

GOOCH MARK A
Form 4
January 22, 2003

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| <p>FORM 4</p> <p><input type="checkbox"/> Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).</p> <p>(Print or Type Responses)</p> | <p>UNITED STATES SECURITIES AND EXCHANGE COMMISSION</p> <p>Washington, D.C. 20549</p> <p>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP</p> <p>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</p> | <p>OMB APPROVAL</p> <hr/> <p>OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response. . . 0.5</p> |
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|--|---|---|---|
| <p>1. Name and Address of Reporting Person *</p> <p style="text-align: center;">Gooch, Mark A.</p> <p style="text-align: center;">(Last) (First) (Middle)</p> <p style="text-align: center;">346 North Mayo Trail</p> <p style="text-align: center;">(Street)</p> <p style="text-align: center;">Pikeville, KY 41501-1492</p> <p style="text-align: center;">(City) (State) (Zip)</p> | <p>2. Issuer Name and Ticker or Trading Symbol</p> <p style="text-align: center;">Community Trust Bancorp, Inc. CTBI</p> | <p>4. Statement for (Month/Day/Year)</p> <p style="text-align: center;">January 17, 2003</p> | <p>6. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director</p> <p><input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer (give title below)</p> <p><input type="checkbox"/> Other (specify below)</p> <p style="text-align: center;">EVP, & President & CEO, Community Trust Bank</p> <p>7. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p> |
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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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
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| | | | Code | V | Amount | (A) or (D) | Price | | | |
|-------------------------|--|--|------|---|--------|------------|-------|----------------|----------|--|
| Common Stock | | | | | | | | 327.693 | D | |
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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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|-----|-----|--|-----------------|--|----------------------------|---|----------|--|--|--|---|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | | | |
| Option (1) | \$16.73 | 01/21/1997 | J(3) | | | | | 01/21/1998 | 01/21/2007 | Common Stock | 941.05 | | 941.05 | D | | | |
| Option (1) | \$16.73 | 01/21/1997 | J(3) | | | | | 01/21/1999 | 01/21/2007 | Common Stock | 941.05 | | 941.05 | D | | | |
| Option (1) | \$16.73 | 01/21/1997 | J(3) | | | | | 01/21/2000 | 01/21/2007 | Common Stock | 941.05 | | 941.05 | D | | | |
| Option (1) | \$16.73 | 01/21/1997 | J(3) | | | | | 01/21/2001 | 01/21/2007 | Common Stock | 941.05 | | 941.05 | D | | | |
| Option (2) | \$16.91 | 01/21/1997 | J(4) | | | | | 01/21/2002 | 01/21/2007 | Common Stock | 29,282 | | 29,282 | D | | | |
| Option (2) | \$18.59 | 07/27/1999 | J(6) | | | | | 07/27/2004 | 07/27/2009 | Common Stock | 12,100 | | 12,100 | D | | | |
| Option (5) | \$16.00 | 01/25/2000 | J(7) | | | | | 01/25/2001 | 01/25/2010 | Common Stock | 1,756.70 | | 1,756.70 | D | | | |
| Option (5) | \$16.00 | 01/25/2000 | J(7) | | | | | 01/25/2002 | 01/25/2010 | Common Stock | 1,756.70 | | 1,756.70 | D | | | |
| Option (5) | \$16.00 | 01/25/2000 | J(7) | | | | | 01/25/2003 | 01/25/2010 | Common Stock | 1,756.70 | | 1,756.70 | D | | | |
| Option (5) | \$16.00 | 01/25/2000 | J(7) | | | | | 01/25/2004 | 01/25/2010 | Common Stock | 1,756.70 | | 1,756.70 | D | | | |

Explanation of Responses:

(1) Right to buy pursuant to third restated PNC 1989 Stock Option Plan. (2) Right to buy pursuant to Management Retention Incentive Stock Option Agreement. (3) Option previously reported as covering 2,571 shares @\$24.50 per share, adjusted to reflect 10% stock dividends effective 04/15/97, 04/15/99, 04/15/00 & 12/15/02. (4) Option previously reported as covering 20,000 shares @\$24.75 per share, adjusted to reflect 10% stock dividends effective 04/15/97, 04/15/99, 04/15/00 & 12/15/02. (5) Right to buy pursuant to CTBI 1998 Stock Option Plan. (6) Option previously reported as covering 10,000 shares @\$22.50 per share, adjusted to reflect 10% stock dividends effective 04/15/00 & 12/15/02. (7) Option previously reported as covering 1,597 shares @\$17.61 per share, adjusted to reflect 10% stock dividend effective 12/15/02. **On October 22, 2002, CTBI declared a 10% stock dividend to all holders of record of common stock on December 1, 2002, payable December 15, 2002. As a result, the reporting person received 28,9721 shares directly.

/s/ Mark A. Gooch

01/21/2003

** Signature of Reporting Person

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

<http://www.sec.gov/divisions/corpfin/forms/form4.htm>

Last update: 09/05/2002