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Submission Contact Victoria A. Faw 304-769-1112 **Submission Contact Phone Number** Exchange NASD **Confirming Copy** off Filer CIK 0000726854 Filer CCC xxxxxxx Period of Report 03/19/13 Item IDs 7.01

> 9.01 off

Notify via Filing website Only

Emails vikki.faw@cityholding.com

Documents		
	8-К	form8-k.htm
		Form 8-K, CHCO Investor Presentation
	GRAPHIC	chcologo.jpg
		CHCO logo
	EX-99.1	ex99-1.htm
		Exhibit 99.1, slides for presentation
	GRAPHIC	ex99-11.jpg
	GRAPHIC	ex99-12.jpg
	GRAPHIC	ex99-13.jpg
	GRAPHIC	ex99-14.jpg
	GRAPHIC	ex99-15.jpg
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8-K	submissionpdf.pdf Printable copy, Form 8-K CHCO Investor Presentation amd Exhibit



UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C., 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported)

March 19, 2013



(Exact Name of Registrant as Specified in its Charter)

Commission File Number: 0-11733

West Virginia

(State or Other Jurisdiction of Incorporation or Organization)

55-0619957

(I.R.S. Employer Identification No.)

25 Gatewater Road, Cross Lanes, WV 25313

(Address of Principal Executive Offices, Including Zip Code)

304-769-1100

(Registrant's Telephone Number, Including Area Code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- " Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- " Soliciting material pursuant to Rule 14a-12(b) under the Exchange Act (17 CFR 240.14a-12(b))
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17CFR240.13e-4(c))

Section 7 - Regulation FD

Item 7.01 - Regulation FD Disclosure.

City Holding Company (the "Company") is scheduled to meet with and make presentations to certain institutional investors and shareholders on Wednesday, March 20 and Thursday, March 21, 2013. Charles R. Hageboeck, President and CEO, will make the Company's presentations. A copy of the slide presentation to be used by the Company during these meetings is furnished as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated by reference herein. Such slide presentation will also be available on the Company's web site at www.bankatcity.com. Information contained on the Company's website expressly is not incorporated by reference into this Current Report on Form 8-K.

The information in the preceding paragraph, as well as Exhibit 99.1, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934 (the "Exchange Act"), or otherwise subject to the liabilities of that section. It may only be incorporated by reference into another filing under the Exchange Act or Securities Act of 1933 if such subsequent filing specifically references Section 7.01 of this Current Report on Form 8-K. All information in the slide presentation speaks as of the date thereof and the Company does not assume any obligation to update said information in the future. In addition, the Company disclaims any inference regarding the materiality of such information which otherwise may arise as a result of its furnishing such information under Item 7.01 of this report on Form 8-K.

Section 9 - Financial Statements and Exhibits

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits

99.1

Copy of slide presentation

Signatures

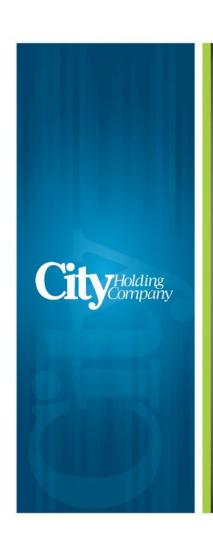
Pursuant to the requirements of the Securities and Exchange Act of 1934, the Registrant has duly caused this Report to be signed on its behalf by the Undersigned hereunto duly authorized.

Dated: March 19, 2013

City Holding Company

By: /s/ David L. Bumgarner
David L. Bumgarner
Chief Financial Officer

-2-



Sandler O'Neill + Partners

Cincinnati, Columbus, Cleveland

March 20-21, 2013

Forward looking statements

This presentation contains certain forward-looking statements that are included pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. Such information involves risks and uncertainties that could result in the Company's actual results differing from those projected in the forward-looking statements. Important factors that could cause actual results to differ materially from those discussed in such forward-looking statements include, but are not limited to. (1) the Company may incur additional loan loss provision due to negative credit quality trends in the future that may lead to a deterioration of asset quality. (2) the Company may incur increased charge-offs in the future. (3) the Company could have adverse legal actions of a material flature, (4) the Company may face competitive loss of customers. (5) the Company may be unable to marlage its expense levels; (6) the Company may have difficulty retaining key employees; (7) changes in the interest rate environment may have results on the Company's operations materially different from those anticipated by the Company's market risk management functions; (8) changes in general economic conditions and increased competition could adversely affect the Company's operating results. (9) changes in other regulations and government policies affecting bank holding companies and their subsidiaries, including changes in monetary policies, could negatively impact the Company's operating results. (10) the Company may experience difficulties growing loan and deposit balances. (11) the current economic environment poses significant challenges for us and could adversely affect our financial condition and results of operations. (12) continued deterioration in the financial condition of the U.S. banking system may impact the valuations of investments the Company has made in the securities of other financial institutions resulting in either actual posses or other than temporary impairments on such investments. (13) the effects of the Wall Str

City Holding Company

Total Assets

Branches

• FTE

Market Cap

Institutional Ownership

Average Daily Volume

\$3.4 bil

83

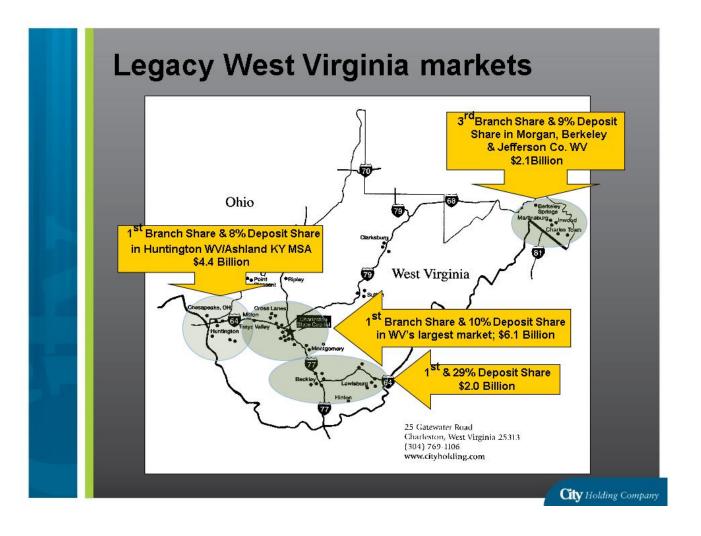
959

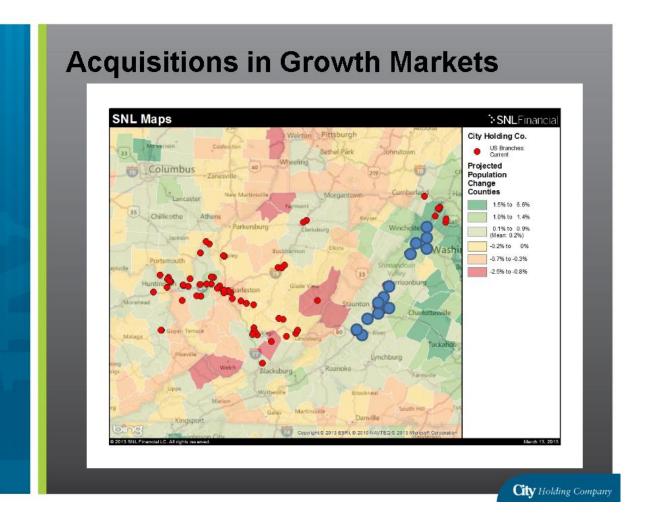
\$568 mil

61%

\$1.6 mil

Date: March 12, 2013





Virginia Savings Bank

- Closed May 31, 2012
- 5 branches in Virginia
- \$73 million in loans
- \$123 million in deposits
- 5,700 households
- Regional population of 185,000
- Regional Households of 72,000
- Projected Population growth of 5.0% over 5 yrs
- Our primary competitors in this market are BB&T, United Bank, Bank of Clarke County, and Wells Fargo

Community Bank

- Closed January 10, 2013
- 10 branches in Virginia
 - Eight Branches in Staunton, VA region
 - Population of 205,000
 - Households of 79,000
 - · Competitors: STEL, BBT, STI, BAC, UBSI
 - Two Branches in Virginia Beach Region
 - Population of 1.7 million
 - Households of 625,000
- \$410 million in loans
- \$380 million in deposits
- 14,100 households
- Projected Population growth of 3.1% over 5 years in Staunton, VA region

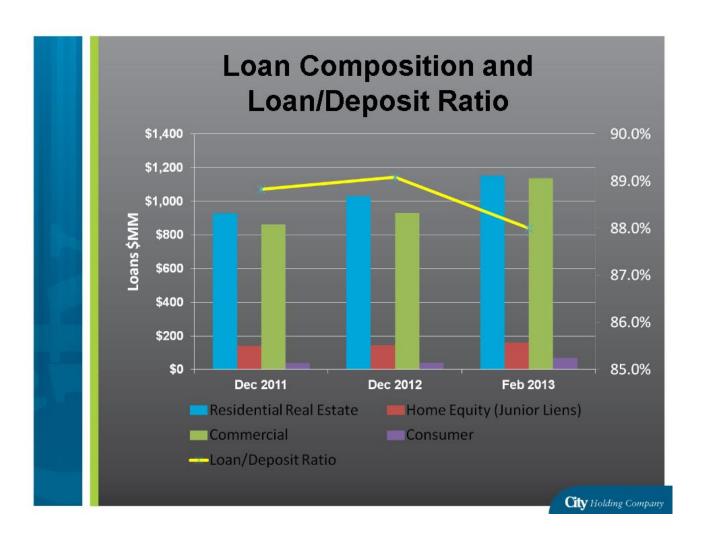
Market Position

<u>M</u> arket	<u>Population</u>	Deposits (\$mm)	Deposit Share _(%)	Branches	Branch Share (%)	Branch Rank
Charleston MSA	305,000	\$575	10 %	17	17 %	6 1
Huntington / Ashland MSA	285,000	366	9	13	12	1
Beckley	80,000	322	27	7	25	1
Valley Region	205,000	278	14	9	14	3
Lewisburg	35,000	179	25	6	33	1
Eastern Panhandle	165,000	173	9	7	13	2
VSB Region	186,000	120	4	5	6	7
Virginia Beach	436,000	89	2	2	2	11

Note: Grey highlight indicates original market, yellow highlight indicates market expansion as a result of the acquisition of Mrginia Savings Bancorp, Inc., and green highlight indicates market expansion as a result of the acquisition of Community Financial Corporation

City Holding Company

Q



Virginia Savings Bank Progress resolving asset quality problems

- Took a \$10.05 million Mark-to-Market at acquisition
- Mark stood at \$6.28 million at 2/28/13
- Non-performing assets down 40% due to charge-off or workout
- OREO down 33% due to charge-off or workout
- Past-due loans down 76%
- At Feb 28, 2013 the Mark stands at 217% of NPA's

Challenges:

- Economic Activity
- Margin Compression
- Loan Competition
- Regulatory Compliance
- Regulatory Agenda
- Integration & Culture

The key to City's success: an enviable deposit franchise

• Branches 83

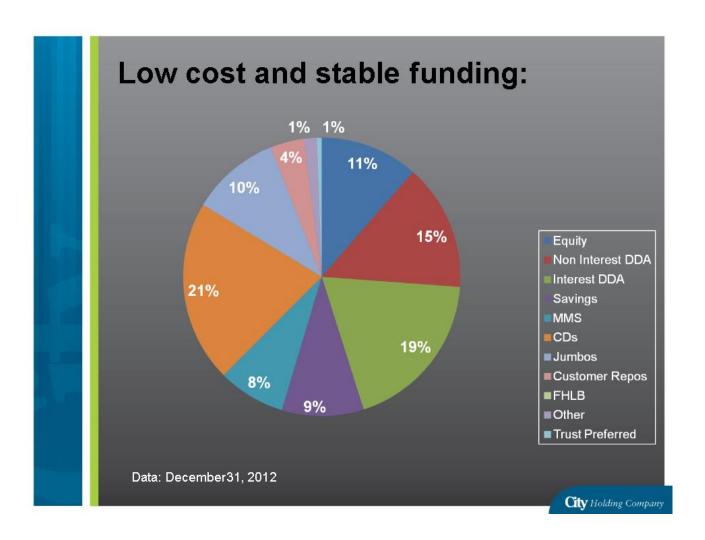
Average Deposits per Branch \$34.2 MM

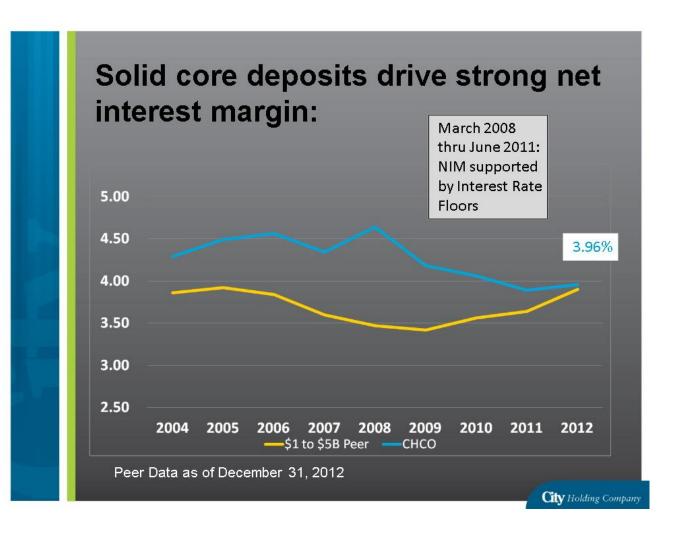
• Average Households per Branch 2,200

Average Deposit Share 12.2%

Average Household Share*

* - Excludes Coastal Region

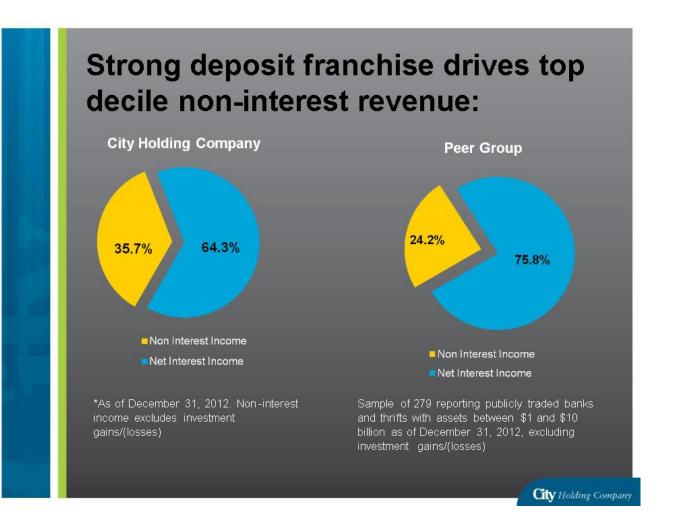




CHCO's sensitivity to interest rate risk which assumes that deposit mix composition changes as rates rise:

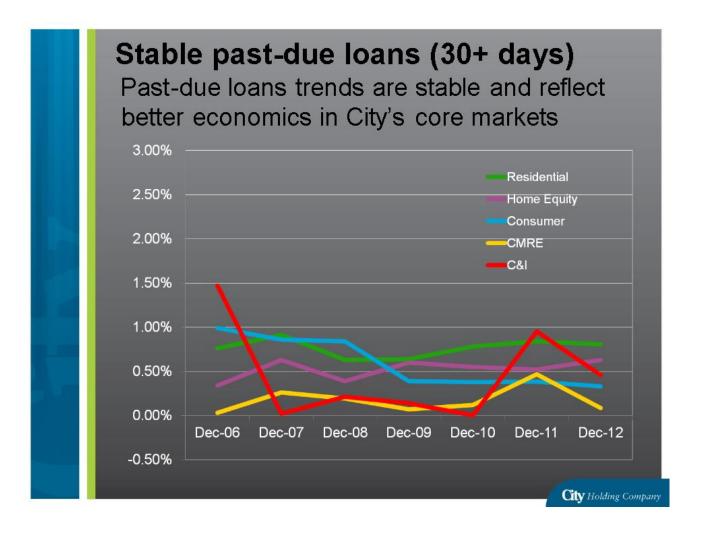
Immediate Basis Point Change in Interest Rates	Estimated Increase or Decrease in Net Income between 1-12 months
+400 Bp	+4.2%
+300 Bp	+3.8%
+200 Bp	2.5%
+100 Bp	-0.3%

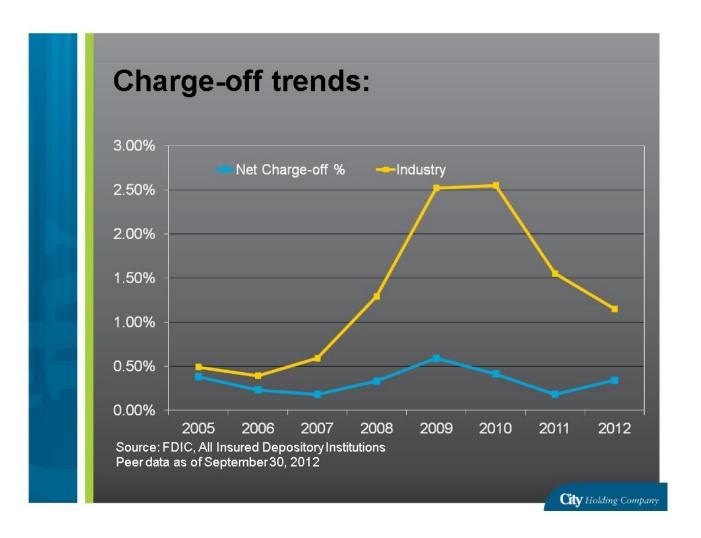
Data: December31, 2012

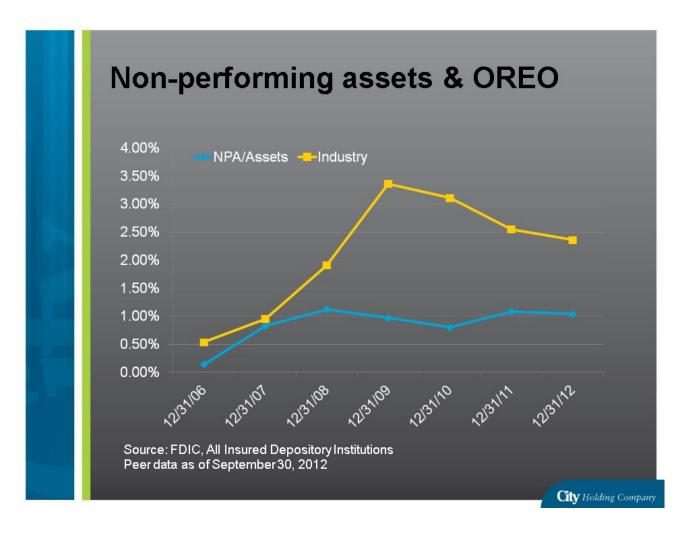


Non-interest income is branch driven:

	2007	2008	2009	2010	2011	2012
Electronic Fee Income	\$7.9	\$8.6	\$9.0	\$9.9	\$11.1	\$12.4
All Other Service Fee Income	\$36.5	\$37.4	\$36.0	\$30.1	\$27.0	\$26.3
Insurance	4.1	4.2	5.6	5.5	5.9	6.1
Investment Management	2.0	2.2	2.3	2.8	3.1	3.8
BOLI	2.5	2.9	3.3	3.4	3.2	3.0







A High Performing Bank

- 1. Bank Director ranked City #3 of largest 150 US banks in 2010
- 2. Bank Director ranked City #8 among US Banks with assets between \$1B \$5B in 2011

3. Bank Director named City 10th on the "Nifty Fifty" for best use of capital

What Does It Take

BANK PERFORMANCE SCORECARD TOP 150 BANKS

							Prafit	onty		Capital Ado	4		Asset	Assisty		
Rank	Company Notes	Toker	State	Total Assets (\$100)	Industry Type	SOAR Chil	HILL Fact	SALE (X)	R1E Fack	Equily/Tang Bosels (%)	TEE Rank	SPECE SE	HP4 Each	ACD/ Log Laure (SU)	SEOs Rank	Find Sect
1	State Bank Financial Corp.	\$192	GA	2,826,514	Bank	1.00		13.07	10	12.42	10	120	w	0.13		15
2	First Financial Barkshares, Inc.	FFIR	TX	3,775,367	Rock	1,73		13.55	T	5.97	20	1.40	20	0.10	17	59.5
3	City Hoteling Company	CHCC	WV	2,637,295	Usek.	1.79		13.36		20.01	22	1.07	10	0.41	21	24
4	First Republic Bank	FRC	CA	22,577,635	Bank	1.59		18.00	- 2	6.62	44	0.11	2	0.05	2	57
5	Republic Bancory, Inc.	RBCAA	KY	5,622,700	Bank	1,05	2	17.47	3	20.00	20	0.00	57	0.03	55	44
6	BankUnited, Inc.	BKU	FL.	10,869,760	Thrift	2.56	•	15.50	- 4	10.97	12	0.00	3	5.67	142	93.5
7	Consterce Bancshares, Inc.	CBSH	MO	16,502,339	Bank	1.22	17	11.26	17	20.27	20	1.66	25	0.96	61	97
8	Bank of the Ozario, Inc.	OZRK	AR	3,273,609	Bank	1.36	10	13.75	×	9.57	31	2.96	53	0.81	53	100
9	Culies/Front Rankers, Inc.	CFR	TX	17,617,012	Hank	1.21	16	12.46	74	8.90	41	2.61	12	n.52	110	114
10	Brookline Bancorp, Inc.	BRKL	MA	2,720,942	Treffi	1.04	29	5/56	74	26.63	4	0.38	5	5.24	11	315

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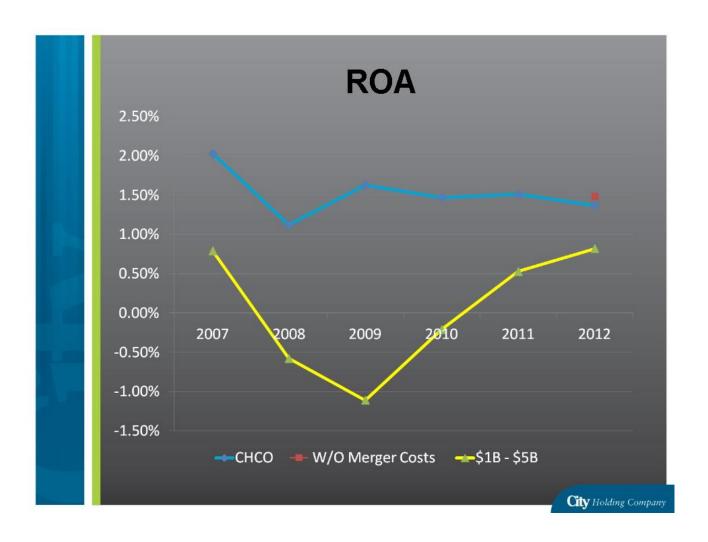
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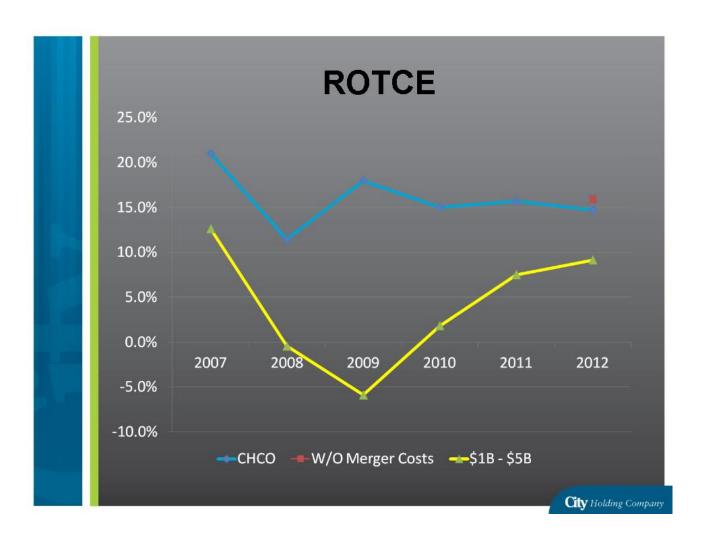
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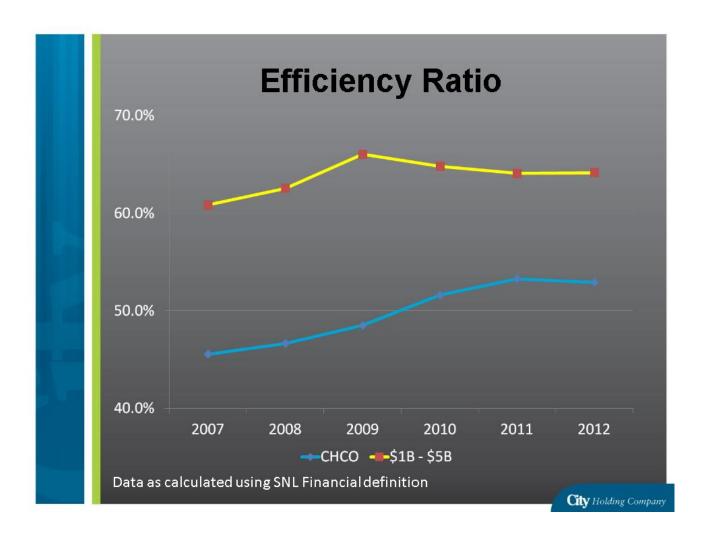
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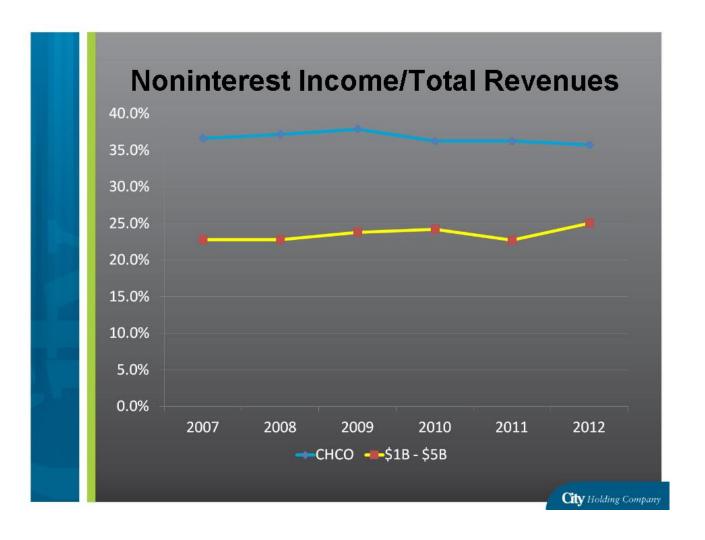
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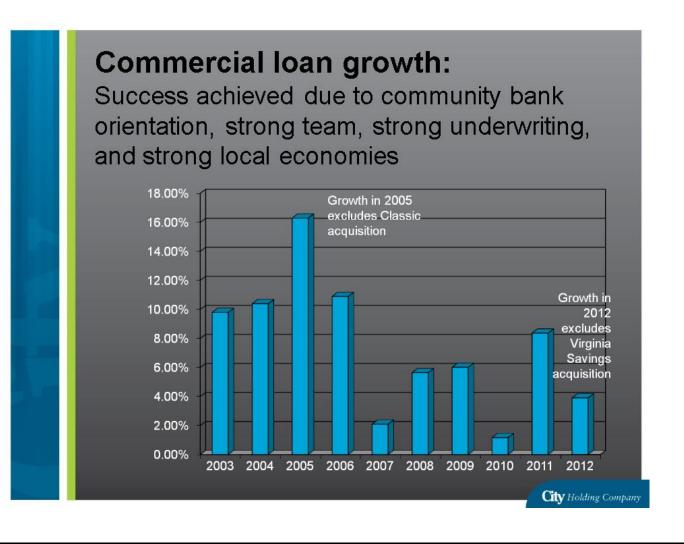




Growth:

CHCO is positioned to achieve "reasonable growth" in its core franchise

- Commercial
- Retail
- Insurance
- Trust & Investment Management



North Carolina Loan Production Office

In 2007, City opened a LPO in Charlotte staffed with 2 lenders and focused on commercial real estate lending.

- Markets: Charlotte, Winston-Salem, Raleigh, & Norfolk, VA
- Projects: Apartments 20%, High Tech Office Bldgs 25%, GSA 20%, Grocery and Other Retail Stores 30%; Medical Office Bldgs 5%
- Loans Outstanding:
- Debt Service Coverage *
- Loan to Value*
- · Weighted Average Rate
- Average Loan Size
- * Based on average of this portfolio

\$87.1 million

1.65x

62%

4.27%

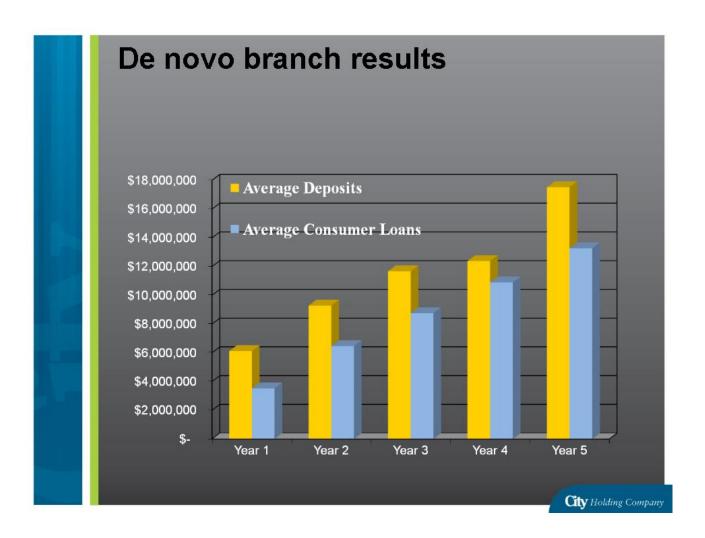
\$4.4 million

Deposit growth opportunity:

CHCO has many small deposit relationships; peers tend to have larger commercial & public deposits

	Branches	Deposits	Deposits/Branch
СНСО	83	\$ 2.8 B	\$34 million
BBT	80	\$6.0 B	\$74 million
UBSI	38	\$ 1.9 B	\$51 million
JPM	19	\$ 1.2 B	\$66 million
HBAN	17	\$ 0.9 B	\$53 million

Includes branches within 5 miles of City branch Source: SNL



CityInsurance: Growing

<u>Revenues</u>

2006
2007
\$4.1 million
2008
\$4.2 million
2009
\$5.6 million
2010
\$5.5 million
2011
\$5.9 million
2012
\$6.1 million

Lines of Business

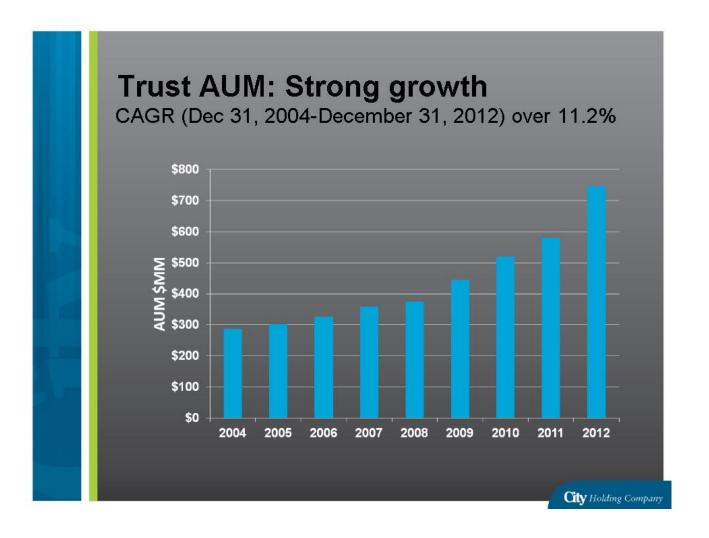
Personal Lines
Workers Compensation
Health/Benefits/Life Ins
Property/Casualty

Markets

Charleston (3 locations)
Huntington
Ripley
Beckley
Martinsburg
Ashland

Acquisitions

Dickens & Clark (Teays Valley) Patton Insurance - Nitro Millcreek Insurance - Ripley Ashland Area Insurance

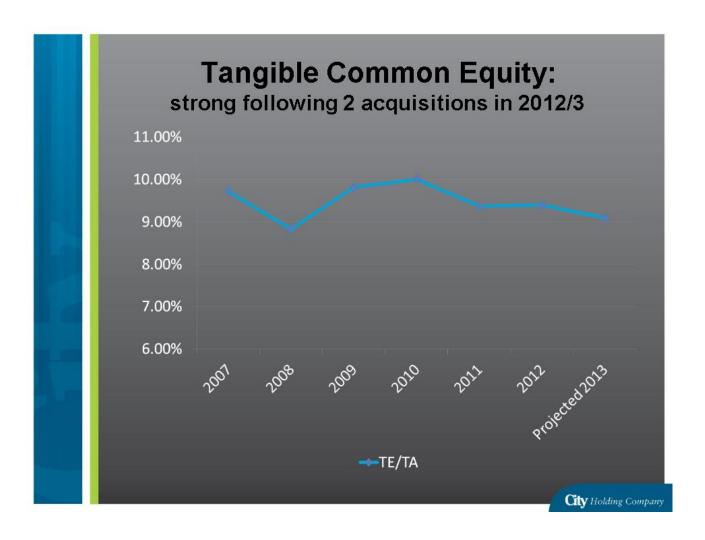


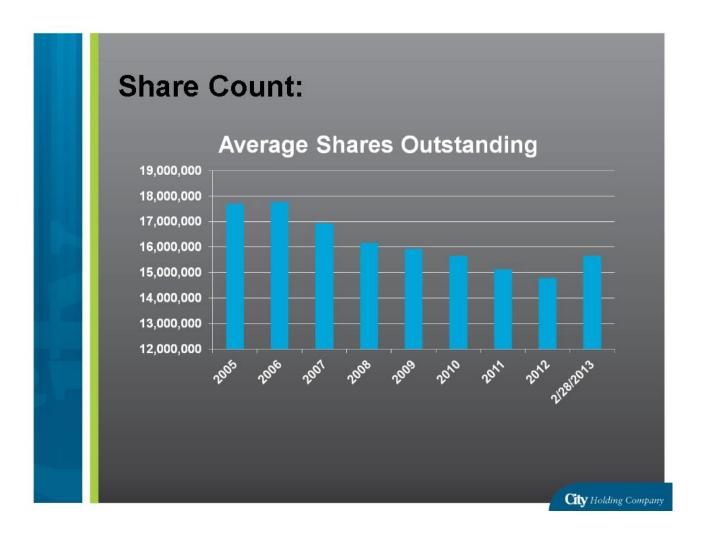
CHCO: Capital flexibility

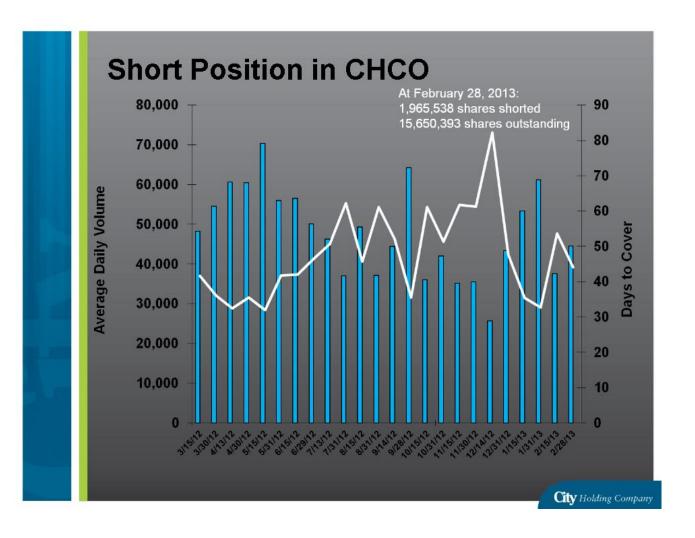
- Tangible common equity at 12/31/12: 9.40%
- Dividends
 - Increased 10% in April 2004 to \$0.88
 - Increased 14% in April 2005 to \$1.00
 - Increased 12% in April 2006 to \$1.12
 - Increased 11% in April 2007 to \$1.24
 - Increased 10% in April 2008 to \$1.36

 - Increased 3% in January 2012 to \$1.40
 Dividendyield of 3.6% (as of 3/12/13)
 Dividend payout ratio 47% (Analyst est. EPS for 2013 of \$2.99)
- Share repurchases
 Purchased 237,535 shares during 2012 (1.6%)
 Purchased 755,501 shares during 2011 (4.9%)

 - Driven by CHCO's strong profitability, CHCO can achieve greater long-term share repurchase activity than peers.







Growth per share (12/31/04 - 12/31/12):

Loans per share: 6.4% CAGR

Deposits per share: 5.4% CAGR

Non-interest inc per share: 2.7% CAGR

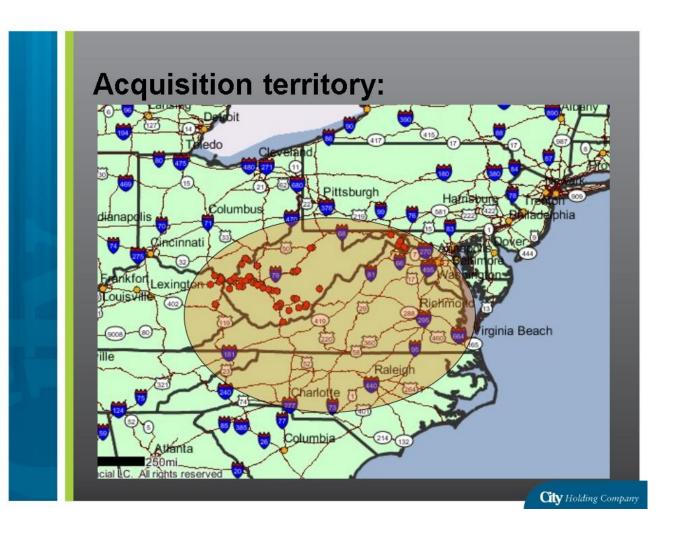
Expenses per share*: 4.0% CAGR

Implication: While CHCO operates in relatively low growth markets, high profitability allows share repurchases, which have driven core earnings despite the economic environment of the last several years

^{* -}Excluding one-time merger expenses

Acquisition philosophy:

- Historically less acquisitive than peers
- Acquisitions must truly be strategic or meaningfully accretive
- Opportunities have increased
- Actively looking:
 - In-market
 - Adjacent market
 - Growth markets
- Size: Generally \$100MM to \$1B



CHCO represents good value and stability

- Pricing Metrics*:
- Price to Book: 171%
- Price to Tangible Book: 212%
- Price to 2013 Projected Earnings** 12.8x
- Dividend Yield 3.6%
- Div Payout Ratio (First Call)**
- Tangible Capital/Tangible Assets*** 9.40%
- Institutional Ownership 61%

^{*} Based on Price of \$38.18 (3/12/13)

^{**} Based on analyst estimate of \$2.99 (average of 7)