CITY HOLDING CO

Form 4 July 30, 2013

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 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(b).

(Last)

1. Name and Address of Reporting Person * BUMGARNER DAVID L

(First)

25 GATEWATER ROAD

(Street)

(Middle)

07/26/2013

2. Issuer Name and Ticker or Trading Symbol

CITY HOLDING CO [CHCO]

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

4. If Amendment, Date Original Filed(Month/Day/Year)

OMB APPROVAL

OMB Number:

3235-0287

January 31, Expires:

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response...

0.5

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner _X__ Officer (give title Other (specify below)

SVP & Chief Financial Officer

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

CROSS LANES, WV 25313

(City)	(State)	(Zip) Tab	le I - Non-	Derivativ	e Secu	rities Acqui	red, Disposed of,	or Beneficial	ly 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) iomr Disposed of (D) (Instr. 3, 4 and 5) (A) or			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Common Stock	07/26/2013		M	1,000	A	\$ 36.9	11,513	D	
Common Stock	07/26/2013		S	300	D	\$ 45.01	11,213	D	
Common Stock	07/26/2013		S	100	D	\$ 45.03	11,113	D	
Common Stock	07/26/2013		S	100	D	\$ 45.0101	11,013	D	
Common Stock	07/26/2013		S	500	D	\$ 45	10,513	D	

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Common Stock	1,551.7496 I	by 401(k) Plan & Trust		
Reminder: Report on a separate line for each class of securities benefic	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. Transacti Code (Instr. 8)	Securities	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
Stock Option to Buy	\$ 36.9	07/26/2013		M	1,000	12/21/2005	12/20/2015	Common Stock	1,000
Stock Option to Buy	\$ 40.88					03/26/2013	03/25/2018	Common Stock	1,500
Stock Option to Buy	\$ 28.15					03/25/2014	03/24/2019	Common Stock	1,250
Stock Option to Buy	\$ 32.09					02/26/2015	02/25/2020	Common Stock	1,250
Stock Option to Buy	\$ 35.09					03/30/2016	03/29/2021	Common Stock	1,250
Stock Option to Buy	\$ 35.39					03/28/2017	03/27/2022	Common Stock	1,555
Stock Option to Buy	\$ 37.74					02/27/2018	02/26/2023	Common Stock	1,555

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Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BUMGARNER DAVID L 25 GATEWATER ROAD CROSS LANES, WV 25313

SVP & Chief Financial Officer

Signatures

Victoria A. Faw, attorney-in-fact 07/30/2013

**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) Includes shares acquired pursuant to the Company's 401(k) Plan & Trust during the fiscal year in transactions exempt from 16b under old Rule 16a8(b). Share totals are as of the 12/31/2012 plan valuation date.

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.

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