

COMMUNITY TRUST BANCORP INC /KY/
 Form 4
 May 27, 2014

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 *
 STUMBO KEVIN J

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)
 346 NORTH MAYO TRAIL
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 05/27/2014

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 EVP, CFO, Treasurer

PIKEVILLE, KY 41501

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

(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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 05/27/2014 | | S | | 300 | D | \$ 34.1812 |
| Common Stock | | | | | 5,715.622 | I | |
| Common Stock | | | | | 8,019.0929 | I | |

By: ESOP
 By: 401(k)

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

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number.

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. De | | | |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|------------------|-----------------|--------------|----------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| <u>Option (1)</u> | \$ 32.44 | | | | | | | 01/27/2008 | 01/27/2016 | Common Stock | 1,040.25 |
| <u>Option (1)</u> | \$ 32.44 | | | | | | | 01/27/2009 | 01/27/2016 | Common Stock | 1,040.25 |
| <u>Option (1)</u> | \$ 32.44 | | | | | | | 01/27/2010 | 01/27/2016 | Common Stock | 1,040.25 |
| <u>Option (2)</u> | \$ 38.95 | | | | | | | 01/23/2008 | 01/23/2017 | Common Stock | 1,203.5 |
| <u>Option (2)</u> | \$ 38.95 | | | | | | | 01/23/2009 | 01/23/2017 | Common Stock | 1,203.5 |
| <u>Option (2)</u> | \$ 38.95 | | | | | | | 01/23/2010 | 01/23/2017 | Common Stock | 1,203.5 |
| <u>Option (2)</u> | \$ 38.95 | | | | | | | 01/23/2011 | 01/23/2017 | Common Stock | 1,203.5 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---------------------------------------------------------------|---------------|-----------|---------------------|-------|
| | Director | 10% Owner | Officer | Other |
| STUMBO KEVIN J 346 NORTH MAYO TRAIL PIKEVILLE, KY 41501 | | | EVP, CFO, Treasurer | |

Signatures

Kevin J. Stumbo By: Marilyn T. Justice,
Attorney-in-Fact

05/27/2014

__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 Incentive Stock Option Agreement (CTBI 1998 Stock Option Plan).

(2) Right to buy pursuant to Incentive Stock Option Agreement (CTBI 2006 Stock Option Plan).

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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