

STUMBO KEVIN J

Form 4

March 19, 2008

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(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)

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

03/18/2008

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)

Executive Vice Pres/Treasurer

PO BOX 2947

(Street)

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

PIKEVILLE, KY 41502-2947

(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 Ownership Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price	
Common Stock	03/18/2008		M		10,000	A	\$ 19.992	10,852
Common Stock	03/18/2008		S		200	D	\$ 28.67	10,652
Common Stock	03/18/2008		S		200	D	\$ 28.63	10,452
Common Stock	03/18/2008		S		100	D	\$ 28.57	10,352
Common Stock	03/18/2008		S		9,500	D	\$ 28.5	852

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Common Stock 2,921.4376 I By: ESOP

Common Stock 4,122.4251 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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Option	\$ 19.992 (2)	03/18/2008		M	10,000 (2)	10/22/2007 10/22/2012	Common Stock 10,000 (2)
Option (1)	\$ 27.109 (3)					01/27/2009 01/27/2014	Common Stock 2,750 (3)
Option (4)	\$ 30.88					01/28/2008 01/28/2015	Common Stock 1,012
Option (4)	\$ 30.88					01/28/2009 01/28/2015	Common Stock 1,012
Option (4)	\$ 32.44					01/27/2008 01/27/2016	Common Stock 1,040.25
Option (4)	\$ 32.44					01/27/2009 01/27/2016	Common Stock 1,040.25
Option (4)	\$ 32.44					01/27/2010 01/27/2016	Common Stock 1,040.25
Option (5)	\$ 38.95					01/23/2008 01/23/2017	Common Stock 1,203.5
Option (5)	\$ 38.95					01/23/2009 01/23/2017	Common Stock 1,203.5
Option (5)	\$ 38.95					01/23/2010 01/23/2017	Common Stock 1,203.5
	\$ 38.95					01/23/2011 01/23/2017	1,203.5

Option
(5)Common
StockOption
(6) \$ 28.32

01/29/2013 01/29/2013

Common
Stock 3,750

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STUMBO KEVIN J PO BOX 2947 PIKEVILLE, KY 41502-2947			Executive Vice Pres/Treasurer	

Signatures

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

03/19/2008

**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 Management Retention Incentive Stock Option Agreement (CTBI 1998 Stock Option Plan).
- (2) Option previously reported as covering 20,000 shares @\$26.61 per share, adjusted to reflect 10% stock dividends effective 12/15/02, 12/15/03, and 12/15/04.
- (3) Option previously reported as covering 2,500 shares @\$29.82 per share, adjusted to reflect 10% stock dividend effective 12/15/04.
- (4) Right to buy pursuant to Incentive Stock Option Agreement (CTBI 1998 Stock Option Plan).
- (5) Right to buy pursuant to Incentive Stock Option Agreement (CTBI 2006 Stock Ownership Incentive Plan).
- (6) 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 is insufficient, *see* Instruction 6 for procedure.

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