

MILLER JAMES C
Form 4/A
January 25, 2005

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 *
MILLER JAMES C

(Last) (First) (Middle)

43 SOUTH NINTH 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)
12/20/2004

4. If Amendment, Date Original Filed(Month/Day/Year)
12/22/2004

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 Ownership Indirect Beneficial Ownership (Instr. 4)		
				(A) or (D)	Code	V	Amount	(D)	Price
Common Stock					4,000	D			
Common Stock					28,168	I	401K		
Common Stock					2,033	I	c/f children		
Common Stock					17,760	I	Wife-Nancy		

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)
				Code V	(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Options (Right to buy)	\$ 19.8125					06/18/2001 12/18/2010	Common Stock 25,000
Stock Options (Right to buy)	\$ 20.375					<u>(1)</u> 12/15/2007	Common Stock 20,000
Stock Options (Right to buy)	\$ 22.875					06/20/2000 12/20/2009	Common Stock 25,000
Stock Options (Right to buy)	\$ 24.4					06/17/2002 12/17/2011	Common Stock 25,000
Stock Options (Right to buy)	\$ 27.75					06/21/1999 12/21/2008	Common Stock 25,000
Stock Options (Right to buy)	\$ 29.965					01/01/2005 12/15/2013	Common Stock 15,000
Stock Options (Right to buy)	\$ 37.08 <u>(2)</u>	12/20/2004		A	15,000	01/01/2006 ⁽³⁾ 12/20/2014	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		President & CEO	

Signatures

Wendy S. Bell 01/20/2005

__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).
- (2) This filing is amended to include the exercise price for stock option grant dated 12/20/04. The exercise price was inadvertently not included on the original filing.
- (3) 50% vesting on 01/01/06, 50% vesting on 01/01/07
- (1) Exercisable on 06/15/1998
- (4) The exercise price of these Stock Options (Right to Buy) is \$37.08

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.