

CITY NATIONAL CORP

Form 4

September 07, 2011

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 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)
09/02/2011

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)
Common Stock	09/02/2011		J	Amount 75,000 (1)	(A) or (D) D \$ 0 (1)	67,220	D
Common Stock	09/02/2011		J	75,000 (1)	A \$ 0 (1)	76,222 (2) (3)	I By B.A. Quintet, LLC (1)
Common Stock	09/02/2011		J	4,473 (4)	D \$ 0 (4)	76,222 (3)	I By B.A. Quintet LLC
Common Stock						19,300	I As Trustee of the ELM 2006 Charitable

							Annuity Lead Trust
Common Stock				304,930	I		By Maple Pine Limited Partnership
Common Stock				2,860,000	I		By the Goldsmith Family Partnership
Common Stock				138,250	I		By the Russell Goldsmith 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				8	I		As Trustee of the West LA Investment Trust No. 1-R
Common Stock				2,796	I		By CNC Profit Sharing Plan (5)
Common Stock				7,500	I		By MKB Co. Ltd. (6)

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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying	8. Price of Derivative Security	9. Nu Deriv
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Securities (Instr. 3 and 4)	(Instr. 5)	Bene- Own- Follo- Repo- Trans- (Instr.
Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

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

/s/ Russell
Goldsmith 09/07/2011

__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 reporting person has transferred these shares to B.A. Quintet, a California limited liability company (BA Quintet), of which he and his wife are managing members. As of August 31, 2011, BA Quintet is the successor by merger to California Quintet LLC, a Delaware limited liability (CA Quintet), who had the same members and managers as BA Quintet. The merger had the effect of changing CA Quintet's domicile but did not alter the proportionate interests of the members.

(2) The ownership reported includes 1,222 shares previously owned indirectly by CA Quintet.

(3) The reporting person disclaims beneficial ownership of City National Corporation stock held by BA Quintet except to the extent of his pecuniary interest therein.

(4) Represents mandatory distribution of a 5.868% minority membership interest in BA Quintet to trust beneficiary by reporting person as trustee. Distribution made pursuant to terms of trust for no consideration. No underlying shares of issuer held by BA Quintet were transferred.

(5) Shares held in the reporting person's profit sharing plan as of August 31, 2011.

(6) 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.

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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