

JONES LARRY W
Form 4
February 22, 2013

FORM 4

**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).

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 *
JONES LARRY W

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)

(Last) (First) (Middle)
100 EAST VINE STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/20/2013

____ Director
 Officer (give title below) _____ Other (specify below)
Executive Vice President

LEXINGTON, KY 40507-1406

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

(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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	02/20/2013		M	A	\$ 27.109	10,047.2634	D
Common Stock	02/20/2013		M	A	\$ 28.32	13,797.2634	D
Common Stock	02/21/2013		S	D	\$ 34.02	7,297.3634	D
Common Stock						2,208.343	I BY ESOP

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

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SEC 1474
(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 (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)	
					V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option <u>(1)</u>	\$ 27.109 <u>(3)</u>	02/20/2013		M		2,750 <u>(3)</u>	01/27/2009	01/27/2014	Common Stock	2,750 <u>(3)</u>
Option <u>(2)</u>	\$ 28.32	02/20/2013		M		3,750	01/29/2013	01/29/2018	Common Stock	3,750
Option <u>(4)</u>	\$ 30.88						01/28/2008	01/28/2015	Common Stock	1,166
Option <u>(4)</u>	\$ 30.88						01/28/2009	01/28/2015	Common Stock	1,166
Option <u>(4)</u>	\$ 32.44						01/27/2007	01/27/2016	Common Stock	1,155.75
Option <u>(4)</u>	\$ 32.44						01/27/2008	01/27/2016	Common Stock	1,155.75
Option <u>(4)</u>	\$ 32.44						01/27/2009	01/27/2016	Common Stock	1,155.75
Option <u>(4)</u>	\$ 32.44						01/27/2010	01/27/2016	Common Stock	1,155.75
Option <u>(5)</u>	\$ 38.95						01/23/2008	01/23/2017	Common Stock	1,263.75
Option <u>(5)</u>	\$ 38.95						01/23/2009	01/23/2017	Common Stock	1,263.75
Option <u>(5)</u>	\$ 38.95						01/23/2010	01/23/2017	Common Stock	1,263.75
Option <u>(5)</u>	\$ 38.95						01/23/2011	01/23/2017	Common Stock	1,263.75

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JONES LARRY W 100 EAST VINE STREET LEXINGTON, KY 40507-1406			Executive Vice President	

Signatures

Larry W. Jones By: Marilyn T. Justice,
Attorney-in-Fact

02/22/2013

__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) Right to buy pursuant to Management Retention Incentive Stock Option Agreement (CTBI 1998 Stock Option Plan).
- (2) Right to buy pursuant to Non-Qualified Stock Option Agreement (CTBI 2006 Stock Ownership Incentive Plan).
- (3) Option previously reported as covering 2,500 shares @\$29.82 per share, adjusted to reflect 10% stock dividend effective 12/15/04.
- (4) Right to buy pursuant to Incentive Stock Option Agreement (CTBI 1998 Stock Option Plan).
- (5) Right to buy pursuant to Incentive Stock Option Agreement (CTBI 2006 Stock Option Plan).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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