Edgar Filing: HAGEBOECK CHARLES R - Form 4

Form 4	CK CHARLES R										
February 28, FORN Check th if no long subject to Section 1 Form 4 o Form 5 obligatio may cont <i>See</i> Instru 1(b).	1 4 UNITED S dis box ger o 16. or Filed purs Section 17(a	ENT OF uant to Se) of the P	SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Section of the Investment Company Act of 1940						N OMB Number: Expires: Estimated burden h response	Number:3235-028Number:January 31Expires:2009Estimated averageburden hours perresponse0.3	
(Print or Type I	Responses)										
	Address of Reporting F CCK CHARLES R	5	Symbol	Name and			g	5. Relationship Issuer			
(Last) (First) (Middle) 25 GATEWATER ROAD			3. Date of Earliest Transaction (Month/Day/Year) 02/27/2019					(Check all applicable) X_ Director 10% Owner X_ Officer (give title Other (specify below) below) President & CEO			
CROSS LA	(Street) NES, WV 25313			ndment, Da hth/Day/Year	-	l		6. Individual or Applicable Line) _X_ Form filed by Form filed by Person		Person	
(City)	(State) (Zip)	Tabl	e I - Non-E	Derivative	Securi	ties Ac	equired, Disposed	of, or Benefic	ially Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	Date, if	Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, Amount	(A) or of (D) 4 and 5 (A) or)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock								58,714	D		
Common Stock								0 (1)	I	by son, Charles J. Hageboeck	
Common Stock								100	I	by son, Robert B. Hageboeck	
Common Stock								100	I	by daughter, Katherine E. Hageboeck	

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Common Stock						10	0	I I	by daughter, Emily F. Hageboeck	
Common Stock						5,0	550	I S	by spouse, Samantha D Hageboeck	
Common Stock						1,7	782.709 <u>(2)</u>	I I	by 401(k) Plan and Frust	
Reminder: Re	port on a sepa	rate line for each class	s of securities benefic	Persons informa required	who rest tion con to resp a curre	spon taine ond	lirectly. d to the colle d in this form unless the for valid OMB co	are not rm	EC 1474 (9-02)	
			ive Securities Acqui its, calls, warrants, c					I		
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. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		rative es d d of	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount o Underlying Securities (Instr. 3 and 4)	
							Date Exercisable	Expiration Date	Title	Amount or Number of
Common Stock	\$ 0 <u>(3)</u>	02/27/2019		Code V A	(A) 1,864	(D)	<u>(4)</u>	(4)	Common Stock	Shares
Restricted Stock Unit	\$ 0 <u>(3)</u>						(5)	(5)	Common Stock	1,749
Stock Option to Buy	\$ 44.43						03/26/2019	03/25/2024	Common Stock	2,010 (6)
Stock Option to Buy	\$ 46.61						02/26/2019	02/25/2025	Common Stock	1,978 (6)
Stock Option to Buy	\$ 46.61						02/26/2020	02/25/2025	Common Stock	1,980 (6)
Stock Option to	\$ 43.73						02/24/2019	02/23/2026	Common Stock	3,660 (6)

Buy					
Stock Option to Buy	\$ 43.73	02/24/2020	02/23/2026	Common Stock	3,660 (<u>6)</u>
Stock Option to Buy	\$ 43.73	02/24/2021	02/23/2026	Common Stock	3,660 (<u>6)</u>
Stock Option to Buy	\$ 66.32	02/22/2020	02/21/2027	Common Stock	2,524 (<u>6)</u>
Stock Option to Buy	\$ 66.32	02/22/2021	02/21/2027	Common Stock	2,524 (<u>6)</u>
Stock Option to Buy	\$ 66.32	02/22/2022	02/21/2027	Common Stock	2,524 <u>(6)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
HAGEBOECK CHARLES R 25 GATEWATER ROAD CROSS LANES, WV 25313	Х		President & CEO				
Signatures							
Victoria A. Faw, attorney-in-fact	02	2/28/2019					

**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) The reporting person no longer has a reportable beneficial interest in 100 shares of CHCO common stock owned by his son, Charles J. Hageboeck, and included in the reporting person's prior ownership reports.
- (2) Includes shares acquired pursuant to the Company's 401(k) Plan & Trust during the fiscal year in transactions exempt from 16b under old Rule 16a8(b). Share totals are reported as of the 12/31/2018 plan valuation date.
- (3) Each restricted stock unit represents the right to receive, at settlement, one share of common stock.
- (4) One-third of these restricted stock units are scheduled to vest on each of February 27, 2020; February 27, 2021; and February 27, 2022.
- (5) One-third of these restricted stock units are scheduled to vest on each of February 28, 2019; February 28, 2020; and February 28, 2021.
- (6) Options shares granted from City Holding Company's 2013 Incentive Plan are subject to both time-based and performance-based vesting.

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.