CITY HOLDING CO

Form 4

August 18, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

January 31, Expires: 2005

OMB APPROVAL

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obligations

may continue.

Check this box

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 See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * BUMGARNER DAVID L			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)	3. Date of Earliest Transaction	(
25 GATEWATER ROAD			(Month/Day/Year) 08/17/2015	Director 10% Owner X Officer (give title Other (specify below) SVP & Chief Financial Officer		
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line)		
CROSS LANES, WV 25313				_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	(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. 4. Secur Transaction(A) or I Code (Instr. 3 (Instr. 8)		ispose	d of (D)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)				
Common Stock	08/17/2015		M	1,500	A	\$ 40.88	13,075	D			
Common Stock	08/17/2015		M	1,250	A	\$ 32.09	14,325	D			
Common Stock	08/17/2015		S	2,750	D	\$ 48.3	11,575	D			
Common Stock							115	I	by IRA		
Common Stock							1,689.6128	I	by 401(k) Plan &		

Trust

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

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SEC 1474 (9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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. Transacti Code (Instr. 8)	Secu Acqu (A) o Disp (D)	urities uired or oosed of rr. 3, 4,	6. Date Exerci Expiration Dat (Month/Day/Y	te	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	
Stock Option to Buy	\$ 40.88	08/17/2015		M		1,500	03/26/2013	03/25/2018	Common Stock	1,500	
Stock Option to Buy	\$ 32.09	08/17/2015		M		1,250	02/26/2015	02/25/2020	Common Stock	1,250	
Stock Option to Buy	\$ 46.61						02/26/2020	02/25/2025	Common Stock	342	
Stock Option to Buy	\$ 46.61						02/26/2019	02/25/2025	Common Stock	341	
Stock Option to Buy	\$ 44.43						03/26/2019	03/25/2024	Common Stock	485	
Stock Option to Buy	\$ 35.09						03/30/2016	03/29/2021	Common Stock	1,250	
Stock Option to Buy	\$ 37.74						02/27/2018	02/26/2023	Common Stock	1,555	
Stock Option to Buy	\$ 44.43						03/26/2017	03/25/2024	Common Stock	485	
·	\$ 35.39						03/28/2017	03/27/2022		1,555	

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Stock Option to Buy				Common Stock	
Stock Option to Buy	\$ 44.43	03/26/2018	03/25/2024	Common Stock	485
Stock Option to Buy	\$ 46.61	02/26/2018	02/25/2025	Common Stock	341

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BUMGARNER DAVID L 25 GATEWATER ROAD CROSS LANES, WV 25313

SVP & Chief Financial Officer

Signatures

Victoria A. Faw, Attorney-in-Fact 08/18/2015

**Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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.

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^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).