

COMMUNITY TRUST BANCORP INC /KY/
 Form 4
 November 04, 2005

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 *
WASSON MICHAEL S

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)
1218 E BROADWAY
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/03/2005

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

CAMPBELLSVILLE, KY 42718
 (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 (D) Price			
Common Stock	11/03/2005		M	26,620 A \$ 11.27	26,723	D	

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)

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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Option <u>(1)</u>	\$ 11.27	11/03/2005		M <u>(2)</u>		26,620		10/24/2005	10/24/2010	Common Stock	26,620
Option <u>(1)</u>	\$ 16.717	01/29/2002		J <u>(3)</u>		6,655		01/29/2007	01/29/2012	Common Stock	6,655
Option <u>(4)</u>	\$ 20.983	01/17/2003		J <u>(5)</u>		1,751.25		01/17/2004	01/17/2013	Common Stock	1,751.25
Option <u>(4)</u>	\$ 20.983	01/17/2003		J <u>(5)</u>		1,751.25		01/17/2005	01/17/2013	Common Stock	1,751.25
Option <u>(4)</u>	\$ 20.983	01/17/2003		J <u>(5)</u>		1,751.25		01/17/2006	01/17/2013	Common Stock	1,751.25
Option <u>(4)</u>	\$ 20.983	01/17/2003		J <u>(5)</u>		1,751.25		01/17/2007	01/17/2013	Common Stock	1,751.25
Option <u>(1)</u>	\$ 27.109	01/27/2004		J <u>(6)</u>		2,750		01/27/2009	01/27/2014	Common Stock	2,750
Option <u>(4)</u>	\$ 30.88	01/28/2005		J		1,303		01/28/2006	01/28/2015	Common Stock	1,303
Option <u>(4)</u>	\$ 30.88	01/28/2005		J		1,303		01/28/2007	01/28/2015	Common Stock	1,303
Option <u>(4)</u>	\$ 30.88	01/28/2005		J		1,303		01/28/2008	01/28/2015	Common Stock	1,303
Option <u>(4)</u>	\$ 30.88	01/28/2005		J		1,303		01/28/2009	01/28/2015	Common Stock	1,303

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WASSON MICHAEL S 1218 E BROADWAY CAMPBELLSVILLE, KY 42718			Executive Vice President	

Signatures

Michael S. Wasson By: Marilyn T. Justice
Attorney-in-Fact 11/04/2005

__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 the Management Retention Incentive Stock Option Plan.
- (2) Option previously reported as covering 20,000 shares @\$15 per share, adjusted to reflect 10% stock dividends effective 12/15/02, 12/15/03 & 12/15/04.
- (3) Option previously reported as covering 5,000 shares @\$22.25 per share, adjusted to reflect the 10% stock dividends effective 12/15/02, 12/15/03 & 12/15/04.
- (4) Right to buy pursuant to the CTBI 1998 Stock Option Plan.
- (5) Option previously reported as covering 1,447 shares @\$25.39 per share, adjusted to reflect the 10% stock dividends effective 12/15/03 & 12/15/04.
- (6) Option previously reported as covering 2,500 shares @\$29.82 per share, adjusted to reflect the 10% stock dividend effective 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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