#### HAGEBOECK CHARLES R

Form 4

August 29, 2018

## FORM 4

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

OMB Number:

3235-0287

0.5

(Instr. 4)

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

January 31, Expires: 2005 Estimated average

**OMB APPROVAL** 

response...

burden hours per

Form 4 or Form 5 obligations may continue. See Instruction

Section 16.

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

1(b).

(Print or Type Responses)

	ddress of Reporting F CK CHARLES R	Symbol	2. Issuer Name <b>and</b> Ticker or Trading Symbol CITY HOLDING CO [CHCO]			5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last)	(First) (M	fiddle) 3. Date	of Earliest Tr	ransaction	`	**	•		
			(Month/Day/Year) 08/28/2018			_X_ Director 10% Owner Specify below)			
	(Street)	4. If An	4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check			
CROSS LAI	NES, WV 25313	Filed(M	Filed(Month/Day/Year)			Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip) Ta	ole I - Non-E	Derivative Securities Ac	equired, Disposed	of, or Beneficia	ally Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code	4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership		

Code V Amount (D) Price Common 08/28/2018 S 3,986 D \$ 81 65,959 D Stock

Common by spouse, 5,650 I Stock Samantha

by 401(k) Common 1,738.201 (1) I Plan and Stock Trust

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form

Following

Reported

Transaction(s) (Instr. 3 and 4)

(A)

(Instr. 4)

### Edgar Filing: HAGEBOECK CHARLES R - Form 4

# 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. onNumber 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Unit	\$ 0 (2)					(3)	<u>(3)</u>	Common Stock	1,749
Stock Option to Buy	\$ 44.43					03/26/2019	03/25/2024	Common Stock	2,010 (4)
Stock Option to Buy	\$ 46.61					02/26/2019	02/25/2025	Common Stock	1,978 (4)
Stock Option to Buy	\$ 46.61					02/26/2020	02/25/2025	Common Stock	1,980 (4)
Stock Option to Buy	\$ 43.73					02/24/2019	02/23/2026	Common Stock	3,660 (4)
Stock Option to Buy	\$ 43.73					02/24/2020	02/23/2026	Common Stock	3,660 (4)
Stock Option to Buy	\$ 43.73					02/24/2021	02/23/2026	Common Stock	3,660 (4)
Stock Option to Buy	\$ 66.32					02/22/2020	02/21/2027	Common Stock	2,524 (4)
Stock Option to Buy	\$ 66.32					02/22/2021	02/21/2027	Common Stock	2,524 (4)
	\$ 66.32					02/22/2022	02/21/2027		

8. F Der Sec (Ins Stock Option to Buy

Common Stock

2,524

(4)

## **Reporting Owners**

Relationships Reporting Owner Name / Address Director 10% Owner Officer Other HAGEBOECK CHARLES R X

25 GATEWATER ROAD CROSS LANES, WV 25313

President & CEO

### **Signatures**

Victoria A. Faw, Attorney-in-Fact

08/29/2018

\*\*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).
- Includes shares acquired pursuant to the Company's 401(k) Plan & Trust during the fiscal year in transactions exempt from 16b under old **(1)** Rule 16a8(b). Share totals are reported as of the 12/31/2017 plan valuation date.
- (2) Each restricted stock unit represents the right to receive, at settlement, one share of common stock.
- (3) One-third of these restricted stock units are scheduled to vest on each of February 20, 2019; February 20, 2020; and February 20, 2021.
- (4) Options shares granted from City Holding Company's 2013 Incentive Plan are subject to both time-based and performance-based vesting. 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.

Reporting Owners 3