CITY NATIONAL CORP

Form 4

March 16, 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

0.5

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response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

1(b).

(Last)

(Print or Type Responses)

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

(First)

(Street)

2. Issuer Name and Ticker or Trading Symbol

CITY NATIONAL CORP [CYN]

5. Relationship of Reporting Person(s) to

Issuer

(Middle)

3. Date of Earliest Transaction

(Check all applicable)

400 N. ROXBURY DRIVE

(Month/Day/Year)

X Director X_ Officer (give title

_X__ 10% Owner _ Other (specify

03/12/2010

below)

President and CEO

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

Applicable Line)

X Form filed by One Reporting Person

6. Individual or Joint/Group Filing(Check

Form filed by More than One Reporting

Person

BEVERLY HILLS, CA 90210

(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative	Secur	ities Acqu	iired, Disposed of	f, or Beneficial	y 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 action(A) or Disposed of (D) (Instr. 3, 4 and 5) 8)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	03/12/2010		M	15,000	A	\$ 36.66	232,720	D	
Common Stock	03/12/2010		S	1,600	D	\$ 53.11	231,120	D	
Common Stock	03/12/2010		S	300	D	\$ 53.12	230,820	D	
Common Stock	03/12/2010		S	100	D	\$ 53.14	230,720	D	
Common Stock	03/12/2010		S	100	D	\$ 53.27	230,620	D	

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Common Stock	03/12/2010	S	900	D	\$ 53.28	229,720	D
Common Stock	03/12/2010	S	300	D	\$ 53.29	229,420	D
Common Stock	03/12/2010	S	300	D	\$ 53.3	229,120	D
Common Stock	03/12/2010	S	600	D	\$ 53.31	228,520	D
Common Stock	03/12/2010	S	1,000	D	\$ 53.32	227,520	D
Common Stock	03/12/2010	S	1,800	D	\$ 53.33	225,720	D
Common Stock	03/12/2010	S	900	D	\$ 53.5	224,820	D
Common Stock	03/12/2010	S	200	D	\$ 53.51	224,620	D
Common Stock	03/12/2010	S	100	D	\$ 53.52	224,520	D
Common Stock	03/12/2010	S	400	D	\$ 53.53	224,120	D
Common Stock	03/12/2010	S	100	D	\$ 53.55	224,020	D
Common Stock	03/12/2010	S	200	D	\$ 53.57	223,820	D
Common Stock	03/12/2010	S	100	D	\$ 53.63	223,720	D
Common Stock	03/12/2010	S	200	D	\$ 53.68	223,520	D
Common Stock	03/12/2010	S	1,000	D	\$ 53.7	222,520	D
Common Stock	03/12/2010	S	800	D	\$ 53.72	221,720	D
Common Stock	03/12/2010	S	2,000	D	\$ 53.75	219,720	D
Common Stock	03/12/2010	S	800	D	\$ 53.81	218,920	D
Common Stock	03/12/2010	S	700	D	\$ 53.82	218,220	D
Common Stock	03/12/2010	S	200	D	\$ 53.83	218,020	D
	03/12/2010	S	100	D		217,920	D

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Common Stock					\$ 53.84		
Common Stock	03/12/2010	S	200	D	\$ 53.85	217,720	D

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

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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. Transactio Code (Instr. 8)	5. Number of onDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	erivative Expiration Date ecurities (Month/Day/Year) acquired (A) r Disposed of D) instr. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Options (Right to Buy)	\$ 36.66	03/12/2010		M	15,000	<u>(1)</u>	03/04/2011	Common Stock	15,000

Reporting Owners

Reporting Owner Name / Address	Relationships					
	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 03/15/2010

**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).

Reporting Owners 3

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(1) The stock options vested in four equal annual installments beginning March 5, 2002.

Remarks:

Filing 1 of 2 to report additional beneficial ownership of reporting person.

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