

CITY NATIONAL CORP

Form 4

September 04, 2012

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
GOLDSMITH BRAM

(Last) (First) (Middle)

**400 N. ROXBURY DRIVE, 8TH
FLOOR**

(Street)

BEVERLY HILLS, CA 90210

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
CITY NATIONAL CORP [CYN]

3. Date of Earliest Transaction
(Month/Day/Year)
08/29/2012

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below)

Chairman of the Board

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially 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 (A) or Disposed of (D) (Instr. 3, 4 and 5)				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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/29/2012		G	V	15,670	D	\$ 0	1,702,352	I	By the Goldsmith Family Trust
Common Stock	08/30/2012		G ⁽¹⁾	V	54,189	A	\$ 0	1,756,541	I	by the Goldsmith Family Trust
Common Stock	08/30/2012		G ⁽¹⁾	V	54,189	A	\$ 0	1,810,730	I	by the Goldsmith Family Trust
Common Stock	08/30/2012		G ⁽¹⁾	V	36,126	A	\$ 0	1,846,856	I	by the Goldsmith

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Common Stock	08/30/2012	<u>G⁽¹⁾</u>	V	36,126	A	\$ 0	1,882,982	I	Family Trust by the Goldsmith Family Trust
Common Stock	08/30/2012	<u>J⁽²⁾</u>		105,910	A	\$ 0	1,988,892	I	by the Goldsmith Family Trust
Common Stock	08/30/2012	<u>J⁽²⁾</u>		146,640	A	\$ 0	2,135,532	I	by the Goldsmith Family Trust
Common Stock	08/30/2012	<u>J⁽²⁾</u>		146,640	A	\$ 0	2,282,172	I	by the Goldsmith Family Trust
Common Stock							567,989	I	by the Elaine Goldsmith Revocable Trust
Common Stock							43,736	I	as Trustee of Oak Trust A-2
Common Stock							46,888	I	City National Corporation Profit Sharing Plan <u>(3)</u>

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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(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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)		Title		

Date Exercisable	Expiration Date	Amount or Number of Shares
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GOLDSMITH BRAM 400 N. ROXBURY DRIVE, 8TH FLOOR BEVERLY HILLS, CA 90210	X		Chairman of the Board	

Signatures

Bram Goldsmith 08/31/2012

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) Gift to trust as part of family estate planning.

Shares received by the Goldsmith Family Trust pursuant to an obligation under a promissory note issued as part of family estate planning.

(2) The decision to satisfy the obligation with an in-kind payment was made solely by the trustee of the obligor, a person independent of the reporting person.

(3) Shares held as of August 30, 2012 in the City National Corporation Profit Sharing Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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