

CITY HOLDING CO  
Form 8-K  
January 21, 2004

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D. C. 20549

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**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): January 20, 2004

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**CITY HOLDING COMPANY**

(Exact name of registrant as specified in its charter)

**West Virginia**  
(State or other jurisdiction of incorporation or  
organization)

**0-17733**  
(Commission File No.)

**55-0619957**  
(IRS Employer Identification Number)

**25 Gatewater Road**

**Charleston, West Virginia, 25313**

(Address of principal executive officers)

**(304) 769-1100**

(Registrant's telephone number, including area code)

**Not applicable**

**(Former name, former address and former fiscal year, if changed since last report)**

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**Item 7. Financial Statements, Pro Forma Financial Information and Exhibits.**

(c) Exhibits

99 News Release issued on January 20, 2004

**Item 12. Results of Operations and Financial Condition.**

On January 20, 2004, City Holding Company ( the Company ) issued a news release, attached as Exhibit 99, announcing the Company s fourth quarter and full year earnings for 2003. The Company also announced that a tentative settlement has been reached in litigation brought on December 31, 2001 in a derivative action against certain current and former directors and former executive officers of City Holding Company and City National Bank seeking to recover alleged damages on behalf of City Holding Company and City National Bank. Furnished as Exhibit 99 and incorporated herein by reference is the news release issued by the Company announcing its fourth quarter and full year earnings for 2003 and the tentative settlement of litigation.

**SIGNATURE**

Pursuant to the requirements of the Securities and Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CITY HOLDING COMPANY

Date: January 21, 2003

By: /s/ Michael D. Dean

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Michael D. Dean

Senior Vice President Finance,

Chief Accounting Officer and

Duly Authorized Officer