

COMMUNITY TRUST BANCORP INC /KY/  
Form 8-K  
February 01, 2006

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**  
**CURRENT REPORT**

Pursuant to Section 13 or 15 (d)  
of the Securities Exchange Act of 1934

*Date of Report (Date of earliest event reported)*  
**January 23, 2006**

**Community Trust Bancorp, Inc.**  
*(Exact name of registrant as specified in its charter)*

**Kentucky**  
*(State or other  
jurisdiction of  
Incorporation)*

**0-11129**  
*(Commission file  
number)*

**61-0979818**  
*(IRS Employer  
Identification Number)*

**346 North Mayo Trail**  
**Pikeville, Kentucky**  
*(Address of principal  
executive offices)*

**41501**  
*(Zip code)*

**(606) 432-1414**  
*(Registrant's telephone number, including area code)*

**Item 1.01—Entry Into a Material Definitive Agreement**

On January 23, 2006, the Compensation Committee (the "Committee") of the Board of Directors of Community Trust Bancorp, Inc. (the "Company") took the following actions:

*Base Salary Increases*

The Committee approved new annual base salaries (effective January 23, 2006) for the following named executive officers:

| <b>Name and Principal Position</b>                              | <b>2006 Base Salary (\$)</b> |
|---|------------------------------|
| Jean R. Hale<br>Chairman, President and Chief Executive Officer | 352,000                      |
| Mark A. Gooch<br>Executive Vice President and Secretary         | 270,000                      |
| Michael S. Wasson<br>Executive Vice President                   | 178,000                      |
| Tracy E. Little<br>Executive Vice President                     | 162,500                      |
| Larry W. Jones<br>Executive Vice President                      | 157,500                      |

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*2005 Annual Incentive Compensation Awards*

The Company's named executive officers were participants in the Company's Senior Management Incentive Compensation Plan (the "Plan"). On January 23, 2006, the Committee reviewed the performance measures established under the Plan for the 2005 Plan year and determined the level of performance measure actually achieved by the Company under the Plan for 2005. In addition, the Committee determined the amount earned in 2005 under the Plan (to be paid in January 2006) by each below named executive officer.

| <b>Name and Principal Position</b>                              | <b>2005 Cash Bonus<br/>Awarded Under the<br/>Senior Management<br/>Incentive Compensation<br/>Plan (\$)</b> |
|---|---|
| Jean R. Hale<br>Chairman, President and Chief Executive Officer | 32,000  |
| Mark A. Gooch<br>Executive Vice President and Secretary         | 24,500  |
| Michael S. Wasson<br>Executive Vice President                   | 16,800  |
| Tracy E. Little<br>Executive Vice President                     | 15,600  |
| Larry W. Jones<br>Executive Vice President                      | 15,000  |

The actual amounts of the Senior Management Incentive Compensation Plan awards are calculated according to a schedule comparing earnings per share ("EPS") and return on average assets ("ROAA") for the Award Period to a pre-determined performance standard. For 2005, 100% of the target ROAA of 1.21% and \$2.26 EPS was required for an incentive to be earned. Each named executive officer's award was based on a percentage of his or her 2005 base salary times the Company's 2005 percent of target incentive award earned. For 2006, actual amounts of the Senior Management Incentive Compensation Plan awards will also be calculated according to a schedule comparing EPS and ROAA for the Award Period to a pre-determined performance standard.

**Signatures**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

**COMMUNITY TRUST BANCORP, INC.**

By:

Date: February 1, 2006

/s/ Jean R. Hale

Jean R. Hale

Chairman, President and Chief Executive Officer