CITY NATIONAL CORP

Form 4

March 08, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

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OMB APPROVAL

response...

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

Form 5 obligations may continue. See Instruction

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(b).

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

2. Issuer Name and Ticker or Trading Symbol

CITY NATIONAL CORP [CYN]

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

(Last) (First)

(Middle)

3. Date of Earliest Transaction

400 N. ROXBURY DRIVE

(Month/Day/Year)

03/05/2010

_X__ Director X__ 10% Owner X_ Officer (give title _ Other (specify below)

President and CEO

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

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

Person

244,952

D

(Street)

Filed(Month/Day/Year)

BEVERLY HILLS, CA 90210

03/05/2010

Stock

(City)	(State)	(Zip) Tab	le I - Non-	Derivative	Secui	rities Acq	uired, Disposed	of, or Benefici	ally Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	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)	Ownership Indirect Form: Beneficial	Beneficial Ownership	
Common Stock	03/05/2010		M	10,000	A	\$ 36.66	249,720	D	
Common Stock	03/05/2010		S	4,000	D	\$ 51	245,720	D	
Common Stock	03/05/2010		S	300	D	\$ 51.02	245,420	D	
Common Stock	03/05/2010		S	368	D	\$ 51.03	245,052	D	
Common	02/05/2010		C	100	D	\$	244.052	D	

100

D

S

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Common Stock	03/05/2010	S	100	D	\$ 51.08	244,852	D	
Common Stock	03/05/2010	S	200	D	\$ 51.1	244,652	D	
Common Stock	03/05/2010	S	200	D	\$ 51.11	244,452	D	
Common Stock	03/05/2010	S	200	D	\$ 51.13	244,252	D	
Common Stock	03/05/2010	S	100	D	\$ 51.14	244,152	D	
Common Stock	03/05/2010	S	2,100	D	\$ 51.15	242,052	D	
Common Stock	03/05/2010	S	700	D	\$ 51.16	241,352	D	
Common Stock	03/05/2010	S	200	D	\$ 51.17	241,152	D	
Common Stock	03/05/2010	S	300	D	\$ 51.18	240,852	D	
Common Stock	03/05/2010	S	21	D	\$ 51.19	240,831	D	
Common Stock	03/05/2010	S	300	D	\$ 51.2	240,531	D	
Common Stock	03/05/2010	S	400	D	\$ 51.21	240,131	D	
Common Stock	03/05/2010	S	111	D	\$ 51.23	240,020	D	
Common Stock	03/05/2010	S	100	D	\$ 51.26	239,920	D	
Common Stock	03/05/2010	S	200	D	\$ 51.27	239,720	D	
Common Stock						2,860,000	I	By the Goldsmith Family Partnership
Common Stock						42,240	I	By the Russell Goldsmith Trust
Common Stock						304,930	I	By Maple Pine Limited Partnership

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Common Stock	23,000	I	As Trustee of the ELM 2006 Charitable Annuity Lead Trust
Common Stock	2,912	I	As Trustee of the Kathryn Goldsmith 1985 Trust
Common Stock	4,134	I	As Trustee of the Brian 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
Common Stock	2,749	I	By CNC Profit Sharing Plan (1)
Common Stock	7,500	I	By MKB Co. Ltd. (2)
Reminder: Report on a separate line for each class of securities benefic	Persons who respond to the colle information contained in this form required to respond unless the fodisplays a currently valid OMB contained.	n are not orm	SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Security on (Instr. 3) Pr		3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. Number of or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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number.

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and 5)

					,				
			Code	V (A) (D	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Options (Right to Buy)	\$ 36.66	03/05/2010	М	10,0	00	(3)	03/04/2011	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships							
r	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, Attorney-in-Fact 03/08/2010

**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 February 28, 2010.
- The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.
- (3) The stock options vested in four equal annual installments beginning March 5, 2002.

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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