#### CITY NATIONAL CORP

Form 4

March 24, 2010

# FORM 4

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

**SECURITIES** 

OMB

response...

Check this box if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to

3235-0287 Number: January 31,

**OMB APPROVAL** 

Section 16. Form 4 or Form 5

obligations

Expires: 2005 Estimated average burden hours per

0.5

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 may continue.

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

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

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

CITY NATIONAL CORP [CYN]

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction

\_X\_ Director

\_X\_\_ 10% Owner \_ Other (specify

400 N. ROXBURY DRIVE

(Month/Day/Year)

below)

X\_ Officer (give title

03/22/2010

President and CEO

6. Individual or Joint/Group Filing(Check

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

Applicable Line)

\_X\_ Form filed by One Reporting Person

Form filed by More than One Reporting

Person

BEVERLY HILLS, CA 90210

(City)	(State)	(Zip) 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. Transactio Code (Instr. 8)		ities Acquired isposed of (D) 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)		
Common Stock	03/22/2010		Code V S	Amount 200	(D)	Price \$ 54.19	191,463	D			
Common Stock	03/22/2010		S	294	D	\$ 54.2	191,169	D			
Common Stock	03/22/2010		S	59	D	\$ 54.21	191,110	D			
Common Stock	03/22/2010		S	190	D	\$ 54.24	190,920	D			
Common Stock	03/22/2010		S	200	D	\$ 54.25	190,720	D			

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Common Stock	03/22/2010	S	300	D	\$ 54.36	190,420	D	
Common Stock	03/22/2010	S	282	D	\$ 54.37	190,138	D	
Common Stock	03/22/2010	S	118	D	\$ 54.38	190,020	D	
Common Stock	03/22/2010	S	300	D	\$ 54.39	189,720	D	
Common Stock						304,930	I	By Maple Pine Limited Partnership
Common Stock						2,860,000	I	By the Goldsmith Family Partnership
Common Stock						42,240	I	By the Russell Goldsmith Trust
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 Quintet LLC
Common Stock						8	I	As Trustee of the West LA Investment Trust No. 1-R
						2,749	I	

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By CNC Common Stock **Profit** 

**Sharing Plan** 

(1)

Common By MKB Ι 7,500 Stock Co. Ltd. (2)

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.

SEC 1474 (9-02)

> 9. Nu Deriv Secu Bene Own Follo Repo Trans (Insti

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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

# **Reporting Owners**

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

GOLDSMITH RUSSELL D 400 N. ROXBURY DRIVE

X X President and CEO

BEVERLY HILLS, CA 90210

**Signatures** 

Russell 03/23/2010 Goldsmith

\*\*Signature of Date Reporting Person

Reporting Owners 3

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## **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.

#### **Remarks:**

Filing 2 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. 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.