

WASSON MICHAEL S

Form 5

February 19, 2009

FORM 5**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549Check this box if
no longer subject
to Section 16.Form 4 or Form
5 obligations
may continue.See Instruction
1(b).Form 3 Holdings
Reported

Form 4

Transactions

Reported

**ANNUAL 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

OMB APPROVAL

OMB
Number: 3235-0362Expires: January 31,
2005Estimated average
burden hours per
response... 1.01. Name and Address of Reporting Person *
WASSON MICHAEL S

(Last) (First) (Middle)

100 EAST VINE STREET

(Street)

LEXINGTON, KY 40507

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol
COMMUNITY TRUST BANCORP
INC /KY/ [CTBI]3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/20084. If Amendment, Date Original
Filed(Month/Day/Year)5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

Executive Vice President

6. Individual or Joint/Group Reporting

(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 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)
Common Stock	04/01/2008	Â	J ⁽¹⁾	8.2223	A \$ 30.05	2,422.2223	D Â
Common Stock	07/01/2008	Â	J ⁽¹⁾	9.1177	A \$ 27.36	2,431.34	D Â
Common Stock	10/01/2008	Â	J ⁽¹⁾	7.2155	A \$ 34.94	2,438.5555	D Â
Common Stock	12/31/2008	Â	J ⁽²⁾	345.609 (2)	A \$ 0 (2)	2,297.7654	I By: ESOP
	12/31/2008	Â	J ⁽³⁾		A \$ 0 (3)	1,879.4691	I

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Common
Stock

320.5552
(3)

By:
401(k)

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. 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
					(A) (D)	Date Exercisable Expiration Date	Title	
Option (4)	\$ 27.109 (5)	Â	Â	Â	Â Â	01/27/2009 01/27/2014	Common Stock	2,750 (5)
Option (6)	\$ 30.88	Â	Â	Â	Â Â	01/28/2008 01/28/2015	Common Stock	1,303
Option (6)	\$ 30.88	Â	Â	Â	Â Â	01/28/2009 01/28/2015	Common Stock	1,303
Option (6)	\$ 32.44	Â	Â	Â	Â Â	01/27/2008 01/27/2016	Common Stock	1,294.5
Option (6)	\$ 32.44	Â	Â	Â	Â Â	01/27/2009 01/27/2016	Common Stock	1,294.5
Option (6)	\$ 32.44	Â	Â	Â	Â Â	01/27/2010 01/27/2016	Common Stock	1,294.5
Option (7)	\$ 38.95	Â	Â	Â	Â Â	01/23/2008 01/23/2017	Common Stock	1,428
Option (7)	\$ 38.95	Â	Â	Â	Â Â	01/23/2009 01/23/2017	Common Stock	1,428
Option (7)	\$ 38.95	Â	Â	Â	Â Â	01/23/2010 01/23/2017	Common Stock	1,428
Option (7)	\$ 38.95	Â	Â	Â	Â Â	01/23/2011 01/23/2017	Common Stock	1,428
Option (8)	\$ 28.32	Â	Â	Â	Â Â	01/29/2013 01/29/2018	Common Stock	3,750

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WASSON MICHAEL S 100 EAST VINE STREET LEXINGTON, KY 40507	Â	Â	Â Executive Vice President	Â

Signatures

Michael S. Wasson, By: Marilyn T. Justice,
Attorney-in-Fact

02/19/2009

__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.

These shares were acquired during the fiscal year under the Community Trust Bancorp, Inc. Employee Stock Ownership Plan at a price range of \$26.79-\$34.94 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, 2008.

(3) These shares were acquired during the fiscal year under the Community Trust Bancorp, Inc. 401(k) Plan at a price range of \$26.79-\$34.94 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, 2008.

(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) Right to buy pursuant to Incentive Stock Option Agreement (CTBI 1998 Stock Option Plan).

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

(8) 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.