#### CITY NATIONAL CORP

Form 4

August 07, 2008

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287 January 31,

Expires: 2005

**OMB APPROVAL** 

Estimated average burden hours per 0.5 response...

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

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 may continue.

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

See Instruction

| 1. Name and Address of Reporting Person * GOLDSMITH RUSSELL D | 2. Issuer Name <b>and</b> Ticker or Trading Symbol        | 5. Relationship of Reporting Person(s) to Issuer  |  |  |
|---|---|---|--|--|
| (Last) (First) (Middle)                                       | CITY NATIONAL CORP [CYN]  3. Date of Earliest Transaction | (Check all applicable)  |  |  |
| 400 N. ROXBURY DRIVE  | (Month/Day/Year)<br>08/05/2008                            | _X_ Director _X_ 10% Owner<br>_X_ Officer (give title Other (specification) below)<br>President and CEO |  |  |
| (Street)  | 4. If Amendment, Date Original Filed(Month/Day/Year)      | 6. Individual or Joint/Group Filing(Check<br>Applicable Line)<br>_X_ Form filed by One Reporting Person |  |  |
| DEVEDLY III I C CA 00210                                      |   | Form filed by More than One Reporting   |  |  |

Person

#### BEVERLY HILLS, CA 90210

| (City)                               | (State)                              | (Zip) Tab   | le I - Non-l                           | Derivative  | Secu | rities Aco   | quired, Disposed   | of, or Benefic  | ially Owned |
|--------------------------------------|--------------------------------------|---|--|---|------|--|--|---|-------------|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transactio<br>Code<br>(Instr. 8) | 4. Securities Acquired tion(A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or |      | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |             |
| Common<br>Stock                      | 08/05/2008                           |   | Code V<br>S                            | Amount 200  | (D)  | Price \$ 50.52   | 206,300  | D   |             |
| Common<br>Stock                      | 08/05/2008                           |   | S                                      | 200   | D    | \$<br>50.53  | 206,100  | D   |             |
| Common<br>Stock                      | 08/05/2008                           |   | S                                      | 1,700   | D    | \$<br>50.54  | 204,400  | D   |             |
| Common<br>Stock                      | 08/05/2008                           |   | S                                      | 1,800   | D    | \$<br>50.55  | 202,600  | D   |             |
| Common<br>Stock                      | 08/05/2008                           |   | S                                      | 100   | D    | \$<br>50.56  | 202,500  | D   |             |

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| Common<br>Stock | 08/05/2008 | S | 600   | D | \$<br>50.57 | 201,900   | D |  |
|-----------------|------------|---|-------|---|-------------|-----------|---|--|
| Common<br>Stock | 08/05/2008 | S | 300   | D | \$<br>50.58 | 201,600   | D |  |
| Common<br>Stock | 08/05/2008 | S | 100   | D | \$<br>50.59 | 201,500   | D |  |
| Common<br>Stock | 08/05/2008 | S | 200   | D | \$ 50.6     | 201,300   | D |  |
| Common<br>Stock | 08/05/2008 | S | 300   | D | \$<br>50.61 | 201,000   | D |  |
| Common<br>Stock | 08/05/2008 | S | 500   | D | \$<br>50.62 | 200,500   | D |  |
| Common<br>Stock | 08/05/2008 | S | 1,100 | D | \$<br>50.63 | 199,400   | D |  |
| Common<br>Stock | 08/05/2008 | S | 100   | D | \$<br>50.64 | 199,300   | D |  |
| Common<br>Stock | 08/05/2008 | S | 100   | D | \$<br>50.65 | 199,200   | D |  |
| Common<br>Stock | 08/05/2008 | S | 100   | D | \$<br>50.66 | 199,100   | D |  |
| Common<br>Stock | 08/05/2008 | S | 100   | D | \$<br>50.67 | 199,000   | D |  |
| Common<br>Stock | 08/05/2008 | S | 100   | D | \$<br>50.68 | 198,900   | D |  |
| Common<br>Stock | 08/05/2008 | S | 200   | D | \$<br>50.69 | 198,700   | D |  |
| Common<br>Stock | 08/05/2008 | S | 5,500 | D | \$ 50.7     | 193,200   | D |  |
| Common<br>Stock | 08/05/2008 | S | 5,000 | D | \$<br>50.75 | 188,200   | D |  |
| Common<br>Stock |            |   |       |   |             | 2,640     | I | By CNC<br>Profit<br>Sharing Plan             |
| Common<br>Stock |            |   |       |   |             | 2,860,000 | I | By the<br>Goldsmith<br>Family<br>Partnership |
| Common<br>Stock |            |   |       |   |             | 417,240   | Ι | By the<br>Russell<br>Goldsmith<br>Trust      |

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| Common<br>Stock | 304,930 | I | By Maple<br>Pine<br>Limited<br>Partnership                              |
|-----------------|---------|---|---|
| Common<br>Stock | 7,500   | I | By MKB<br>Co. Ltd.  |
| Common<br>Stock | 30,000  | I | As Trustee<br>of the ELM<br>2006<br>Charitable<br>Annuity<br>Lead Trust |
| Common<br>Stock | 4,134   | I | As Trustee<br>of the Brian<br>Goldsmith<br>1985 Trust                   |
| Common<br>Stock | 2,912   | I | As Trustee<br>of the<br>Kathryn<br>Goldsmith<br>1985 Trust              |
| Common<br>Stock | 1,222   | I | By<br>California<br>Quintent<br>LLC                                     |
| Common<br>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 | 2.          | 3. Transaction Date | 3A. Deemed         | 4.          | 5.         | 6. Date Exercisable and | 7. Title and     | 8. Price of | 9. Nu |
|-------------|-------------|---------------------|--------------------|-------------|------------|-------------------------|------------------|-------------|-------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transaction | orNumber   | Expiration Date         | Amount of        | Derivative  | Deriv |
| Security    | or Exercise |                     | any                | Code        | of         | (Month/Day/Year)        | Underlying       | Security    | Secui |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8)  | Derivativ  | re                      | Securities       | (Instr. 5)  | Bene  |
|             | Derivative  |                     |                    |             | Securities | S                       | (Instr. 3 and 4) |             | Own   |
|             | Security    |                     |                    |             | Acquired   |                         |                  |             | Follo |
|             |             |                     |                    |             | (A) or     |                         |                  |             | Repo  |
|             |             |                     |                    |             |            |                         |                  |             |       |

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Disposed of (D) (Instr. 3, 4, and 5)

Code V (A) (D) Date

Date Expir Exercisable Date

Expiration Title Amount

Amount or Number Trans

(Insti

Number of Shares

# **Reporting Owners**

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

# **Signatures**

Russell D. Goldsmith, by Michael B. Cahill, Attorney-in-Fact

08/07/2008

\*\*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) Shares held in the reporting person's City National Corporation Profit Sharing Plan as of July 31, 2008.

#### **Remarks:**

Filing 2 of 2 to report additional beneficial ownership of 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.

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