

CITY NATIONAL CORP
 Form 4
 March 16, 2010

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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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

(Print or Type Responses)

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

(Last) (First) (Middle)

400 N. ROXBURY DRIVE

(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)
03/15/2010

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)
President and CEO

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	03/15/2010		M		16,000	A	\$ 36.66
Common Stock	03/15/2010		S		2,000	D	\$ 53
Common Stock	03/15/2010		S		1,500	D	\$ 53.14
Common Stock	03/15/2010		S		500	D	\$ 53.15
Common Stock	03/15/2010		S		2,000	D	\$ 53.18

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Common Stock	03/15/2010	S	2,000	D	\$ 53.21	225,720	D
Common Stock	03/15/2010	S	400	D	\$ 53.24	225,320	D
Common Stock	03/15/2010	S	400	D	\$ 53.26	224,920	D
Common Stock	03/15/2010	S	200	D	\$ 53.27	224,720	D
Common Stock	03/15/2010	S	100	D	\$ 53.29	224,620	D
Common Stock	03/15/2010	S	200	D	\$ 53.3	224,420	D
Common Stock	03/15/2010	S	700	D	\$ 53.31	223,720	D
Common Stock	03/15/2010	S	1,000	D	\$ 53.37	222,720	D
Common Stock	03/15/2010	S	1,000	D	\$ 53.58	221,720	D
Common Stock	03/15/2010	S	1,022	D	\$ 53.63	220,698	D
Common Stock	03/15/2010	S	178	D	\$ 53.64	220,520	D
Common Stock	03/15/2010	S	400	D	\$ 53.65	220,120	D
Common Stock	03/15/2010	S	96	D	\$ 53.66	220,024	D
Common Stock	03/15/2010	S	304	D	\$ 53.67	219,720	D
Common Stock	03/15/2010	S	650	D	\$ 53.71	219,070	D
Common Stock	03/15/2010	S	400	D	\$ 53.73	218,670	D
Common Stock	03/15/2010	S	350	D	\$ 53.75	218,320	D
Common Stock	03/15/2010	S	300	D	\$ 53.78	218,020	D
Common Stock	03/15/2010	S	300	D	\$ 53.79	217,720	D
Common Stock						2,860,000	I

By the
Goldsmith
Family

Common Stock	42,240	I	Partnership By the Russell Goldsmith Trust
Common Stock	304,930	I	By Maple Pine Limited Partnership
Common Stock	23,000	I	As Trustee of the ELM 2006 Charitable Annuity Lead Trust

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 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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Employee Stock Options (Right to Buy)	\$ 36.66	03/15/2010		M	16,000	<u>(1)</u> 03/04/2011	Common Stock	16,000	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
	X	X	President and CEO	

GOLDSMITH RUSSELL D
400 N. ROXBURY DRIVE
BEVERLY HILLS, CA 90210

Signatures

Michael B. Cahill,
Attorney-in-Fact

03/16/2010

__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) 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.

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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