Edgar Filing: CITY HOLDING CO - Form 4

CITY HOLDING CO

| Form 4 | INGCO | | | | | | | | | | |
|---|---|---|---|---|--|--|----------------|---|--|------------------------|--|
| December 19, | , 2013 | | | | | | | | | | |
| FORM 4 LINITED STATES SECURITIES AND EXCHANCE COMMISSION | | | | | | | | - | OMB APPROVAL | | |
| Washington, D.C. 20549 | | | | | | COMMISSION | OMB Number: | 3235-0287 | | | |
| Check this if no longe subject to Section 16 Form 4 or | statement of changes in beneficial ownership of | | | | | | | | Expires: January 3 200 Estimated average burden hours per response 0 | | |
| Form 5 obligation: may contin <i>See</i> Instruct 1(b). | s Section 17(a ction |) of the 1 | Public Ut | | ing Com | pany | Act o | ge Act of 1934, of 1935 or Sectio 40 | n | | |
| (Print or Type Ro | esponses) | | | | | | | | | | |
| | | | 2. Issuer Name and Ticker or Trading Symbol CITY HOLDING CO [CHCO] | | | | | 5. Relationship of Reporting Person(s) to Issuer | | | |
| (Last) | (First) (M | iddle) | 3. Date of Earliest Transaction | | | | | (Chec | heck all applicable) | | |
| (1 | | | (Month/Day/Year) 12/18/2013 | | | | | X Director 10% Owner Officer (give title Other (specify below) below) | | | |
| Filed(Mo | | | | nendment, Date Original onth/Day/Year) | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting | | | |
| CROSS LAN | NES, WV 25313 | | | | | | | Person | | porting | |
| (City) | (State) (2 | Zip) | Table | e I - Non-D | erivative S | Securi | ities Ac | quired, Disposed of | f, or Beneficial | lly Owned | |
| 1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution D any (Month/Day/Year) | | n Date, if TransactionAcquired (A) or Code Disposed of (D) | | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | | | | |
| | | | | Code V | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | | |
| Common Stock | 12/18/2013 | | | А | 108 | А | \$ 0 (1) | 39,718.6002 | D | | |
| Common Stock | | | | | | | | 3,928.1101 | I | by spouse, Margaret | |

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.

 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. Transactic Code (Instr. 8) | 5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | ate | Secur | int of rlying | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secu Bene Owna 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 | | | |
| HAMBRICK DAVID W 25 GATEWATER ROAD CROSS LANES, WV 25313 | Х | | | | | | |
| Signatures | | | | | | | |
| Victoria A. Faw, attorney-in-fact | 12 | 2/19/2013 | | | | | |

<u>**</u>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) For purposes of establishing a value of the stock award, the Company has determined that \$46.12 per share, or 100% of the fair market value of the Company's common stock on 12/18/2013, the date of grant for the award, is appropriate.

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.