

Community Bankers Trust CORP
 Form 4
 June 03, 2008

FORM 4

**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).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Community Bankers Acquisition LLC

2. Issuer Name and Ticker or Trading Symbol
 Community Bankers Trust CORP [*BTC]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 9912 GEORGETOWN PIKE, STE D203
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 05/30/2008

____ Director
 ____ Officer (give title below) 10% Owner
 ____ Other (specify below)
 See Remarks Section

GREAT FALLS, VA 22066

(City) (State) (Zip)

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

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

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 Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Code V Amount (D) Price | | |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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 | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transaction | 5. Number of Derivative | 6. Date Exercisable and Expiration Date | 7. Title and Amount Underlying Security |
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|---|
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|---|

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| Security (Instr. 3) | or Exercise Price of Derivative Security | any (Month/Day/Year) | Code (Instr. 8) | Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | (Month/Day/Year) | (Instr. 3 and 4) | | |
|---------------------|--|----------------------|-----------------|---|---------------------------|------------------|--------------|----------------------|
| | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount Number Shares |
| Warrants | \$ 5 | 05/30/2008 | J | 19,200 | 05/31/2008 ⁽¹⁾ | 06/04/2011 | Common Stock | 19,200 |
| Warrants | \$ 5 | 05/30/2008 | J | 127,500 | 05/31/2008 ⁽¹⁾ | 06/04/2011 | Common Stock | 127,500 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|--------------------------------|---|
| | Director 10% Owner Officer Other |

| | |
|--|---------------------|
| Community Bankers Acquisition LLC 9912 GEORGETOWN PIKE, STE D203 GREAT FALLS, VA 22066 | See Remarks Section |
|--|---------------------|

Signatures

/s/ Gary A. Simanson, 06/03/2008
 Manager

**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) The warrants may become exercisable within 60 days of this filing if there is an effective registration statement covering issuance of the shares.
- (2) Transfer of non-exercisable warrants for nominal value.
- (3) Community Bankers Acquisition LLC has agreed to grant options as to an aggregate of 1,052,183 shares and 1,052,183 warrants to certain third parties, exercisable for one year beginning 6/8/09 during which period the reporting person has agreed to continue to own such securities. The options are exercisable at a nominal exercise price if certain conditions are met. Such shares are held in escrow until June 2, 2009, pursuant to a Stock Escrow Agreement dated June 8, 2006, between the Issuer, the reporting person, other founding stockholders and Continental Stock Transfer & Trust Co. and subject to irrevocable instructions that such shares thereafter shall be retained and held in escrow pursuant to the terms of the Option Escrow Agreement dated as of May 28, 2008, between the reporting person and Continental Stock Transfer & Trust Co. along with the warrants until the earlier of distribution in accordance therewith or June 8, 2010.

Remarks:

Gary A. Simanson, the Vice Chairman and Chief Strategic Officer of the Company, is the sole Manager of the reporting person.

Note: File three copies of this Form, one of which must be manually signed. If space 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.