

CITY NATIONAL CORP

Form 4

December 01, 2005

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
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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
CLOYDE JAN R

(Last) (First) (Middle)

400 N. ROXBURY DRIVE, 8TH
FLOOR

(Street)

BEVERLY HILLS, CA 90210

(City) (State) (Zip)

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

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

11/30/2005

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Executive Vice President

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	11/30/2005		M	14,376 A	\$ 31.938 37,676	D	
Common Stock	11/30/2005		S	276 D	\$ 73.6 37,400	D	
Common Stock	11/30/2005		S	1,900 D	\$ 73.58 35,500	D	
Common Stock	11/30/2005		S	2,300 D	\$ 73.56 33,200	D	
Common Stock	11/30/2005		S	2,700 D	\$ 73.55 30,500	D	

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Common Stock	11/30/2005	S	800	D	\$ 73.54	29,700	D
Common Stock	11/30/2005	S	1,200	D	\$ 73.53	28,500	D
Common Stock	11/30/2005	S	300	D	\$ 73.52	28,200	D
Common Stock	11/30/2005	S	1,900	D	\$ 73.51	26,300	D
Common Stock	11/30/2005	S	1,100	D	\$ 73.5	25,200	D
Common Stock						5,378	I

By Profit
Sharing
Plan ⁽¹⁾

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

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(9-02)

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 31.938	11/30/2005		M	14,376	⁽²⁾ 10/02/2008	Common Stock 14,376

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
CLOYDE JAN R 400 N. ROXBURY DRIVE, 8TH FLOOR	Executive Vice President

BEVERLY HILLS, CA 90210

Signatures

Jan R. Cloyde

11/30/2005

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) This amount represents shares of City National Corporation common stock currently held in the reporting person's City National Corporation Profit Sharing Plan account.
- (2) Fully exercisable.

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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