

CITY HOLDING CO  
Form 5  
February 13, 2014

**FORM 5**

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

OMB APPROVAL

OMB Number: 3235-0362  
Expires: January 31, 2015  
Estimated average burden hours per response... 1.0

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

1. Name and Address of Reporting Person \*  
**FAIRCHILDS CHARLES W**  
  
(Last) (First) (Middle)

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

**25 GATEWATER ROAD**  
  
(Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
**12/31/2013**

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

6. Individual or Joint/Group Reporting  
  
(check applicable line)

**CROSS LANES, WV 25313**

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

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SEC 2270 (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 D Se B O E I F I
						Date Exercisable (A) Expiration Date (D)	Title	Amount or Number of Shares	

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

Director 10% Owner Officer Other

FAIRCHILDS CHARLES W  
25 GATEWATER ROAD  
CROSS LANES, WV 25313

X

## 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.

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