

CITY NATIONAL CORP  
Form 4  
June 06, 2008

**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)  
06/04/2008

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	06/04/2008		M <sup>(1)</sup>		5,000	A	\$ 33
Common Stock	06/04/2008		S <sup>(1)</sup>		1,500	D	\$ 48
Common Stock	06/04/2008		S <sup>(1)</sup>		200	D	\$ 48.01
Common Stock	06/04/2008		S <sup>(1)</sup>		300	D	\$ 48.02
Common Stock	06/04/2008		S <sup>(1)</sup>		1,000	D	\$ 48.05

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Common Stock	06/04/2008	<u>S<sup>(1)</sup></u>	400	D	\$ 48.13	189,800	D	
Common Stock	06/04/2008	<u>S<sup>(1)</sup></u>	100	D	\$ 48.14	189,700	D	
Common Stock	06/04/2008	<u>S<sup>(1)</sup></u>	100	D	\$ 48.15	189,600	D	
Common Stock	06/04/2008	<u>S<sup>(1)</sup></u>	400	A	\$ 48.17	189,200	D	
Common Stock	06/04/2008	<u>S<sup>(1)</sup></u>	131	D	\$ 48.55	189,069	D	
Common Stock	06/04/2008	<u>S<sup>(1)</sup></u>	100	D	\$ 48.56	188,969	D	
Common Stock	06/04/2008	<u>S<sup>(1)</sup></u>	100	D	\$ 48.6	188,869	D	
Common Stock	06/04/2008	<u>S<sup>(1)</sup></u>	169	D	\$ 48.61	188,700	D	
Common Stock	06/04/2008	<u>S<sup>(1)</sup></u>	300	D	\$ 48.8	188,400	D	
Common Stock	06/04/2008	<u>S<sup>(1)</sup></u>	200	D	\$ 48.81	188,200	D	
Common Stock						2,640	I	By CNC Profit Sharing Plan <sup>(2)</sup>
Common Stock						2,860,000	I	By the Goldsmith Family Partnership
Common Stock						417,240	I	By the Russell Goldsmith Trust
Common Stock						304,930	I	By Maple Pine Limited Partnership
Common Stock						7,500	I	By MKB Co. Ltd.
Common Stock						30,000	I	As Trustee of the ELM 2006 Charitable Annuity

Common Stock	4,134	I	Lead Trust As Trustee of the Brian Goldsmith 1985 Trust
Common Stock	2,912	I	As Trustee of the Kathryn Goldsmith 1985 Trust
Common Stock	1,222	I	By California Quintent LLC
Common Stock	8	I	As Trustee of the West LA Investment Trust No. 1-R

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 (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. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 33	06/04/2008		M	5,000	(3) 09/22/2008	Common Stock	5,000	

## 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

06/05/2008

\_\_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 sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 30, 2008.
- (2) Shares held in the Reporting Person's City National Corporation Profit Sharing Plan account as of May 30, 2008.
- (3) The stock options vested in four equal annual installments beginning on February 22, 1999.

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