CITY NATIONAL CORP

Form 4 June 03, 2008

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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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 See Instruction

(Print or Type Responses)

1(b).

(Last)

1. Name and Address of Reporting Person * **GOLDSMITH RUSSELL D**

(First)

(Street)

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Middle)

CITY NATIONAL CORP [CYN]

(Check all applicable)

400 N. ROXBURY DRIVE

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

06/02/2008

_X__ 10% Owner _X_ Director X_ Officer (give title _ Other (specify

below) President and CEO

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

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

BEVERLY HILLS, CA 90210

(City)	(State)	(Zip) Tab	le I - Non-l	Derivativo	e Secu	rities Acc	quired, Disposed	of, or Benefic	ially Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2. Transaction Date 2A. Deemed Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price		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)	
Common Stock	06/02/2008		M(1)	400	A	\$ 33	188,600	D	
Common Stock	06/02/2008		S <u>(1)</u>	400	D	\$ 48	188,200	D	
Common Stock	06/03/2008		M <u>(1)</u>	3,500	A	\$ 33	191,700	D	
Common Stock	06/03/2008		S <u>(1)</u>	3,000	D	\$ 48	188,700	D	
Common Stock	06/03/2008		S <u>(1)</u>	500	D	\$ 48.07	188,200	D	

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Common Stock	2,640	I	By CNC Profit Sharing Plan
Common Stock	2,860,000	I	By the Goldsmith Family Partnership
Common Stock	417,240	I	By the Russell Goldsmith Trust
Common Stock	304,930	I	By Maple Pine Limited Partnership
Common Stock	30,000	I	As Trustee of the ELM 2006 Charitable Annuity Lead Trust
Common Stock	7,500	I	By MKB Co. Ltd.
Common Stock	4,134	I	As Trustee of the Brian Goldsmith 1985 Trust
Common Stock	2,912	I	As Trustee of the Kathryn Goldsmith 1985 Trust
Common Stock	1,222	I	By California Quintent LLC
Common Stock	8	I	As Trustee of the West LA Investment Trust No. 1-R

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

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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 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. Transactic Code (Instr. 8)	5. Number on Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exer Expiration D (Month/Day,	ate	7. Title and Underlying (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 33	06/02/2008		M <u>(1)</u>	400	(3)	09/22/2008	Common Stock	400
Employee Stock Option (Right to Buy)	\$ 33	06/03/2008		M <u>(1)</u>	3,500	(3)	09/22/2008	Common Stock	3,500

Reporting Owners

Reporting Owner Name / Address	Relationships						
1 6	Director	10% Owner	Officer	Other			
GOLDSMITH RUSSELL D 400 N. ROXBURY DRIVE BEVERLY HILLS, CA 90210	X	X	President and CEO				

Signatures

Michael B. Cahill,	06/02/2009		
Attorney-in-Fact	06/03/2008		
**Signature of Reporting Person	Date		

Reporting Owners 3

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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 sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 30, 2008.
- (2) Shares held in the Reporting Person's City National Corporation Profit Sharing Plan account as of May 30, 2008.
- (3) The stock options vested in four equal annual installments beginning on February 22, 1999.

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