

COMMUNITY TRUST BANCORP INC /KY/
 Form 4
 November 17, 2014

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 *
HALE JEAN R

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)
PO BOX 2947
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/14/2014

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

PIKEVILLE, KY 41502-2947

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 11/14/2014 | | M | | 10,507 | A | \$ 28.073 |
| | | | | | | | 133,241.5064 (8) |
| Common Stock | 11/14/2014 | | S | | 246 | D | \$ 36.55 |
| | | | | | | | 132,995.5064 |
| Common Stock | 11/14/2014 | | S | | 1,161 | D | \$ 36.53 |
| | | | | | | | 131,834.5064 |
| Common Stock | 11/14/2014 | | S | | 1,000 | D | \$ 36.58 |
| | | | | | | | 130,834.5064 |
| Common Stock | 11/14/2014 | | S | | 1,000 | D | \$ 36.63 |
| | | | | | | | 129,834.5064 |
| | 11/14/2014 | | S | | 700 | D | \$ 36.61 |
| | | | | | | | 129,134.5064 |

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| | | | | | | | | | |
|--------------|------------|--|---|-------|---|----------|--------------|---|---------------|
| Common Stock | | | | | | | | | |
| Common Stock | 11/14/2014 | | S | 700 | D | \$ 36.57 | 128,434.5064 | D | |
| Common Stock | 11/14/2014 | | S | 1,900 | D | \$ 36.65 | 126,534.5064 | D | |
| Common Stock | 11/14/2014 | | S | 900 | D | \$ 36.6 | 125,634.5064 | D | |
| Common Stock | 11/14/2014 | | S | 700 | D | \$ 36.64 | 124,934.5064 | D | |
| Common Stock | 11/14/2014 | | S | 550 | D | \$ 36.68 | 124,384.5064 | D | |
| Common Stock | 11/14/2014 | | S | 200 | D | \$ 36.66 | 124,184.5064 | D | |
| Common Stock | 11/14/2014 | | S | 1,450 | D | \$ 36.58 | 122,734.5064 | D | |
| Common Stock | | | | | | | 19,530.9177 | I | By: ESOP |
| Common Stock | | | | | | | 65,688.6011 | I | By: 401(k) |

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 Number Shares |
| Option <u>(1)</u> | \$ 28.073 <u>(2)</u> | 11/14/2014 | | M | 2,626.75 <u>(2)</u> | 01/28/2006 | 01/28/2015 | Common Stock | 2,626. <u>(2)</u> |
| Option <u>(1)</u> | \$ 28.073 <u>(2)</u> | 11/14/2014 | | M | 2,626.75 <u>(2)</u> | 01/28/2007 | 01/28/2015 | Common Stock | 2,626. <u>(2)</u> |
| Option <u>(1)</u> | \$ 28.073 <u>(2)</u> | 11/14/2014 | | M | 2,626.75 <u>(2)</u> | 01/28/2008 | 01/28/2015 | Common Stock | 2,626. <u>(2)</u> |

| Option (1) | \$ (2) | 11/14/2014 | M | 2,626.75 (2) | 01/28/2009 | 01/28/2015 | Common Stock | 2,626. (2) |
|---------------|------------------|------------|---|-----------------|------------|------------|-----------------|---------------|
| Option (1) | \$ 29.491 (3) | | | | 01/27/2007 | 01/27/2016 | Common Stock | 2,712. (3) |
| Option (1) | \$ 29.491 (3) | | | | 01/27/2008 | 01/27/2016 | Common Stock | 2,712. (3) |
| Option (1) | \$ 29.491 (3) | | | | 01/27/2009 | 01/27/2016 | Common Stock | 2,712. (3) |
| Option (1) | \$ 29.491 (3) | | | | 01/27/2010 | 01/27/2016 | Common Stock | 2,712. |
| Option (4) | \$ 35.409 (5) | | | | 01/23/2008 | 01/23/2017 | Common Stock | 3,106. (5) |
| Option (4) | \$ 35.409 (5) | | | | 01/23/2009 | 01/23/2017 | Common Stock | 3,106. (5) |
| Option (4) | \$ 35.409 (5) | | | | 01/23/2010 | 01/23/2017 | Common Stock | 3,106. (5) |
| Option (4) | \$ 35.409 (5) | | | | 01/23/2011 | 01/23/2017 | Common Stock | 3,106. (5) |
| Option (6) | \$ 25.745 (7) | | | | 01/29/2013 | 01/29/2018 | Common Stock | 6,875. |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| HALE JEAN R PO BOX 2947 PIKEVILLE, KY 41502-2947 | X | | Chair, President & CEO | |

Signatures

Jean R. Hale By: Marilyn T. Justice,
Attorney-in-Fact

11/17/2014

__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 Incentive Stock Option Agreement (CTBI 1998 Stock Option Plan).
- (2) Option previously reported as covering 2,388 shares @\$30.88 per share, adjusted to reflect the 10% stock dividend effective 06/02/14.
- (3) Option previously reported as covering 2,466 shares @\$32.44 per share, adjusted to reflect the 10% stock dividend effective 06/02/14.
- (4) Right to buy pursuant to Incentive Stock Option Agreement (CTBI 2006 Stock Option Plan).
- (5) Option previously reported as covering 2,166.25 shares @\$38.95 per share, adjusted to reflect the 10% stock dividend effective 06/02/14.

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- (6) Right to buy pursuant to Non-Qualified Stock Option Agreement (CTBI 2006 Stock Ownership Incentive Plan).
- (7) Option previously reported as covering 6,250 shares @\$28.32 per share, adjusted to reflect the 10% stock dividend effective 06/02/14.
- (8) On April 29, 2014, CTBI declared a 10% stock dividend payable to all holders of common stock on record date May 15, 2014, payable June 2, 2014. As a result, the reporting person received an additional 11,165.8642 shares directly.

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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