GRAHAM WILLIAM A JR
Form 4
February 26, 2003

FORM 4

STATEMENT OF

CHANGES IN BENEFICIAL OWNERSHIP

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

- Name and Address of Reporting Person*

(Last)	Graham, Jr.
(First)	William
(Middle)	A.
(Street)	2301 Maysville Road
(City)	Flemingsburg
(State)	KY
(Zip)	41041-8136

- Issuer Name and Ticker or Trading Symbol

(Issuer Name)	Community Trust Bancorp, Inc.
(Ticker or Trading Symbol)	CTBI

- I.R.S. or Social Security Number of Reporting Person (Voluntary)

(I.D. Number)	

- Statement for Month/Day/Year

(Month/Day)	February 26
(Year)	2003

- If Amendment, Date of Original (Month/Day/Year)

(Month/Day)	

(Year)	

- Relationship of Reporting Person(s) to Issuer (Check all applicable)

X

X	(Director)
	(Officer, give title below)
	(10% Owner)
	(Other, specify below)

- Individual or Joint/Group Filing (Check Applicable Line)

X

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.Transac-tion 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 & 4)	6. Owner-ship Form: Direct (D) or Indirect (I) (Instr. 4)	7. Natu of Indi Benefi Owner (Instr.
			Code	V	Amount	(D)	Price A. or			
Common Stock	2/26/03		S		200	D	25.55			
Common Stock	2/26/03		S		300	D	25.46	119,447	D	

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)	
				Code	V	(A)	(D)	Date Exercisable	Expiratio Date
Option(1)	$14.80	05/17/93		J(2)				5/17/94	5/17/03
Option(1)	$14.80	05/17/93		J(2)				5/17/95	5/17/03
Option(1)	$14.80	05/17/93		J(2)				5/17/96	5/17/03
Option(1)	$14.80	05/17/93		J(2)				5/17/97	5/17/03
Option(1)	$15.79	02/20/95		J(3)				02/20/96	02/20/05
Option(1)	$15.79	02/20/95		J(3)				02/20/97	02/20/05
Option(1)	$15.79	02/20/95		J(3)				02/20/98	02/20/05
Option(1)	$15.79	02/20/95		J(3)				02/20/99	02/20/05
Option(1)	$13.65	01/30/96		J(4)				01/30/97	01/30/06
Option(1)	$13.65	01/30/96		J(4)				01/30/98	01/30/06

Table II *Continued* - Derivative Securities Acquired, Disposed of or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9.Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Title	Amount or Number of Shares				
Common Stock	549.175		549.175	D	
Common Stock	549.175		549.175	D	
Common Stock	549.175		549.175	D	
Common Stock	549.175		549.175	D	
Common Stock	122.65		122.65	D	
Common Stock	122.65		122.65	D	
Common Stock	122.65		122.65	D	
Common Stock	122.65		122.65	D	
Common Stock	414.15		414.15	D	
Common Stock	414.15		414.15	D	

Explanation of Responses: (1) Right to buy pursuant to First Restated PNC Stock Option Plan. (2) Option previously reported as covering 250 shares @$32.50 per share, adjusted to reflect the 3-for-2 stock split effective 2/1/1994 and 10% stock dividends effective 4/15/97, 4/15/99, 4/15/00, and 12/15/02. (3) Option previously reported as covering 355 shares @$23.125 per share, adjusted to reflect the 10% stock dividends effective 4/15/97, 4/15/99, 4/15/00, and 12/15/02. (4) Option previously reported as covering 1,132 shares @$20 per share, adjusted to reflect the 10% stock dividends effective 4/15/97, 4/15/99, 4/15/00, and 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 10,904 shares directly.

/s/ William A. Graham, Jr. by Marilyn T. Justice, Attorney-in-Fact-**Signature of Reporting Person February 26, 2003-Date

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

* 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.