WASSON MICHAEL S

Form 4

January 22, 2003

FORM 4

__ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL

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			6. Relationship of Reporting Person(s) to Issuer
			(Check all applicable)
			_ Director
Name and Address of Reporting Person *			10% Owner
Wasson, Michael S.	2. Issuer Name and Ticker or Trading Symbol		X Officer (give title below)
(Last) (First) (Middle)	Community Trust Bancorp, Inc. CTBI	4. Statement for (Month/Day/Year)	Other (specify below)
	Стві		
100 East Vine Street		January 17, 2003	
(Street)			Executive Vice President
(Silect)			
Lexington, KY 40507 (City) (State) (Zip)	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	5. If Amendment, Date of Original (Month/Day/Year)	7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/	2A. Deemed Execution Date, if any (Month/Day/ Year)	2 Transaction Code	4. Securities Acquired (A) or Disposed of (D)	Owned Following Reported Transaction(s)	Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
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		Code	V	Amount	(A) or (D)	Price			
Common Stock							110	D	

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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	2.			4. Transa Code (Instr.	acti	(Inst	vativaritie uired or osed O) r. 3,	5	ate	7. Title and Amount of Underlying Securities (Instr. 3 ar	f g		Deficially	10. Ownership Form of Derivative Securities:	
 Title of Derivative Security 	Price of Derivative	Transaction Date	3A. Deemed Execution Date, if any (Month/Day/ Year)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	8. Price of Derivative	Owned Following Reported Transaction(s) (Instr. 4)	Direct (D) or Indirect	11. Nat of India Benefic Owners (Instr. 4
Option (1)	\$13.64	10/24/2000		J(2)				10/24/2005	10/24/2010	Common Stock	22,000		22,000	D	
Option (1)	\$20.23	01/29/2002		J(3)				01/29/2007	01/29/2012	Common Stock	5,500		5,500	D	
Option (4)	\$25.39	01/17/2003		J				01/17/2004	01/17/2013	Common Stock	1,447.25		1,447.25	D	
Option (4)	\$25.39	01/17/2003		J				01/17/2005	01/17/2013	Common Stock	1,447.25		1,447.25	D	
Option (4)	\$25.39	01/17/2003		J	\prod			01/17/2006	01/17/2013	Common Stock	1,447.25		1,447.25	D	
Option (4)	\$25.39	01/17/2003		J	\prod			01/17/2007	01/17/2013	Common	1,447.25		1,447.25	D	

Explanation of Responses:

⁽¹⁾ Right to buy pursuant to Management Retention Incentive Stock Option Agreement. (2) Option previously reported as covering 20,000 shares @\$15 per share, adjusted to reflect the 10% stock dividend effective 12/15/02. (3) Option previously reported as covering 5,000 shares @\$22.25 per share, adjusted to reflect the 10% stock dividend effective 12/15/02. **On October 22, 2002, CTBI declared a 10% stock dividend to all holders of record of common stock on December 1, 2002, payable December 15, 2002. As a result, the reporting person received 10 shares directly.

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/s/ Michael S. Wasson	01/21/2003
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** Signature of Reporting Person

Date

Reminder: Rei	port on a separate	line for each	class of	securities	beneficially	owned directly	v or indirectly	
Kemmuci. Kej	port on a separate	mic for each	ciass oi	Securities	Denenciany	owned directive	y or municuly.	

* 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).

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

http://www.sec.gov/divisions/corpfin/forms/form4.htm

Last update: 09/05/2002