

CITY HOLDING CO

Form 5

February 13, 2014

**FORM 5****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).

Form 3 Holdings  
Reported  
Form 4  
Transactions  
Reported

**ANNUAL 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  
Number: 3235-0362Expires: January 31,  
2005Estimated average  
burden hours per  
response... 1.01. Name and Address of Reporting Person \*  
FAIRCHILDS CHARLES W

(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. Statement for Issuer's Fiscal Year Ended  
(Month/Day/Year)  
12/31/20134. 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)

6. Individual or Joint/Group Reporting

(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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	04/30/2013	Â	J <sup>(1)</sup>	28.0808 A \$ 38.4799	3,008.0808	I	C.W. Fairchilds Trust
Common Stock	07/31/2013	Â	J <sup>(1)</sup>	23.9199 A \$ 45.5991	3,032.008	I	C.W. Fairchilds Trust
Common Stock	10/31/2013	Â	J <sup>(1)</sup>	23.6329 A \$ 46.5199	3,055.6337	I	C.W. Fairchilds Trust

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Common Stock	04/30/2013	Â	<u>J<sup>(1)</sup></u>	0.6595	A	\$ 38.4799	70.6595	I	K. V. Fairchilds Trust
Common Stock	07/31/2013	Â	<u>J<sup>(1)</sup></u>	0.5618	A	\$ 45.5991	71.2214	I	K. V. Fairchilds Trust
Common Stock	10/31/2013	Â	<u>J<sup>(1)</sup></u>	0.555	A	\$ 46.5199	71.7764	I	K. V. Fairchilds Trust
Common Stock	08/01/2013	Â	<u>J<sup>(1)</sup></u>	15	A	\$ 44.45	1,263	I	C. W. Fairchilds SEP
Common Stock	10/31/2013	Â	<u>J<sup>(1)</sup></u>	10	A	\$ 45.93	1,273	I	C. W. Fairchilds SEP
Common Stock	07/26/2013	Â	<u>J<sup>(1)</sup></u>	10.868	A	\$ 44.9386	1,330.868	I	C. W. Fairchilds 401(k)
Common Stock	10/28/2013	Â	<u>J<sup>(1)</sup></u>	10.548	A	\$ 46.6827	1,341.416	I	C. W. Fairchilds 401(k)

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.**

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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)	8. Price of Derivative Security (Instr. 5)	9. of Derivative Securities (Instr. 5)
					(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares		

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

FAIRCHILDS CHARLES W  
25 GATEWATER ROAD  
CROSS LANES, WV 25313

☒ ☐ ☐ ☐

## Signatures

Victoria A. Faw,  
attorney-in-fact

02/13/2014

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) Shares acquired pursuant to a dividend reinvestment plan.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.