

GOOCH MARK A
Form 4
January 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)
01/20/2012

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	01/20/2012		M		9,983	A	\$ 16.717
Common Stock	01/20/2012		S		400	D	\$ 30.87
Common Stock	01/20/2012		S		200	D	\$ 30.77
Common Stock	01/20/2012		S		100	D	\$ 30.79
Common Stock	01/20/2012		S		600	D	\$ 30.78

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Common Stock	01/20/2012	S	100	D	\$ 30.73	22,130	D	
Common Stock	01/20/2012	S	100	D	\$ 30.72	22,030	D	
Common Stock	01/20/2012	S	300	D	\$ 30.71	21,730	D	
Common Stock	01/20/2012	S	200	D	\$ 30.7	21,530	D	
Common Stock	01/20/2012	S	1	D	\$ 30.69	21,529	D	
Common Stock	01/20/2012	S	15	D	\$ 30.67	21,514	D	
Common Stock	01/20/2012	S	100	D	\$ 30.68	21,414	D	
Common Stock	01/20/2012	S	100	D	\$ 30.66	21,314	D	
Common Stock	01/20/2012	S	300	D	\$ 30.65	21,014	D	
Common Stock	01/20/2012	S	4,600	D	\$ 30.59	16,414	D	
Common Stock	01/20/2012	S	200	D	\$ 30.5	16,214	D	
Common Stock	01/20/2012	S	1,500	D	\$ 30.49	14,714	D	
Common Stock	01/20/2012	S	900	D	\$ 30.48	13,814	D	
Common Stock	01/20/2012	S	200	D	\$ 30.22	13,614	D	
Common Stock	01/20/2012	S	67	D	\$ 30.21	13,547	D	
Common Stock						10,132.3348	I	By ESOP
Common Stock						11,345.7404	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)**

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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)	8. Amount or Number of Shares
Option (1)	\$ 16.717 (2)	01/20/2012		M	9,983 (2)	01/29/2007 01/29/2012	Common Stock	9,983

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GOOCH MARK A PO BOX 2947 PIKEVILLE, KY 41502-2947			Executive Vice Pres./Secretary	

Signatures

Mark A. Gooch By: Marilyn T. Justice, Attorney-in-Fact 01/24/2012

__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) Option previously reported as covering 7,500 shares @\$22.25 per share, adjusted to reflect 10% stock dividends effective 12/15/02, 12/15/03, and 12/15/04.

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.