LITTLE TRACY E

Form 5

February 16, 2011

FORM 5

OMB APPROVAL

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB Number: 3235-0362

no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box if

Expires: January 31, 2005
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ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

burden hours per response... 1.0

See Instruction
1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
Reported

Form 4

30(h) of the Investment Company Act of 1940

Transactions Reported

1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer LITTLE TRACY E Symbol COMMUNITY TRUST BANCORP (Check all applicable) INC /KY/ [CTBI] (Middle) 3. Statement for Issuer's Fiscal Year Ended (Last) (First) Director 10% Owner _X__ Officer (give title Other (specify (Month/Day/Year) below) below) 12/31/2010 **Executive Vice President** 100 EAST VINE STREET (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line)

LEXINGTON, KYÂ 40507-1406

X Form Filed by One Reporting Person ___ Form Filed by More than One Reporting Person

(City)	(State)	$(Z_{1}p)$ Ta	ble I - Non-De	erivative Secu	rities	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) (A) or Amount (D) Price		5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Commor Stock	01/04/2010	Â	<u>J(1)</u>	15.8972	A	\$ 25.2	5,375.2634	D	Â
Commor Stock	04/01/2010	Â	J <u>(1)</u>	50.5567	A	\$ 27.09	5,425.8201	D	Â
Commor Stock	07/01/2010	Â	J <u>(1)</u>	55.39	A	\$ 25	5,481.2101	D	Â
Commor Stock	10/01/2010	Â	J <u>(1)</u>	51.9402	A	\$ 27.43	5,533.1503	D	Â
	12/31/2010	Â	J(2)	353.0396	A	\$ 0 (2)	1,720.8876	I	By ESOP

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Common Stock

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

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SEC 2270 (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. Num of Derir Secu Acqu (A) of Disp of (I (Inst. 4, an	(Month/Day/Year) vative rities iired r osed) : 3,		e	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (4)	\$ 27.109 (5)	Â	Â	Â	Â	Â	01/27/2009	01/27/2014	Common Stock	2,750 (5)
Option (4)	\$ 28.636 (6)	Â	Â	Â	Â	Â	04/27/2009	04/27/2014	Common Stock	16,500 (6)
Option (7)	\$ 30.88	Â	Â	Â	Â	Â	01/28/2006	01/28/2015	Common Stock	1,214
Option (7)	\$ 30.88	Â	Â	Â	Â	Â	01/28/2007	01/28/2015	Common Stock	1,214
Option (7)	\$ 30.88	Â	Â	Â	Â	Â	01/28/2008	01/28/2015	Common Stock	1,214
Option (7)	\$ 30.88	Â	Â	Â	Â	Â	01/28/2009	01/28/2015	Common Stock	1,214
Option (7)	\$ 32.44	Â	Â	Â	Â	Â	01/27/2007	01/27/2016	Common Stock	1,202
Option (7)	\$ 32.44	Â	Â	Â	Â	Â	01/27/2008	01/27/2016	Common Stock	1,202
Option (7)	\$ 32.44	Â	Â	Â	Â	Â	01/27/2009	01/27/2016	Common Stock	1,202
Option (7)	\$ 32.44	Â	Â	Â	Â	Â	01/27/2010	01/27/2016	Common Stock	1,202
	\$ 38.95	Â	Â	Â	Â	Â	01/23/2008	01/23/2017		1,303.75

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Option (8)									Common Stock	
Option (8)	\$ 38.95	Â	Â	Â	Â	Â	01/23/2009	01/23/2017	Common Stock	1,303.75
Option (8)	\$ 38.95	Â	Â	Â	Â	Â	01/23/2010	01/23/2017	Common Stock	1,303.75
Option (8)	\$ 38.95	Â	Â	Â	Â	Â	01/23/2011	01/23/2017	Common Stock	1,303.75
Option (9)	\$ 28.32	Â	Â	Â	Â	Â	01/29/2013	01/29/2018	Common Stock	3,750

Reporting Owners

Reporting Owner Name / Address	Relationships							
FS	Director 10% Owner		Officer	Other				
LITTLE TRACY E 100 EAST VINE STREET LEXINGTON. KY 40507-1406	Â	Â	Executive Vice President	Â				

Signatures

Tracy E. Little By: Marilyn T. Justice, Attorney-in-Fact

02/16/2011

**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) Community Trust Bancorp, Inc. Dividend Reinvestment Plan Shares.
- These shares were acquired during the fiscal year under the Community Trust Bancorp, Inc. Employee Stock Ownership Plan at a price (2) range of \$25.00-\$27.43 per share in transactions that were exempt from Section 16(b) by virtue of old rule 16a-8(b). The information reported herein is based on plan statement dated December 31, 2010.
- These shares were acquired during the fiscal year under the Community Trust Bancorp, Inc. 401(k) Plan at a price range of \$25.00-\$27.43 (3) per share in transactions that were exempt by virtue of old rule 16a-8(b) and new Rule 16b-3(d) (2). The information reported herein is based on plan statement dated December 31, 2010.
- (4) Right to buy pursuant to Management Retention Incentive Stock Option Agreement (CTBI 1998 Stock Option Plan).
- (5) Option previously reported as covering 2,500 shares @\$29.82 per share, adjusted to reflect 10% stock dividend effective 12/15/04.
- (6) Option previously reported as covering 15,000 shares @\$31.50 per share, adjusted to reflect 10% stock dividend effective 12/15/04.
- (7) Right to buy pursuant to Incentive Stock Option Agreement (CTBI 1998 Stock Option Plan).
- (8) Right to buy pursuant to Incentive Stock Option Agreement (CTBI 2006 Stock Option Plan).
- (9) Right to buy pursuant to Non-Qualified Stock Option Agreement (CTBI 2006 Stock Ownership Incentive Plan).

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.

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