

BRICE TODD D  
Form 5  
February 02, 2011

# 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 *			2. Issuer Name <b>and</b> Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer		
BRICE TODD D			S&T BANCORP INC [STBA]			(Check all applicable)		
(Last)	(First)	(Middle)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) PRESIDENT, CEO & DIRECTOR		
800 PHILADELPHIA STREET			12/31/2010			6. Individual or Joint/Group Reporting		
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			(check applicable line)		
INDIANA, PA 15701						<input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> 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 (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 Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Stock	12/31/2010	Â	G <sup>(2)</sup>	690	D	\$ 22.59	51,034	D	Â
Common Stock	12/31/2010	Â	G <sup>(2)</sup>	690	A	\$ 22.59	690	I	Indirect Wife
Common Stock	12/31/2010	Â	J <sup>(1)</sup>	132	A	\$ 22.59	4,247	I	401k
Common Stock	12/31/2010	Â	J <sup>(3)</sup>	96	A	\$ 22.59	96	I	Wife - Ira

Common Stock     Â                     Â                     Â                     Â                     Â                     4,776                     I                     Children

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

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**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
Stock Options (Right to Buy)	\$ 24.4	Â	Â	Â	Â Â	12/17/2001 12/17/2011	Common Stock	10,000
Stock Options (Right to Buy)	\$ 29.965	Â	Â	Â	Â Â	01/01/2005 12/15/2013	Common Stock	10,000
Stock Options (Right to Buy)	\$ 37.08	Â	Â	Â	Â Â	01/01/2006 12/20/2014	Common Stock	12,500
Stock Options (Right to Buy)	\$ 37.855	Â	Â	Â	Â Â	01/01/2007 12/19/2015	Common Stock	12,500

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BRICE TODD D 800 PHILADELPHIA STREET INDIANA, Â PA Â 15701	Â	Â	Â PRESIDENT, CEO & DIRECTOR	Â

## Signatures

/s/ Timothy P. McKee P.O.A. for Todd D.  
Brice

02/02/2011

\_\_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) These shares represent the YTD increase in shares held in a 401K plan.
  - (2) Gifted to wife in 2010.
  - (3) Incorrectly reported as a transfer between funds in an IRA.

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.