

COMMUNITY TRUST BANCORP INC /KY/  
 Form 5  
 February 10, 2015

# FORM 5

**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).  
 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

1. Name and Address of Reporting Person \*  
**GOOCH MARK A**  
 (Last) (First) (Middle)

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)  
 12/31/2014

4. 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 Pres./Secretary

6. Individual or Joint/Group Reporting  
 (check applicable line)  
 Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

PO BOX 2947  
 (Street)  
 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)	(A) or (D)	Price	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	01/02/2014	Â	J <sup>(1)</sup>	26.6876	A	\$ 44.36	15,593.2409	D	Â
Common Stock	04/01/2014	Â	J <sup>(1)</sup>	35.9838	A	\$ 42.03	15,629.2247	D	Â
Common Stock	07/01/2014	Â	J <sup>(1)</sup>	43.0289	A	\$ 35.3	17,233.6761 <sup>(2)</sup>	D	Â
Common Stock	10/01/2014	Â	J <sup>(1)</sup>	47.0927	A	\$ 33.64	17,280.7688	D	Â
	12/31/2014	Â	J <sup>(3)</sup>	2,081.5179	A	\$ 0 <sup>(3)</sup>	13,290.2008	I	By ESOP

Common  
Stock

Common Stock 12/31/2014 Â J<sup>(4)</sup> 2,123.2212 A \$ 0 <sup>(4)</sup> 15,030.6025 I By 401(k)

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

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(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)	Amount or Number of Shares
					(A)	(D)	Date Exercisable	Expiration Date		
Option <sup>(5)</sup>	\$ 29.491 <sup>(6)</sup>	Â	Â	Â	Â	Â	01/27/2007	01/27/2016	Common Stock	2,076.75 <sup>(6)</sup>
Option <sup>(5)</sup>	\$ 29.491 <sup>(6)</sup>	Â	Â	Â	Â	Â	01/27/2008	01/27/2016	Common Stock	2,076.75 <sup>(6)</sup>
Option <sup>(5)</sup>	\$ 29.491 <sup>(6)</sup>	Â	Â	Â	Â	Â	01/27/2009	01/27/2016	Common Stock	2,076.75 <sup>(6)</sup>
Option <sup>(5)</sup>	\$ 29.491 <sup>(6)</sup>	Â	Â	Â	Â	Â	01/27/2010	01/27/2016	Common Stock	2,076.75 <sup>(6)</sup>
Option <sup>(7)</sup>	\$ 35.409 <sup>(8)</sup>	Â	Â	Â	Â	Â	01/23/2008	01/23/2017	Common Stock	2,383 <sup>(8)</sup>
Option <sup>(7)</sup>	\$ 35.409 <sup>(8)</sup>	Â	Â	Â	Â	Â	01/23/2009	01/23/2017	Common Stock	2,383 <sup>(8)</sup>
Option <sup>(7)</sup>	\$ 35.409 <sup>(8)</sup>	Â	Â	Â	Â	Â	01/23/2010	01/23/2017	Common Stock	2,383 <sup>(8)</sup>
Option <sup>(7)</sup>	\$ 35.409 <sup>(8)</sup>	Â	Â	Â	Â	Â	01/23/2011	01/23/2017	Common Stock	2,383 <sup>(8)</sup>
Option <sup>(9)</sup>	\$ 25.745 <sup>(10)</sup>	Â	Â	Â	Â	Â	01/29/2013	01/29/2018	Common Stock	5,500 <sup>(10)</sup>

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GOOCH MARK A PO BOX 2947 PIKEVILLE, KY 41502-2947	Â	Â	Â Executive Vice Pres./Secretary	Â

## Signatures

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

02/10/2015

\_\_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) On April 29, 2014, CTBI declared a 10% stock dividend payable to all holders of common stock on record date May 15, 2014, payable June 2, 2014. As a result, the reporting person received an additional 1,561.4225 shares directly.  
These shares were acquired during the fiscal year under the Community Trust Bancorp, Inc. Employee Stock Ownership Plan at a price range of \$33.64-\$44.36 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, 2014.
- (3) These shares were acquired during the fiscal year under the Community Trust Bancorp, Inc. 401(k) Plan at a price range of \$33.64-\$44.36 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, 2014.
- (4) Right to buy pursuant to Incentive Stock Option Agreement (CTBI 1998 Stock Option Plan).
- (5) Option previously reported as covering 1,821 shares @\$30.88 per share, adjusted to reflect the 10% stock dividend effective 06/02/14.
- (6) Right to buy pursuant to Incentive Stock Option Agreement (CTBI 2006 Stock Option Plan).
- (7) Option previously reported as covering 2,166.25 shares @\$38.95 per share, adjusted to reflect the 10% stock dividend effective 06/02/14.
- (8) Right to buy pursuant to Non-Qualified Stock Option Agreement (CTBI 2006 Stock Ownership Incentive Plan).
- (9) 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 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.