

GOOCH MARK A
Form 4
May 24, 2012

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 *
GOOCH MARK A

2. Issuer Name and Ticker or Trading Symbol
COMMUNITY TRUST BANCORP INC /KY/ [CTBI]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
Executive Vice Pres./Secretary

(Last) (First) (Middle)
PO BOX 2947
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/24/2012

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

PIKEVILLE, KY 41502-2947

(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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	05/24/2012		M	9,293 A \$ 20.983	23,111	D	
Common Stock	05/24/2012		S	9,293 D \$ 33.2596	13,818	D	
Common Stock					10,396.4884	I	By ESOP
Common Stock					11,697.3234	I	By 401(k)

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.

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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 Number Shares
<u>Option (1)</u>	\$ 20.983 (2)	05/24/2012		M	2,323.25 (2)	01/17/2004	01/17/2003	Common Stock	2,323.25
<u>Option (1)</u>	\$ 20.983 (2)	05/24/2012		M	2,323.25 (2)	01/17/2005	01/17/2013	Common Stock	2,323.25
<u>Option (1)</u>	\$ 20.983 (2)	05/24/2012		M	2,323.25 (2)	01/17/2006	01/17/2013	Common Stock	2,323.25
<u>Option (1)</u>	\$ 20.983 (2)	05/24/2012		M	2,323.25 (2)	01/17/2007	01/17/2013	Common Stock	2,323.25
<u>Option (1)</u>	\$ 27.109 (3)					01/27/2009	01/27/2014	Common Stock	5,500
<u>Option (1)</u>	\$ 30.88					01/28/2006	01/28/2015	Common Stock	1,821
<u>Option (1)</u>	\$ 30.88					01/28/2007	01/28/2015	Common Stock	1,821
<u>Option (1)</u>	\$ 30.88					01/28/2008	01/28/2015	Common Stock	1,821
<u>Option (1)</u>	\$ 30.88					01/28/2009	01/28/2015	Common Stock	1,821
<u>Option (1)</u>	\$ 32.44					01/27/2007	01/27/2016	Common Stock	1,888
<u>Option (1)</u>	\$ 32.44					01/27/2008	01/27/2016	Common Stock	1,888
<u>Option (1)</u>	\$ 32.44					01/27/2009	01/27/2016	Common Stock	1,888
<u>Option (1)</u>	\$ 32.44					01/27/2010	01/27/2016	Common Stock	1,888
	\$ 38.95					01/23/2008	01/23/2017		2,166.25

