

BUMGARNER DAVID L
 Form 4
 February 11, 2013

FORM 4

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

OMB APPROVAL

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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 *
 BUMGARNER DAVID L

(Last) (First) (Middle)
 25 GATEWATER ROAD
 (Street)

CROSS LANES, WV 25313

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 CITY HOLDING CO [CHCO]

3. Date of Earliest Transaction
 (Month/Day/Year)
 02/07/2013

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)
 SVP & Chief Financial Officer

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)
				(A) or (D)	Price		
Common Stock	02/08/2013		M	A	\$ 7,283 32.925	16,627	D
Common Stock	02/08/2013		S	D	\$ 1,898 38.22	14,729	D
Common Stock	02/08/2013		S	D	\$ 100 38.24	14,629	D
Common Stock	02/08/2013		S	D	\$ 2 38.26	14,627	D
Common Stock	02/08/2013		S	D	\$ 2,578 38.3	12,049	D

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Common Stock	02/08/2013	S	297	D	\$ 38.31	11,752	D	
Common Stock	02/08/2013	S	2,189	D	\$ 38.32	9,563	D	
Common Stock	02/08/2013	S	200	D	\$ 38.33	9,363	D	
Common Stock	02/08/2013	S	14	D	\$ 38.34	9,349	D	
Common Stock	02/08/2013	S	1	D	\$ 38.35	9,348	D	
Common Stock	02/08/2013	S	4	D	\$ 38.4	9,344	D	
Common Stock						115	I	by IRA
Common Stock						1,551.7496 <u>(1)</u>	I	by 401(k) Plan & Trust

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
Stock Option to Buy	\$ 32.925	02/08/2013		M	7,283	<u>(2)</u> 01/30/2015	Common Stock	7,283
Stock Option to Buy	\$ 36.9					12/21/2005 12/20/2015	Common Stock	2,500

