

CITY NATIONAL CORP  
Form FWP  
September 08, 2010

Pricing Term Sheet

Filed under Rule 433

Registration No. 333-169259

**FINAL TERMS AND CONDITIONS**

September 8, 2010

**City National Corporation**  
**\$300,000,000 5.250% Senior Notes Due 2020**

|   |  |
|---|--|
| <b>Issuer:</b>                            | City National Corporation (the "Company"), a Delaware corporation. |
| <b>Expected Issue Ratings*:</b>           | Moody's Investors Service: A1<br>Standard & Poor's: BBB+           |
| <b>Securities Offered:</b>                | Senior Notes   |
| <b>Principal Amount:</b>                  | \$300,000,000  |
| <b>Initial Offer Price:</b>               | 99.738%  |
| <b>Pricing Date:</b>                      | September 8, 2010  |
| <b>Settlement Date:</b>                   | September 13, 2010   |
| <b>Maturity Date:</b>                     | September 15, 2020   |
| <b>Interest Payment Dates:</b>            | March 15 and September 15, commencing March 15, 2011               |
| <b>Coupon:</b>                            | 5.250%   |
| <b>Benchmark Treasury:</b>                | 2.625% due August 2020   |
| <b>Benchmark Treasury Spot and Yield:</b> | 99.22+; 2.659%   |
| <b>Spread To Benchmark Treasury:</b>      | +262.5 basis points  |
| <b>Yield to Maturity:</b>                 | 5.284%   |

**Make-whole Call:**

T+40 basis points

**CUSIP/ISIN:** 178566AC9 / US178566AC97  
**Sole Bookrunner:** J.P. Morgan Securities LLC  
**Co-Managers:** Credit Suisse Securities (USA) LLC  
UBS Securities LLC

\*Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.

**The issuer has filed a registration statement (including a prospectus) with the Securities and Exchange Commission for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and the other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, you can request the prospectus by calling J.P. Morgan Securities LLC collect at 212-834-4533.**