#### CITY NATIONAL CORP

Form 4

February 01, 2010

# 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

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

Form 5 obligations may continue. See Instruction

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).

(Last)

**FLOOR** 

1. Title of

Security

(Instr. 3)

Security

or Exercise

(Print or Type Responses)

1. Name and Address of Reporting Person \* **GOLDSMITH BRAM** 

(First)

(Street)

400 N. ROXBURY DRIVE, 8TH

2. Issuer Name and Ticker or Trading Symbol

CITY NATIONAL CORP [CYN]

3. Date of Earliest Transaction

(Month/Day/Year) 01/29/2010

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

5. Relationship of Reporting Person(s) to

(Check all applicable)

Chairman of the Board

below)

10% Owner

Other (specify

Applicable Line)

\_X\_\_ Director

X\_ Officer (give title

\_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

Issuer

below)

BEVERLY HILLS, CA 90210

(City) (State) (Zip)

(Month/Day/Year)

2. Transaction Date 2A. Deemed

Execution Date, if

(Month/Day/Year)

(Middle)

3. 4. Securities TransactionAcquired (A) or Code

Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (T)

Ownership (Instr. 4) (Instr. 4)

(9-02)

(Instr. 3 and 4)

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

**OMB** 

Number:

Expires:

response...

Estimated average

burden hours per

(A)

Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price

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

any

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Derivative (Month/Day/Year)

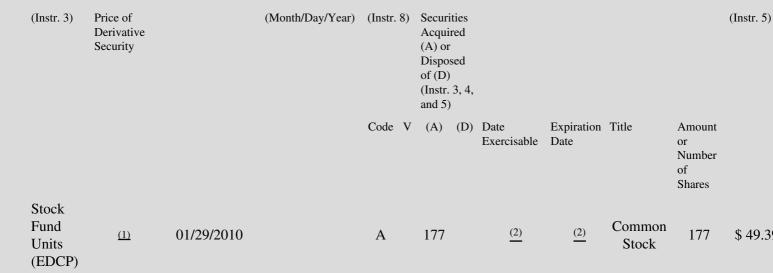
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Code

1. Title of 3. Transaction Date 3A. Deemed 4. 5. Number 6. Date Exercisable and 7. Title and Amount of 8. Price of Derivative Conversion (Month/Day/Year) Execution Date, if Transactionof **Expiration Date Underlying Securities** 

Derivativ

Security



## **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

Director 10% Owner Officer Other

GOLDSMITH BRAM

400 N. ROXBURY DRIVE, 8TH FLOOR X Chairman of the Board

BEVERLY HILLS, CA 90210

## **Signatures**

Bram Goldsmith 02/01/2010

\*\*Signature of 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) These Stock Fund Units were acquired under the Executive Deferred Compensation Plan (EDCP) and convert to stock on a one-for-one basis
- (2) The Stock Fund Units are generally distributed upon termination, or following retirement on the date or dates specified by the reporting person.

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. pt; TEXT-INDENT: 0pt; LINE-HEIGHT: 101.52%; TEXT-ALIGN: left">

T Rowe Price

T Rowe Price Retirement 2010 Fund

X

1,762,497

T Rowe Price	T Rowe Price Retirement 2020 Fund	X	1,963,792
T Rowe Price	T Rowe Price Retirement 2030 Fund	X	1,052,620

Reporting Owners 2

	T Rowe Price	T Rowe Price Retirement 2040 Fund	X	808,415
		Common Stock		
*	Fulton Financial Corporation	Common Stock	X	16,838,348
		Participant Loans		
*	Plan Participant	Participant Loans Interest rates ranging from 8.25% - 9.25%	X	20,902
				\$ 123,828,969

<sup>\*</sup> Party-in-interest

x All investments are participant directed, therefore, historical cost is not required.

Pursuant to the requirements of the Securities Exchange Act of 1934, the administrators of the Fulton Financial Affiliates' 401(k) Savings Plan and Trust have duly caused this annual report to be signed by the undersigned thereunto duly authorized.

**FULTON FINANCIAL AFFILIATES'** 

401(k) SAVINGS PLAN AND TRUST

Date: June 25, 2009 By: /s/Louis Yoka

Louis Yoka

Vice President, Compensation & Benefits

#### EXHIBIT INDEX

#### EXHIBIT DESCRIPTION

23.1 Consent of Independent Auditors

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#### CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

We consent to the incorporation by reference in Registration Statements No. 333-76600 and No. 333-76594 on Forms S-8 of Fulton Financial Corporation of our report dated June 25, 2009, appearing in this Annual Report on Form 11-K of Fulton Financial Corporation 401(k) Retirement Plan, formerly known as Fulton Financial Corporation Profit Sharing Plan, for the year ended December 31, 2008.

/s/Crowe Horwath LLP
Crowe Horwath LLP

Columbus, Ohio

June 25, 2009