

JONES LARRY W
Form 4
January 30, 2012

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)
01/26/2012

____ Director
 Officer (give title below) _____ 10% Owner
_____ Other (specify below)
Executive Vice President

LEXINGTON, KY 40507-1406
(City) (State) (Zip)

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

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	01/26/2012		M		4,120	A	\$ 19.992	10,961	D
Common Stock	01/27/2012		S		100	D	\$ 30.09	10,861	D
Common Stock	01/27/2012		S		405	D	\$ 30.08	10,456	D
Common Stock	01/27/2012		S		502	D	\$ 30.04	9,954	D
Common Stock	01/27/2012		S		500	D	\$ 30.02	9,454	D

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Common Stock	01/27/2012	S	400	D	\$ 30.01	9,054	D	
Common Stock	01/27/2012	S	400	D	\$ 30	8,654	D	
Common Stock	01/27/2012	S	100	D	\$ 29.93	8,554	D	
Common Stock	01/27/2012	S	200	D	\$ 29.94	8,354	D	
Common Stock	01/27/2012	S	100	D	\$ 29.99	8,254	D	
Common Stock	01/27/2012	S	100	D	\$ 29.92	8,154	D	
Common Stock	01/27/2012	S	100	D	\$ 29.91	8,054	D	
Common Stock	01/27/2012	S	1,213	D	\$ 29.9	6,841	D	
Common Stock						1,859.3826	I	By ESOP

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)	8. Amount or Number of Shares
<u>Option</u> <u>(1)</u>	\$ <u>19.992</u> <u>(2)</u>	01/26/2012		M	4,120 <u>(2)</u>	10/22/2007 10/22/2012	Common Stock	4,120

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

01/30/2012

__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 20,000 shares @\$26.61 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.

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