

CAHILL MICHAEL B
Form 4
May 12, 2010

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
CAHILL MICHAEL B

(Last) (First) (Middle)

CITY NATIONAL BANK, 555 S. FLOWER ST., 18TH FL.

(Street)

LOS ANGELES, CA 90071

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CITY NATIONAL CORP [CYN]

3. Date of Earliest Transaction (Month/Day/Year)
05/11/2010

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)
EVP, General Counsel, Sect.

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	05/11/2010		M	V	\$ 42.61	32,159	D
Common Stock	05/11/2010		S		\$ 61.29	31,723	D
Common Stock	05/11/2010		S		\$ 61.29	31,223	D
Common Stock	05/11/2010		S		\$ 61.29	31,123	D
Common Stock	05/11/2010		S		\$ 61.3	30,823	D

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Common Stock	05/11/2010	S	200	D	\$ 61.34	30,623	D
Common Stock	05/11/2010	S	340	D	\$ 61.37	30,283	D
Common Stock	05/11/2010	S	400	D	\$ 61.4	29,883	D
Common Stock	05/11/2010	S	26	D	\$ 61.4	29,857	D
Common Stock	05/11/2010	S	198	D	\$ 61.43	29,659	D
Common Stock	05/11/2010	S	2,500	D	\$ 62	27,159	D
Common Stock	05/11/2010	S	2,500	D	\$ 63	24,659 ⁽²⁾	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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)	8. Amount or Number of Shares
Employee Stock Options (Right to Buy)	\$ 42.61	05/11/2010		M	7,500	⁽¹⁾ 06/17/2011	Common Stock	7,500

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

CAHILL MICHAEL B
CITY NATIONAL BANK
555 S. FLOWER ST., 18TH FL.
LOS ANGELES, CA 90071

EVP,
General
Counsel,
Sect.

Signatures

/s/ Michael B.

Cahill

05/11/2010

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 June 18, 2002.
- (2) Includes 1671 shares of City National Corporation common stock held in the Reporting Person's City National Corporation Profit Sharing Plan account as of April 30, 2010.

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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