$ 27.75 | Â | Â | Â | Â Â | Â ⁽³⁾ | 12/21/2008 | Common Stock | 15,000 |
| Stock Options (Right to buy) | \$ 29.965 | Â | Â | Â | Â Â | 01/01/2005 | 12/15/2013 | Common Stock | 15,000 |
| Stock Options (Right to buy) | \$ 37.08 | Â | Â | Â | Â Â | 01/01/2006 | 12/20/2014 | Common Stock | 15,000 |
| Stock Options (Right to buy) | \$ 37.855 | Â | Â | Â | Â Â | 01/01/2007 | 12/19/2015 | Common Stock | 15,000 |

Reporting Owners

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

Signatures

James C Miller 01/25/2006

**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).
- (4) 25% vesting on 01/01/07, 25% vesting 01/01/08, 25% vesting on 01/01/09, 25% vesting on 01/01/10
- (1) These shares are held in a 401K plan.
- (3) Currently exercisable
- (2) These shares are held in a dividend reinvestment plan.

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