

COMMUNITY TRUST BANCORP INC /KY/
Form 4
August 25, 2016

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 *
GOOCH MARK A

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)
PO BOX 2947
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/23/2016

____ Director
 Officer (give title below)
____ 10% Owner
____ Other (specify below)
EVP & Treasurer

PIKEVILLE, KY 41502-2947

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 | 04/01/2016 | | J(1) | V 152.4694 A \$ 35.79 | 19,585.3011 | D | |
| Common Stock | 07/01/2016 | | J(1) | V 161.0811 A \$ 34.17 | 19,746.3822 | D | |
| Common Stock | 08/23/2016 | | M | 9,532 A \$ 35.409 | 29,278.3822 | D | |
| Common Stock | 08/25/2016 | | S | 9,532 D \$ 37.185 | 19,746.3822 | D | |
| Common Stock | | | | | 14,811.3809 | I | By ESOP |

Common Stock 16,831.8374 I By 401(k)

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

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SEC 1474 (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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Option (2) | \$ 35.409 (3) | 08/23/2016 | | M | 2,383 (3) | 01/23/2008 01/23/2017 | Common Stock | 2,383 (3) |
| Option (2) | \$ 35.409 (3) | 08/23/2016 | | M | 2,383 (3) | 01/23/2009 01/23/2017 | Common Stock | 2,383 (3) |
| Option (2) | \$ 35.409 (3) | 08/23/2016 | | M | 2,383 (3) | 01/23/2010 01/23/2017 | Common Stock | 2,383 (3) |
| Option (2) | \$ 35.409 (3) | 08/23/2016 | | M | 2,383 (3) | 01/23/2011 01/23/2017 | Common Stock | 2,383 (3) |
| Option (4) | \$ 25.745 (5) | | | | | 01/29/2013 01/29/2018 | Common Stock | 5,500 (5) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------|-------|
| | Director | 10% Owner | Officer | Other |
| GOOCH MARK A PO BOX 2947 PIKEVILLE, KY 41502-2947 | | | EVP & Treasurer | |

Signatures

Mark A. Gooch By: Marilyn T. Justice,
Attorney-in-Fact

08/25/2016

__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
- (2) Right to buy pursuant to Incentive Stock Option Agreement (CTBI 2006 Stock Option Plan)
- (3) Option previously reported as covering 2,166.25 shares @\$38.95 per share, adjusted to reflect the 10% stock dividend effective 06/02/14.
- (4) Right to buy pursuant to Non-Qualified Stock Option Agreement (CTBI 2006 Stock Ownership Incentive Plan)
- (5) Option previously reported as covering 5,000 shares @\$28.32 per share, adjusted to reflect the 10% stock dividend effective 06/02/14.

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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