

C & F FINANCIAL CORP
 Form 3
 March 07, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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

(Print or Type Responses)

<p>1. Name and Address of Reporting Person *</p> <p>McKernon Bryan Edwin</p> <p>(Last) (First) (Middle)</p> <p>1400 ALVERSER DRIVE</p> <p>(Street)</p> <p>MIDLOTHIAN, VA 23113</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>02/25/2005</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>C & F FINANCIAL CORP [CFFI]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>President of major subsidiary</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
C&F Financial Corporation Common Stock	4,100	D	VA

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

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				Shares		(I) (Instr. 5)	
Common Stock Option (Right to Buy)	12/15/2001	12/16/2008	C&F Financial Corporation Common Stock	2,500	\$ 18.625	D	Â
Common Stock Option (Right to Buy)	12/21/2004	12/19/2009	C&F Financial Corporation Common Stock	2,500	\$ 17	D	Â
Common Stock Option (Right to Buy)	12/17/2005	12/16/2010	C&F Financial Corporation Common Stock	2,500	\$ 15.75	D	Â
Common Stock Option (Right to Buy)	12/18/2006	12/17/2011	C&F Financial Corporation Common Stock	3,000	\$ 19.05	D	Â
Common Stock option (Right to Buy)	12/19/2007	12/18/2012	C&F Financial Corporation Common Stock	3,500	\$ 22.75	D	Â
Common Stock Option (Right to Buy)	12/16/2008	12/15/2013	C&F Financial Corporation Common Stock	3,500	\$ 42	D	Â
Common Stock Option (Right to Buy)	06/21/2005	12/21/2014	C&F Financial Corporation Common Stock	6,000	\$ 39.29	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McKernon Bryan Edwin 1400 ALVERSER DRIVE MIDLOTHIAN, VA 23113	Â	Â	Â	President of major subsidiary

Signatures

/s/ Bryan E.
McKernon

03/07/2005

__Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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