

SECURITIES AND EXCHANGE COMMISSION

FORM PRER14A

Preliminary revised proxy soliciting materials

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FILER

CBT CORP /KY/

CIK: **719227** | IRS No.: **611030727** | State of Incorporation: **KY** | Fiscal Year End: **1231**
Type: **PRER14A** | Act: **34** | File No.: **000-16878** | Film No.: **95514194**
SIC: **6022** State commercial banks

Business Address
333 BROADWAY
P O BOX 2400
PADUCAH KY 42001
5025755100

This proxy is solicited by the Board of Directors.
The undersigned stockholder(s) of CBT Corporation hereby appoints Patrick J. Cvengros and Williams J. Jones, or either of them, as Proxies, each with the power to appoint his or her substitute, and hereby authorizes them to represent and to vote as designated below, all the shares of Common Stock of CBT Corporation which the undersigned is entitled to vote at the Annual Meeting of Shareholders to be held on April 18, 1995 or any adjournment thereof, with all the powers the undersigned would possess if present personally at said meeting, or any adjournment thereof.

1. ELECTION OF DIRECTORS

FOR ALL NOMINEES LISTED BELOW

(Except as otherwise indicated below.)

WITHHOLD AUTHORITY TO VOTE FOR ALL

NOMINEES LISTED BELOW

Irving P. Bright, Jr.
Patrick J. Cvengros
Louis A. Haas
Kerry B. Harvey
William J. Jones
Louis M. Michelson
Louis D. Myre, M.D.
Robert P. Petter
William A. Usher

John L. Burman
William H. Dyer
Joe Tom Halton
F. Donald Higdon
Ted S. Kinsey
Bill B. Morgan
David M. Paxton
Joseph A. Powell

(INSTRUCTION: TO WITHHOLD AUTHORITY TO VOTE FOR ANY INDIVIDUAL NOMINEE, STRIKE A LINE THROUGH THE NOMINEE'S NAME IN THE LIST ABOVE.)

2. PROPOSAL TO APPROVE AN AMENDMENT TO THE ARTICLES OF INCORPORATION REGARDING INDEMNIFICATION

FOR

AGAINST

ABSTAIN

3. In their discretion, the Proxies are authorized to vote upon such other business as may properly come before the meeting or any adjournment thereof.

This proxy, when properly executed, will be voted in the manner directed herein by the undersigned stockholder. Unless authority to vote for the nominees listed above is withheld, this proxy will be voted for the nominees listed above with the discretionary authority described in the accompanying proxy statement and "for" Proposal 2.

Please sign exactly as name appears below.

When shares are held by joint tenants, both should sign. When signing as attorney, executor, administrator, trustee or guardian, please give full title as such. If a corporation, please sign full corporate

name by President or other authorized officer. If a partnership, please sign in partnership name by authorized person.

Signature

Signature (if held jointly)

DATED:

PLEASE MARK, SIGN, DATE, AND PROMPTLY RETURN THE PROXY USING THE ENCLOSED ENVELOPE.