BRICE THOMAS A

Form 4/A

Stock

Stock

Common

Common

December 31, 2008

December 31, 200)8									
FORM 4								OMB A	PPROVAL	
	ES AND EXCHANGE COMMISSION gton, D.C. 20549					OMB Number:	3235-0287			
Check this box if no longer								Expires:	January 31,	
subject to Section 16. Form 4 or		CURIT	N BENEFICIAL OWNERSHIP (URITIES				Estimated a burden hou response	rs per		
Form 5 obligations may continue. See Instruction 1(b). 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 Respon	ases)									
BRICE THOMAS A Symbo							5. Relationship of Reporting Person(s) to Issuer			
	First) (Middle)	S&T BANC		-	BAJ		(Chec	k all applicable	e)	
(Last) (I		3. Date of Earliest Transaction Month/Day/Year) 12/26/2008				_X_ Director 10% Owner Officer (give title Other (specify				
							below) below)			
(\$	4. If Amendmen Filed(Month/Day 12/30/2008					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
INDIANA, PA 1:	5701						Person	lore than One Re	eporting	
(City) (S	State) (Zip)	Table I - N	Non-Deri	vative Se	ecurit	ies Ac	quired, Disposed of	, or Beneficial	ly Owned	
	any	ution Date, if Train Code	nsactionA de D	4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			Securities F Beneficially (Owned I Following (Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
		Coc	de V A	Amount	or	Price	Transaction(s) (Instr. 3 and 4)		Thomas A	
Common Stock 12/2	26/2008	J <u>(1</u>	<u>1)</u> 3	3,545	D	\$0	0	I	Brice Exec Est Of David C Brice	
Common Stock							70,592	D		

48,132

1,664

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I

Wife

Wife - Ira

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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)

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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. Transactio Code (Instr. 8)	5. Dr.Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			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)	\$ 22.875					06/20/2000	12/20/2009	Common Stock	5,000
Stock Options (Right to Buy)	\$ 19.8125					06/18/2001	12/18/2010	Common Stock	5,000
Stock Options (Right to Buy)	\$ 24.4					06/17/2002	12/17/2011	Common Stock	5,000
Stock Options (Right to Buy)	\$ 26.6					01/01/2004	12/16/2012	Common Stock	3,000
Stock Options (Right to Buy)	\$ 29.965					01/01/2005	12/15/2013	Common Stock	2,500
Stock Options (Right to Buy)	\$ 37.08					01/01/2006	12/20/2014	Common Stock	2,500

Stock

Options (Right to \$ 37.855

 $01/01/2007\underline{^{(2)}} \quad 12/19/2015$

Common Stock 2,500

Buy)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BRICE THOMAS A 800 PHILADELPHIA STREET X INDIANA, PA 15701

Signatures

/s/ Timothy P. McKee POA for Thomas A. Brice

12/31/2008

**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) Settlement of David C. Brice Estate 12/26/08. All shares were distributed.
- (2) 25% vesting on 01/01/07, 25% vesting on 01/01/08, 25% vesting on 01/01/09 and 25% vesting on 01/01/10

Remarks:

This form amended to include all current holdings.

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.

Reporting Owners 3