

DERITO JOHN A  
Form 4  
February 28, 2019

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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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 \*  
DERITO JOHN A

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

3. Date of Earliest Transaction (Month/Day/Year)  
02/27/2019

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
EVP, Commercial Banking

(Street)  
CROSS LANES, WV 25313

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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)
Common Stock				(A) or (D) Price	20,972	D	

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

**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.**

SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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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
Common Stock	\$ 0 <sup>(1)</sup>	02/27/2019		A	645	<sup>(2)</sup> <sup>(2)</sup>	Common Stock	645
Restricted Stock Unit	\$ 0 <sup>(1)</sup>					<sup>(3)</sup> <sup>(3)</sup>	Common Stock	657
Stock Option to Buy	\$ 37.74					02/27/2018    02/26/2023	Common Stock	38
Stock Option to Buy	\$ 44.43					03/26/2018    03/25/2024	Common Stock	807 <sup>(4)</sup>
Stock Option to Buy	\$ 44.43					03/26/2019    03/25/2024	Common Stock	807 <sup>(4)</sup>
Stock Option to Buy	\$ 46.61					02/26/2018    02/25/2025	Common Stock	600 <sup>(4)</sup>
Stock Option to Buy	\$ 46.61					02/26/2019    02/25/2025	Common Stock	600 <sup>(4)</sup>
Stock Option to Buy	\$ 46.61					02/26/2020    02/25/2025	Common Stock	600 <sup>(4)</sup>
Stock Option to Buy	\$ 43.73					02/24/2019    02/23/2026	Common Stock	977 <sup>(4)</sup>
Stock Option to Buy	\$ 43.73					02/24/2020    02/23/2026	Common Stock	977 <sup>(4)</sup>
Stock Option to Buy	\$ 43.73					02/24/2021    02/23/2026	Common Stock	977 <sup>(4)</sup>
	\$ 66.32					02/22/2020    02/21/2027		

