
**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): February 25, 2009

CVB FINANCIAL CORP.

(Exact name of registrant as specified in its charter)

California
(State or other jurisdiction of
incorporation or organization)

0-10140
(Commission file number)

95-3629339
(I.R.S. employer
identification number)

701 North Haven Avenue, Ontario, California
(Address of principal executive offices)

91764
(Zip Code)

Registrant's telephone number, including area code: (909) 980-4030

Not Applicable
(Former name or former address, if changed since last report)

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.):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - 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 (17 CFR 240.13e-4(c))
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Item 7.01 Regulation FD Disclosure

CVB Financial Corp. (the "Company") is providing its investor slide presentations with information as of December 31, 2008. The slide presentations are furnished (not filed) as Exhibit 99.1 and Exhibit 99.2 to this Current Report on Form 8-K pursuant to Regulation FD.

Item 8.01 Other Events

On March 3, 2009 at 10:45 a.m. Pacific Time (1:45 p.m. Eastern Time), the Company's President and Chief Executive Officer, Christopher D. Myers, will participate in the Sandler O'Neill & Partners 2009 West Coast Financial Services Conference. Mr. Myers will discuss the slides furnished as Exhibit 99.1 at this conference. Interested individuals may access a live webcast of the presentation by visiting <http://www.sandleroneill.com>, go to the Conferences tab, then select View Webcast under the West Coast Financial Services Conference heading. A replay of the presentation will be available for 60 days after the event. The presentation will also be available via audio conference at (800) 259-0251 with the passcode of Session 2.

In addition, on February 26, 2009, Mr. Myers will discuss the slides furnished as Exhibit 99.2 with various potential investors.

Item 9.01 Financial Statement and Exhibits

(d) Exhibits

- | | |
|------|---|
| 99.1 | Slide presentation of CVB Financial Corp. as of December 31, 2008 (furnished pursuant to Regulation FD) |
| 99.2 | Slide presentation of CVB Financial Corp. as of December 31, 2008 (furnished pursuant to Regulation FD) |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CVB FINANCIAL CORP.
(Registrant)

Date: February 25, 2009

By: /s/ Edward J. Biebrich Jr.
Edward J. Biebrich Jr.,
Executive Vice President and Chief
Financial Officer

Exhibit Index

- 99.1 Slide presentation of CVB Financial Corp. as of December 31, 2008 (furnished pursuant to Regulation FD)
- 99.2 Slide presentation of CVB Financial Corp. as of December 31, 2008 (furnished pursuant to Regulation FD)



CVB FINANCIAL CORP.

Safe Harbor

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CVB Financial Corp.

December 31, 2008

Headquarters	Ontario, California
Origin	August 9, 1974
Business Financial Centers	43
Commercial Banking Centers	4
Assets	\$6.6 Billion
Deposits	\$3.5 Billion
Loans	\$3.7 Billion
Market Capitalization	\$991 Million



Bank Ratings & Awards

U.S. Banker Magazine (2008)

- 6th Ranked Bank in the Nation (3-year ROE)

U.S. Banker Magazine (2007)

- Top Business Bank in the Nation
- 15th Ranked Bank in the Nation

America's Finest Companies investment directory

- # 318 out of 19,000 U.S. public companies.

Bank Director Magazine

- 14th Ranked Bank in the Nation

The Findley Report

- 27 Consecutive Years – Premier Performing Bank
- 17 Consecutive Years – Super Premier Performing Bank



Fitch Ratings

- BBB+ (January 2009)

CVB Financial Corp.

(000s)	12 Months to 12/31/07	12 Months to 12/31/08	Change	%
Operating Earnings*	88,128	113,646	25,518	28.96%
Net Earnings After Taxes	60,584	63,073	2,489	4.11%
Diluted EPS	.72	.75	.03	4.17%
Loan Loss Provision	4,000	26,600	22,600	565.00%

**Earnings before securities gains & losses, OREO gains & losses, provisions for OREO & loan losses, provision for unfunded commitments, and income taxes.*



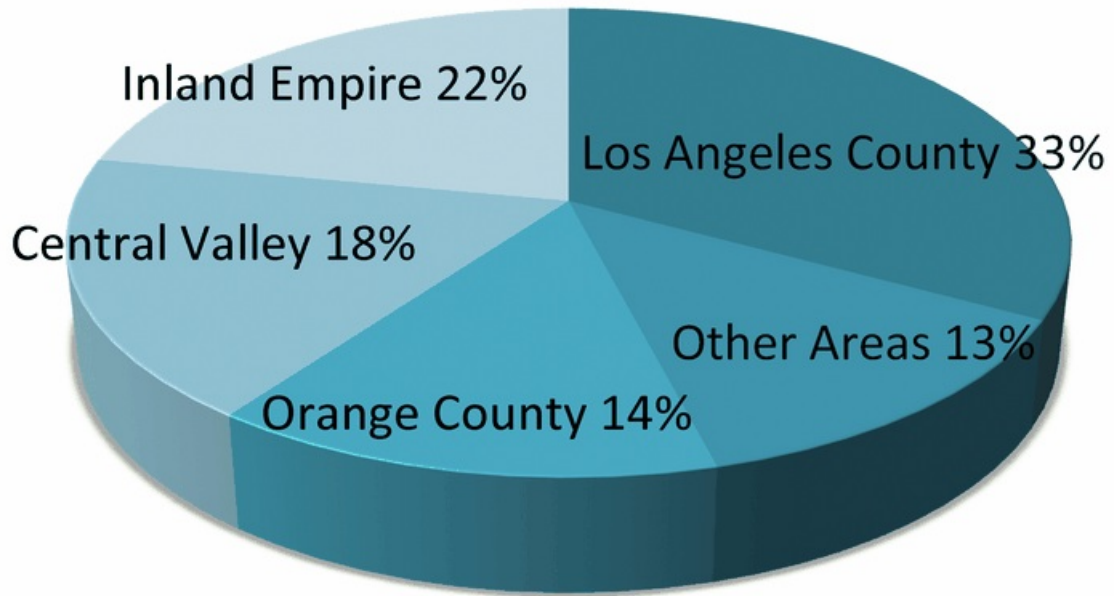
Loan Portfolio: Performance

	12/31/05	12/31/06	12/31/07	6 months to 6/30/08	9 months to 9/30/08	12/31/08
Total Loans (000s)	2,674,629	3,080,629	3,507,001	3,527,154	3,605,395	3,746,031
Net Charge-Offs (000s)	46	(1,533)	1,358	439	1,690	5,689
30-Day Delinquencies	.02%	.04%	.06%	.03%	.14%	.14%
Non-Performing Loans	0%	0%	.04%	.35%	.46%	.47%
Loan Loss Allowance	.87%	.90%	.95%	1.06%	1.11%	1.44%
OREO	0	0	0	1,137	1,927	6,565

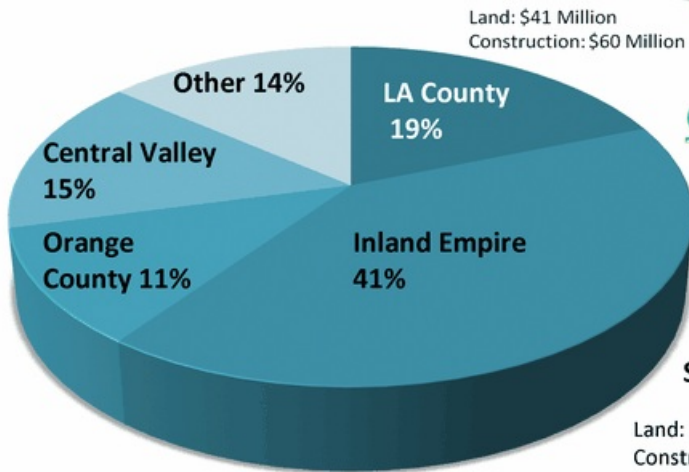
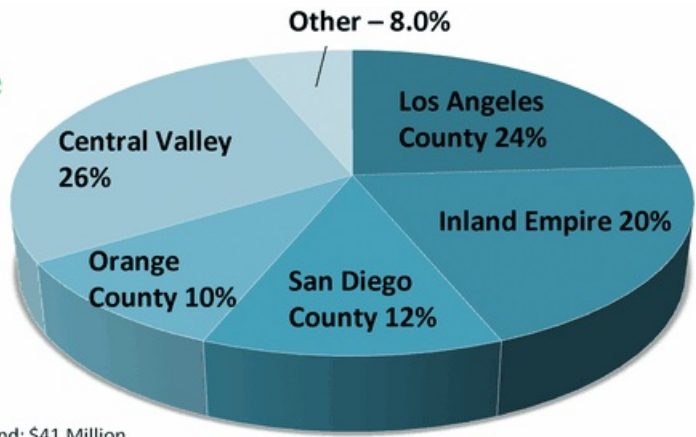


Loan Portfolio

\$3.7 Billion



**Residential Real Estate
Construction &
Land Loans
Total: \$101 Million**



**Commercial Real Estate
Construction &
Land Loans
Total: \$251 Million**

San Diego – 0%

Land: \$38 Million
Construction: \$213 Million

As of 12/31/08

\$3.7 Billion in Loans

- **\$17.7 Million in Non-Performing Loans**
- **\$6.6 Million in Real Estate Owned**



Non-Performing Assets December 31, 2008

(000's)	Non-Performing Loans	OREO	Non-Performing Assets	% of Total Assets
Bank of Hawaii	14,521	428	14,949	0.14%
Westamerica	10,026	3,505	13,531	0.34%
CVB Financial Corp.	17,684	6,565	24,249	0.36%
SVB Financial	84,919	1,250	86,169	0.86%
City National	211,142	11,388	222,530	1.35%
Umpqua Holdings	127,914	27,898	155,812	1.81%
Pacific Western	50,618	41,310	91,928	2.04%
East West Bank	225,599	38,302	263,901	2.12%
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UCBH Holdings	406,085	27,688	433,773	3.21%



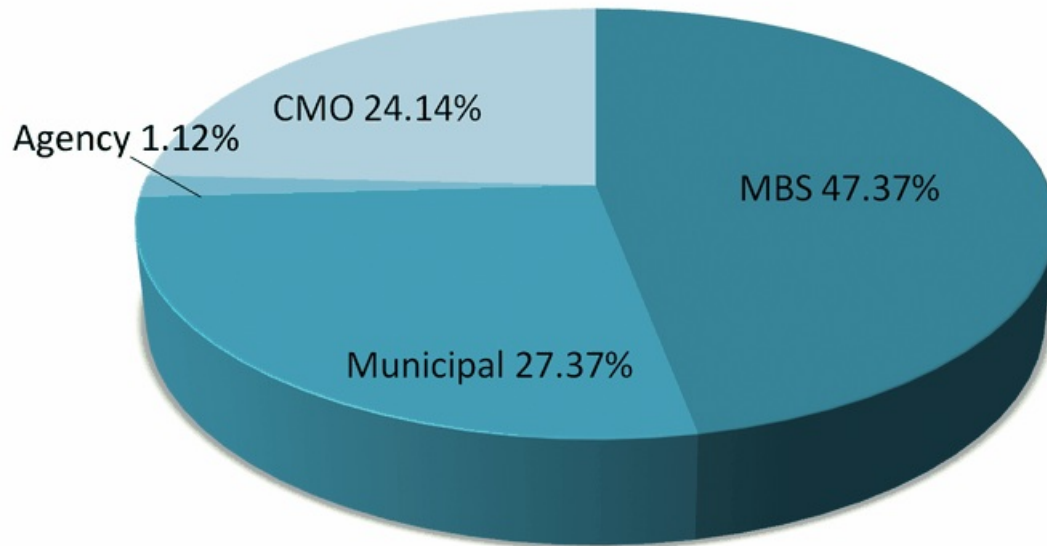
Capital Ratios

December 31, 2008	FDIC Well Capitalized	CVBF	CBB
Tier 1 Leverage Ratio	5.00%	9.84%	9.65%
Tier 1 Risk Based Capital Ratio	6.00%	14.18%	13.93%
Total Risk Based Capital Ratio	10.00%	15.54%	15.19%



Investment Portfolio

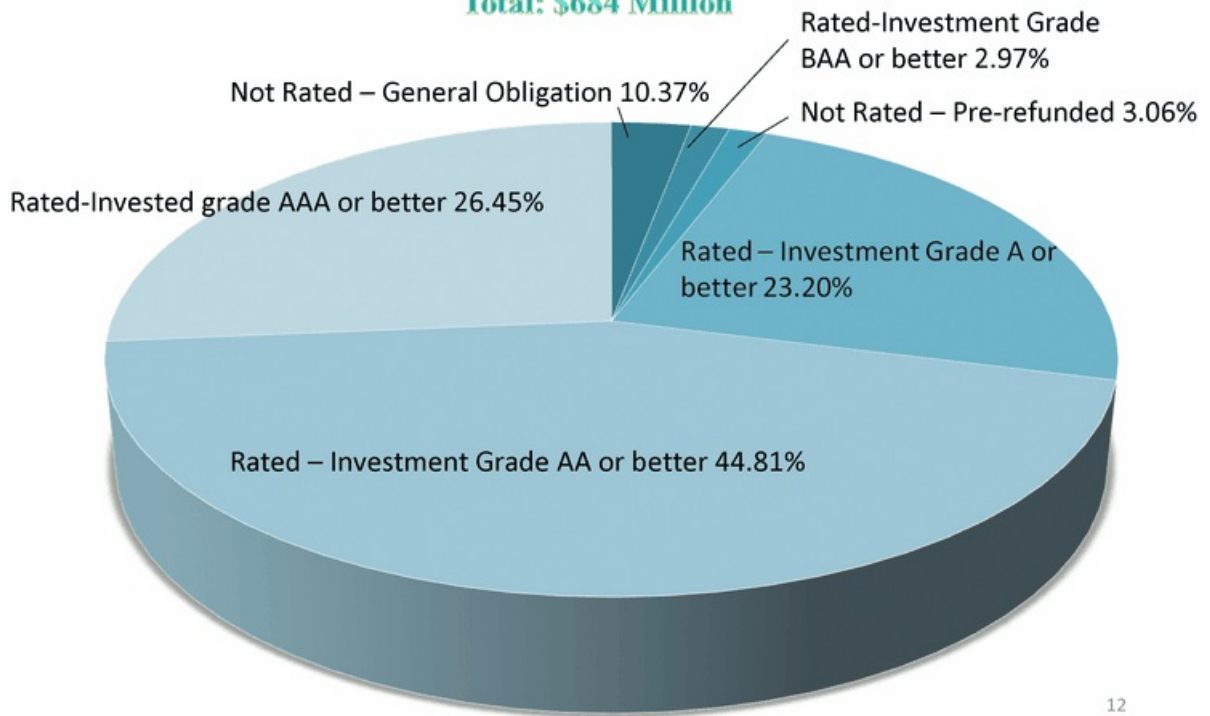
\$2.5 Billion



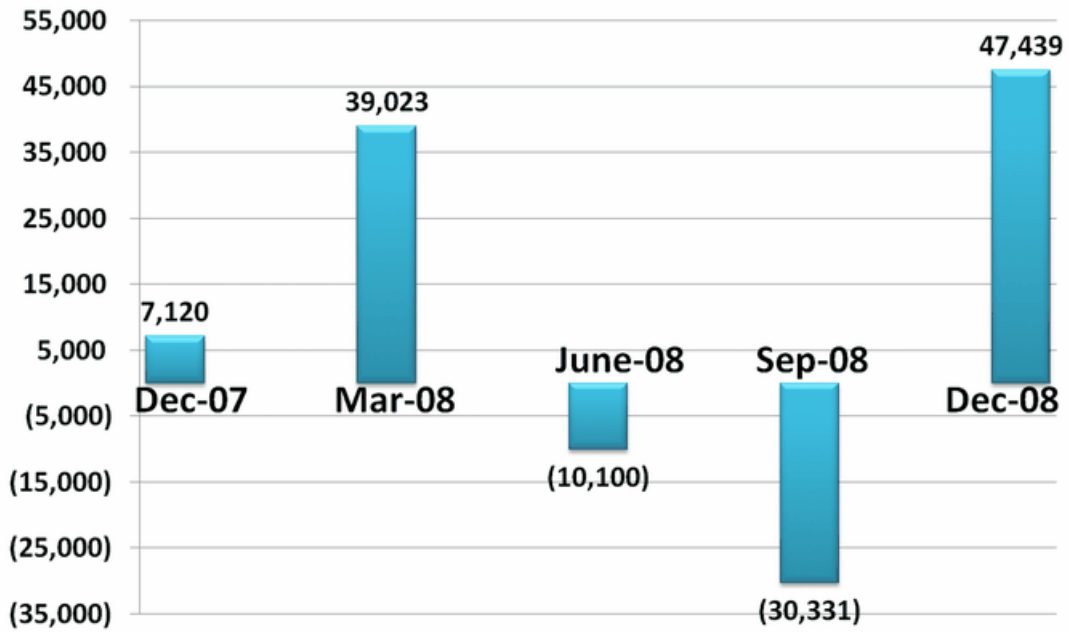
Municipal Securities

Underlying Rating Breakdown

Total: \$684 Million



Investment Portfolio:
\$2.5 Billion
--Mark to Market--



WKBI Evaluation Feb. 2008

Company	Market Cap	Total Assets
City National Corp	\$2,603	\$15,889
Bank of Hawaii	\$2,320	\$10,472
SVB Financial Group	\$1,525	\$6,692
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Sterling Financial Corporation	\$868	\$12,149
CVB Financial Corp	\$837	\$6,294
Frontier Financial Corporation	\$786	\$3,995
Central Pacific Financial Corp	\$583	\$5,728

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Bank	Market Cap	Total Assets
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Cathay General Bancorp	\$623	\$11,593
East West	\$612	\$12,454
Umpqua Holdings Corp	\$555	\$8,597
Pacific Capital Bancorp	\$500	\$9,574
PacWest Bankcorp	\$457	\$4,495
TriCo Bancshares	\$315	\$1,976
UCBH Holdings	\$288	\$13,526
Western Alliance	\$283	\$5,243
Central Pacific Financial Corp	\$203	\$5,432

Target Customer

The **best** privately-held and/or family-owned businesses throughout California

- Annual revenues of \$1-200 million
- Top 25% in their respective industry
- Full relationship banking



Citizens Business Bank: Our 10 Year Vision

Citizens Business Bank will become the dominant *financial services company* operating throughout the State of California, servicing the comprehensive financial needs of privately-held businesses (and their owners) with annual sales/revenues of \$1 to 200 million dollars.



Why 'CVBF'?

1. Strong Credit Quality
2. Liability Sensitive Balance Sheet
3. Positive Growth Metrics
4. New Growth Initiatives
5. Local Competition is Diminished





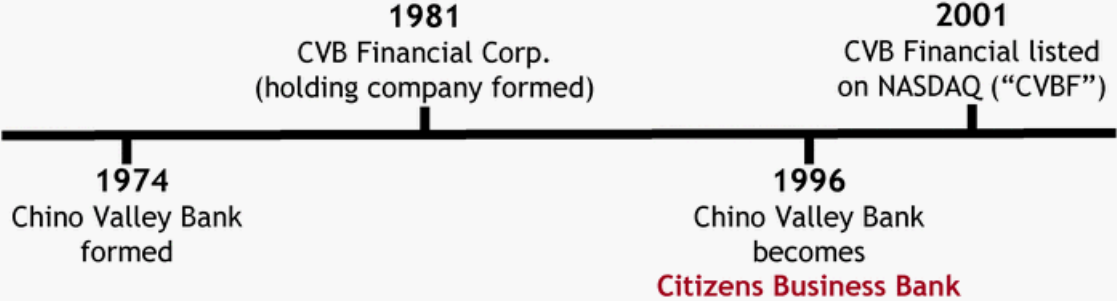
CVB FINANCIAL CORP.

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CVB Financial Corp.

Senior Leadership Team

<u>Name</u>	<u>Position</u>	<u>Banking Experience</u>	<u>CVB Service</u>
Christopher D. Myers	President Chief Executive Officer	24 Years	3 Years
Edward J. Biebrich Jr.	Executive Vice President Chief Financial Officer	27 Years	11 Years
Jim Dowd	Executive Vice President Chief Credit Officer	32 Years	1 Year
Todd E. Hollander	Executive Vice President Sales Division	18 Years	1 Year
Chris A. Walters	Executive Vice President CitizensTrust	22 Years	2 Years
Yamynn De Angelis	Executive Vice President Chief Risk Officer	30 Years	22 Years
Elsa Zavala	Executive Vice President Chief Information Officer	29 Years	16 Years
Larry Zivelonghi	Executive Vice President Dairy & Livestock Industries Group	29 Years	16 Years
Vince L. Gottuso	Senior Vice President Sales Division	23 Years	16 Years
Ted Dondanville	Senior Vice President Commercial Banking Center	27 Years	11 Years



CVB Financial Corp.

Senior Leadership Team

<u>Name</u>	<u>Position</u>	<u>Banking Experience</u>	<u>CVB Service</u>
Tim Noone	Senior Vice President Specialty Banking Group	26 Years	2 Years
Mark Richardson	Senior Vice President Real Estate Banking Group	20 Years	16 Years
David M. Krebs	Senior Vice President Human Resources	15 Years	6 Years
Nancy A. Sinclair	Senior Vice President The Marketing Group	40 Years	12 Years
Mike Helmuth	Senior Vice President Regional Manager – Orange County	27 Years	16 Years
James E. Mead	Senior Vice President Regional Manager – San Gabriel Valley	34 Years	16 Years
Paul Russ	Senior Vice President Regional Manager – Inland Empire	25 Years	11 Years
David Brager	Senior Vice President Regional Manager – Central Valley	23 Years	5 Years
Mike Mulcahy	Senior Vice President Regional Manager – South Bay	31 Years	2 Years
		Average: 26 Years	10 Years



The Vision

“The vision of CVB Financial Corp. is to be recognized as the premier relationship financial institution for businesses and professionals in California with earnings growth of 15.0% a year, a return on equity of 20.0% and a return on assets of 1.35%.”



The Mission

“The Mission of CVB Financial Corp. is to achieve superior performance and rank in the top 10% of all financial institutions in the nation in return on equity and return on assets. This will be achieved by delivering the finest in financial products and services through relationship banking commitments with businesses and professionals in the Inland Empire, Los Angeles County, Orange County and the Central Valley areas of California. It will be supported by an unqualified commitment to our five core values.”



5 Core Values

1. Financial Strength
2. Superior People
3. Customer Focus
4. Cost Effective Operation
5. Having Fun



Bank Ratings & Awards

U.S. Banker Magazine (2008)

- 6th Ranked Bank in the Nation (3-year ROE)

U.S. Banker Magazine (2007)

- Top Business Bank in the Nation
- 15th Ranked Bank in the Nation

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- 27 Consecutive Years – Premier Performing Bank
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CVB FINANCIAL CORP.

December 31, 2008 Financial Performance

CVB Financial Corp.

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Operating Earnings*	88,128	113,646	25,518	28.96%
Net Earnings After Taxes	60,584	63,073	2,489	4.11%
Diluted EPS	.72	.75	.03	4.17%
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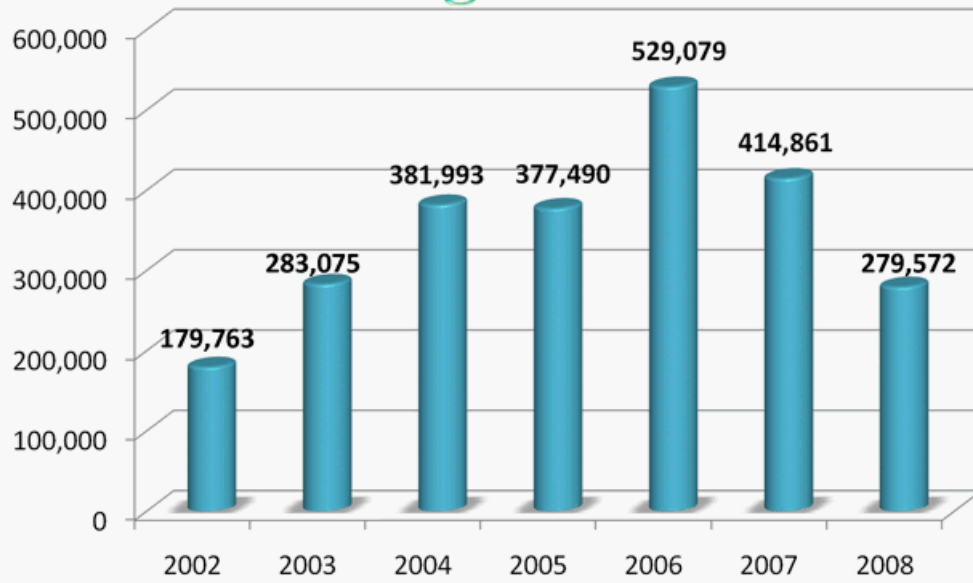


Yields/Spreads

	2005	2006	2007	2008
Yield on Investments	4.64%	5.06%	5.24%	5.23%
Cost of Borrowings	3.39%	4.40%	4.94%	3.97%
Spread	1.25%	.66%	.30%	1.26%
Yield on Loans	6.52%	6.92%	6.88%	6.06%
Cost of Deposits	.94%	1.91%	2.03%	1.09%
Spread	5.58%	5.01%	4.85%	4.97%



Loan Growth – Average Growth



Total Average Loan Growth - \$2.4 Billion



CVB FINANCIAL CORP.

Loan Growth

+

Loan Quality

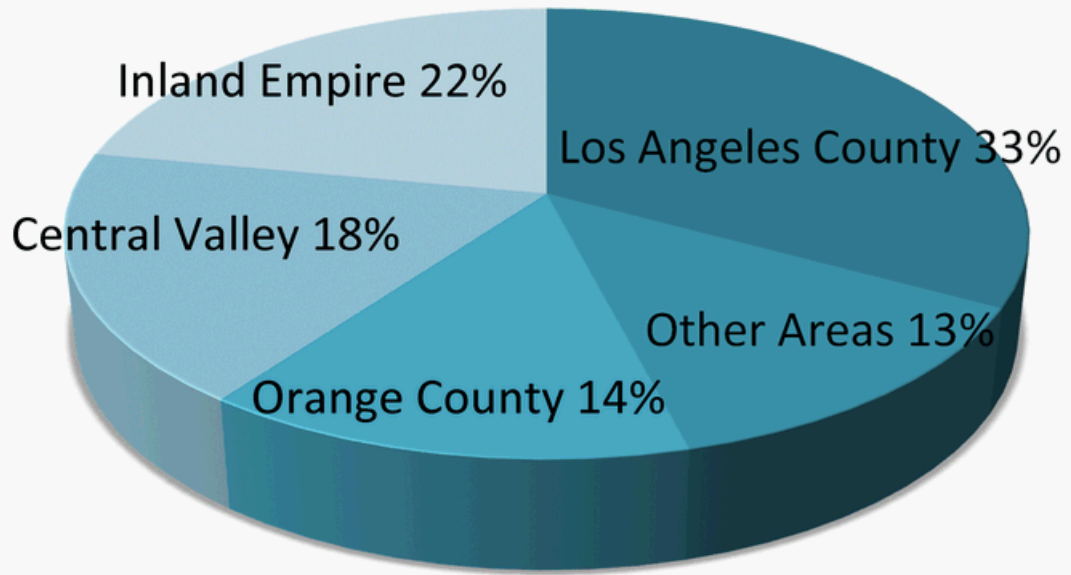
Loan Portfolio: Performance

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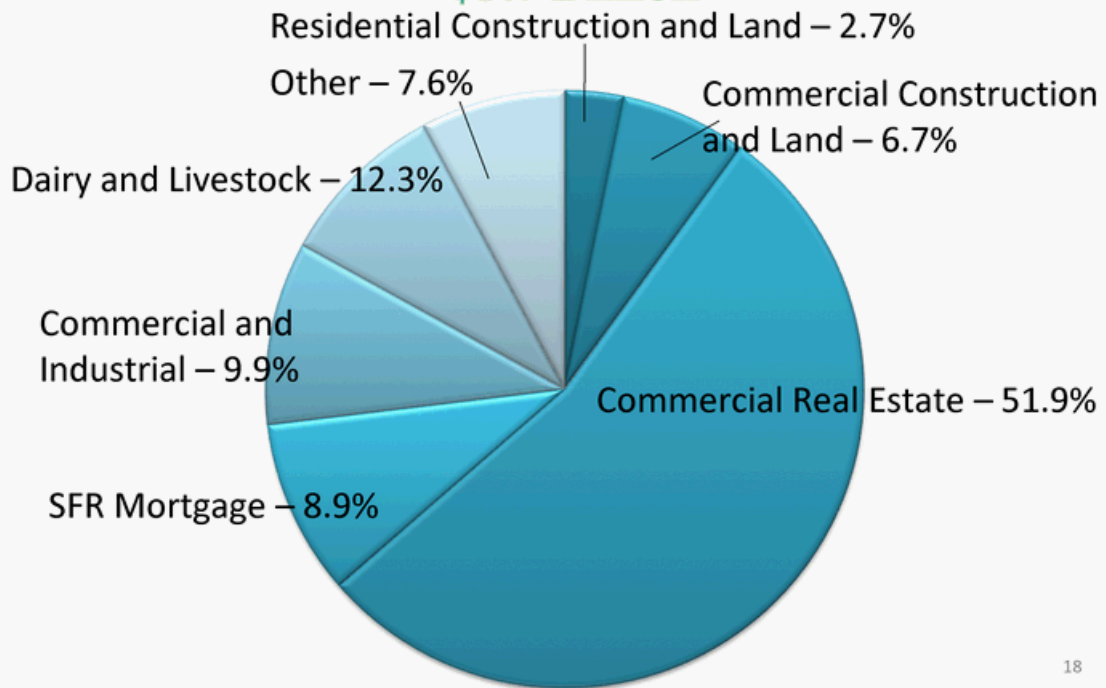
Loan Portfolio

\$3.7 Billion



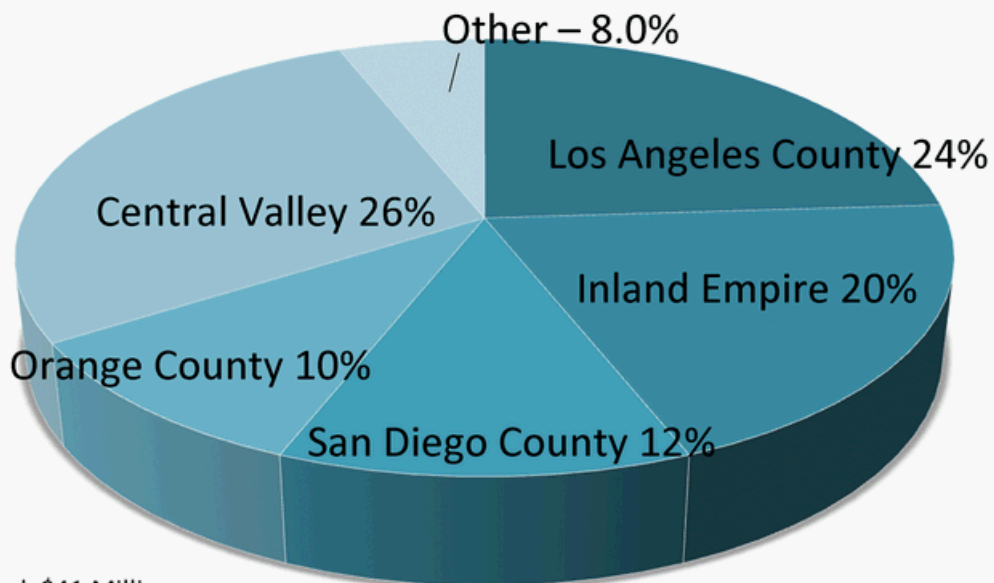
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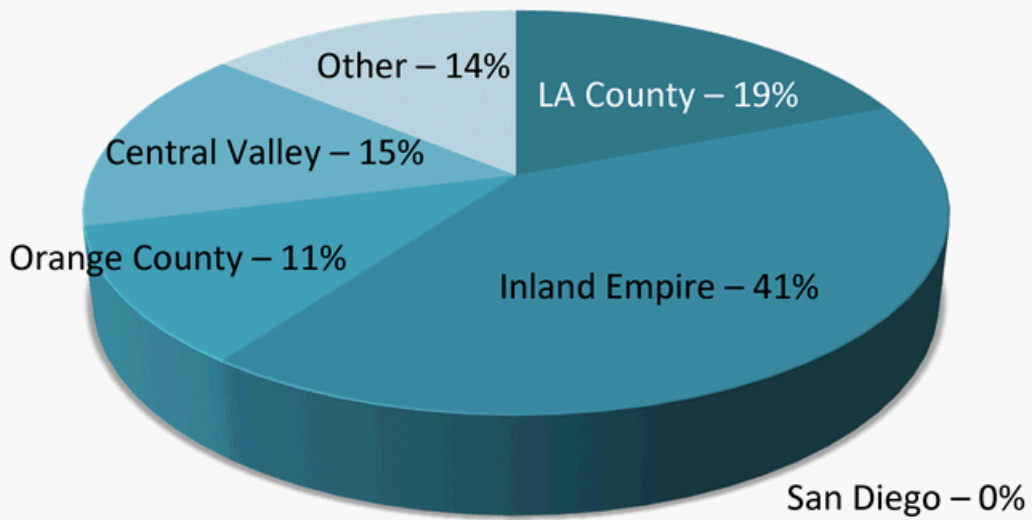
Residential Real Estate Construction & Land Loans

Total: \$101 Million



Land: \$41 Million
Construction: \$60 Million

Commercial Real Estate Construction & Land Loans Total: \$251 Million



Land: \$38 Million
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Capital Ratios



Capital Ratios

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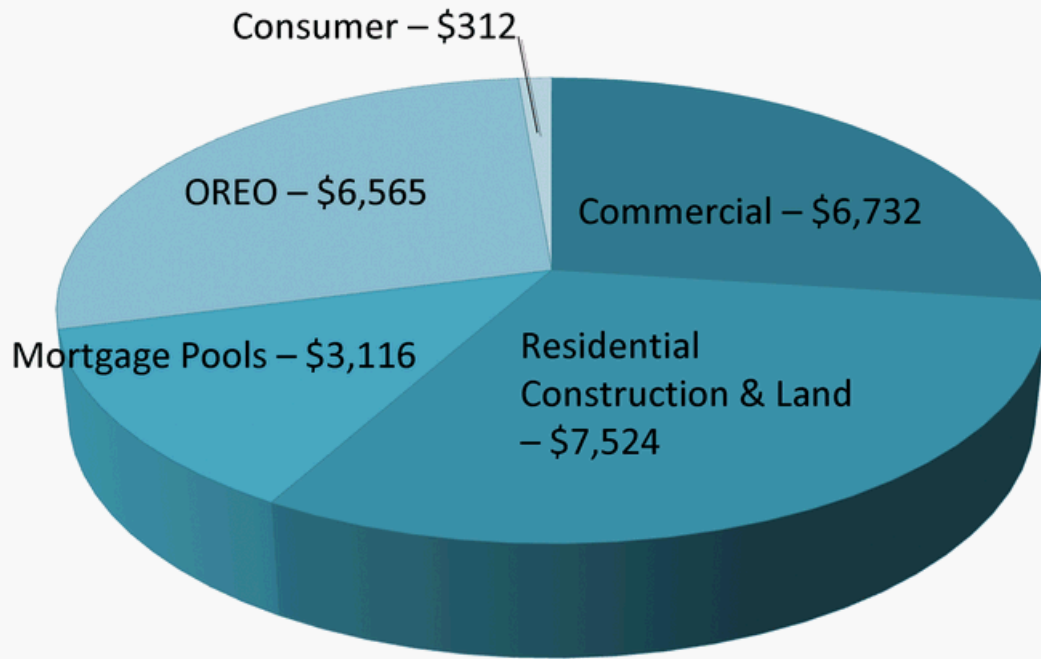
\$3.7 Billion in Loans

- **\$17.7 Million in Non-Performing Loans**
- **\$6.6 Million in Real Estate Owned**



\$24.2 Million in N.P.A./Oreo

(000's)



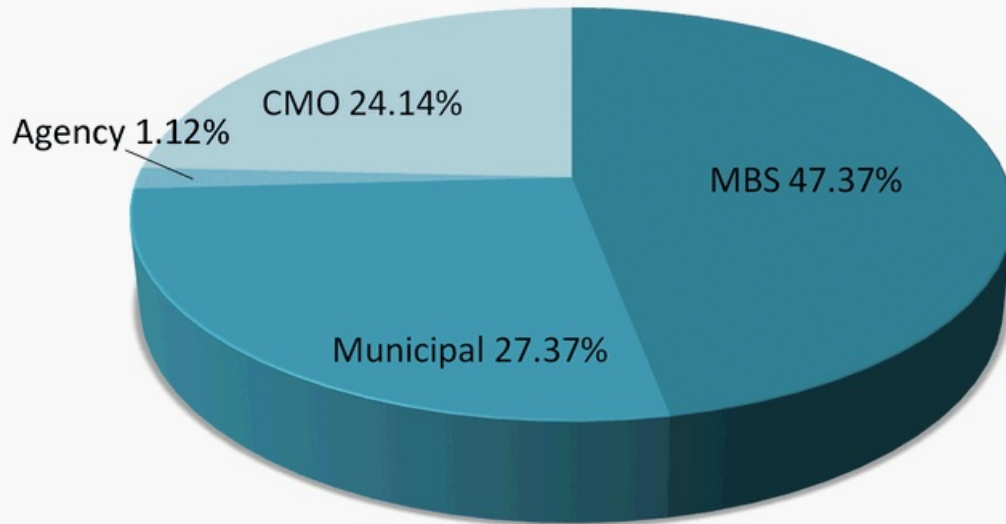


CVB FINANCIAL CORP.

Investment Portfolio

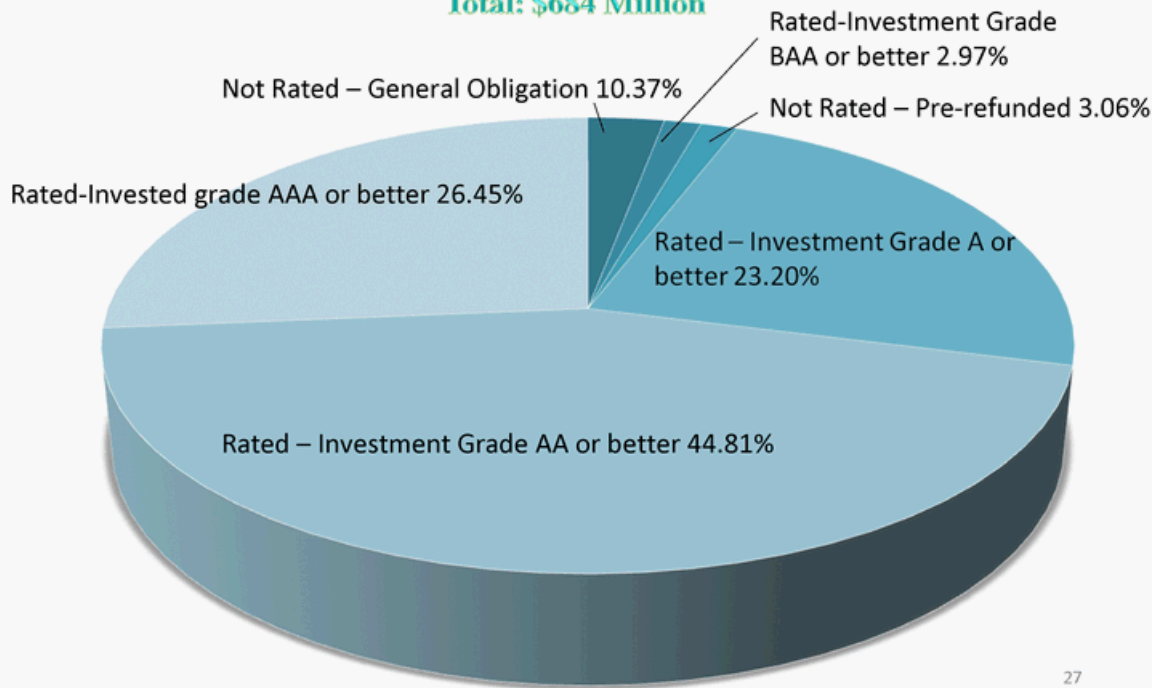
Investment Portfolio

\$2.5 Billion



Municipal Securities

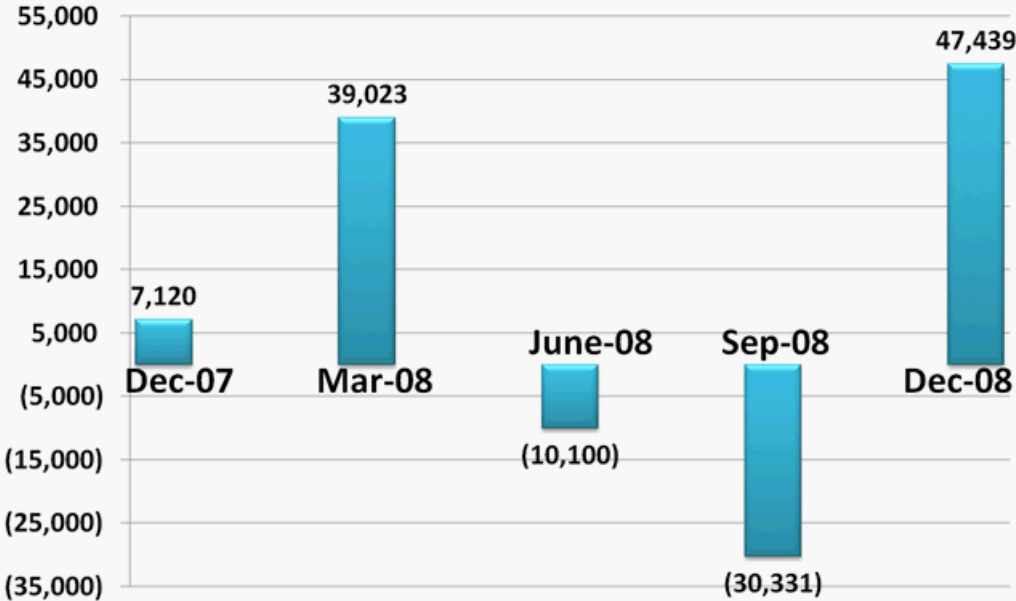
Underlying Rating Breakdown
Total: \$684 Million



Investment Portfolio:

\$2.5 Billion

--Mark to Market--





CVB FINANCIAL CORP.

Shareholder Performance

WKBI Evaluation Feb. 2008

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Peer Banks (\$2-16 Billion in Assets)

	Share Price 1/1/07	Share Price 2/9/09	% Change
Westamerica	50.63	48.28	(4.64%)
CVBF	13.15	9.91	(24.64%)
Bank of Hawaii	53.95	39.80	(26.23%)
City National	71.20	23.11	(50.43%)
SVB Financial Corp.	46.62	35.29	(50.44%)
Pacific Western	52.27	10.91	(62.93%)
Pacific Capital	33.58	18.26	(65.07%)
Umpqua Holdings	29.43	10.47	(68.82%)
East West Bank	35.42	10.41	(70.61%)
UCBH Holdings	17.56	2.38	(86.45%)

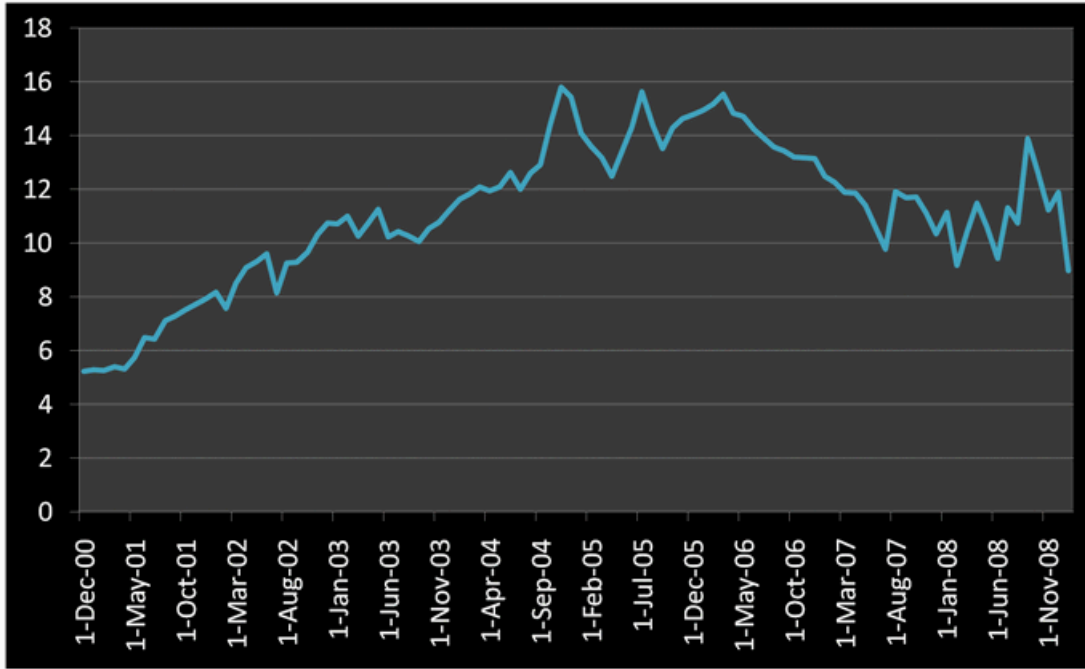


Comparison of Cumulative Total Shareholder Return

	CVB Financial Corp.	NASDAQ Market Index	S & P Index
1/1/2000	100.00	100.00	100.00
2/9/2009	220.77	42.03	67.59
Annual Increase	9.08%	(9.07%)	(4.21%)



CVBF Stock Price





CVB FINANCIAL CORP.

Financial Comparison

Efficiency Ratio

December 31, 2008

Westamerica	39.77%
CVB Financial Corp.	46.82%
East West Bank	49.44%
UCBH Holdings	51.63%
Bank of Hawaii	54.06%
Pacific Western	54.23%
Umpqua Holdings	55.07%
SVB Financial	57.59%
City National	60.42%
Pacific Capital	64.05%

Efficiency Ratio: Non-interest expense before OREO expenses, amortization of intangibles and goodwill impairments as a percent of taxable equivalent net interest income (before provision for loan losses) and non-interest income excluding any non-recurring items

Source: SNL



Non-Performing Assets December 31, 2008

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Pacific Capital	220,347	7,100	227,447	2.38%
UCBH Holdings	406,085	27,688	433,773	3.21%



Non-Interest Bearing Deposits December 31, 2008

	Amount (000's)	% of Total Deposits
SVB Financial	4,420	59%
City National	6,141	49%
CVB Financial Corp.	1,334	38%
Westamerica	1,159	37%
Pacific Western	1,165	34%
Bank of Hawaii	1,755	21%
Umpqua Holdings	1,254	19%
East West Bank	1,293	16%
Pacific Capital	982	15%
UCBH Holdings	785	9%

CVB FINANCIAL CORP

PERFORMANCE AS OF DECEMBER 2008

	CVBF	California Banks	U.S. Banks
Return on Average Equity	13.75%	(0.36%)	4.40%
Return on Average Assets	.99%	(0.04%)	0.44%

Source: Federal Deposit Insurance Corporation

CA Banks & US Banks: 9/30/08



California Banks

Rank	Peer Bank	Asset Size *
1	Union Bank of California	\$69,850
2	Bank of the West	\$66,890
3	City National Bank	\$16,456
4	United Commercial Bank	\$13,021
5	East-West Bank	\$12,424
6	Cathay Bank	\$11,594
7	California Bank & Trust	\$10,145
8	Silicon Valley Bank	\$10,023
9	Pacific Capital Bank	\$9,574
10	CVB Financial	\$6,650
11	California National Bank	\$6,310
12	Pacific Western Bank	\$4,496
13	Westamerica Bank	\$4,033

*Assets in millions.



Target Customer

The best privately-held and/or family-owned businesses throughout California

- Annual revenues of \$1-200 million
- Top 25% in their respective industry
- Full relationship banking



Citizens Business Bank

43 Business Financial Centers

- Acquisition: 30 Branch Locations
- DeNovo: 13 Branch Locations

4 Commercial Banking Centers



30 Branch Locations: Acquisitions

(in thousands)
12/31/08

<u>Bank Name</u>	<u>Date Acquired</u>	<u>Total Assets</u>	<u># of Locations</u>
Lloyds Bank (Branch)	1983	\$111,787	1
El Dorado Bank (Branch)	1986	\$184,610	1
Independent National Bank	1986	\$138,616	1
Huntington Bank	1987	\$244,974	2
Fontana National Bank	1993	\$32,145	1
Mid-City Bank	1993	\$89,144	1
Western Industrial National Bank	1994	\$89,599	1
Pioneer Bank	1994	\$45,203	1
Vineyard Bank (Branch)	1995	\$61,134	1
Citizens Bank of Pasadena	1996	\$341,248	4
Orange National Bank	1999	\$374,167	6
Western Security Bank	2002	\$263,070	1
Kaweah National Bank	2003	\$143,495	4
Granite State Bank	2005	\$90,744	2
First Coastal Bank	2007	\$109,315	3
Total:	\$1,100,587	\$2,319,251	30



13 Branch Locations: DeNovo

(in thousands)

<u>Branch Name</u>	<u>Date Opened</u>	<u>12/31/08 Assets</u>
Chino	1974	\$227,155
Corona	1977	\$131,585
Upland	1980	\$111,884
Ontario	1980	\$99,150
Colton	1984	\$34,446
Ontario Airport	1987	\$222,978
Riverside	1990	\$84,164
Tri City	1990	\$166,757
Glendale	1999	\$107,001
Bakersfield	2001	\$55,108
Fresno	2003	\$150,937
Madera	2005	\$29,239
Stockton	2007	\$14,645

Total: \$1,435,049



Four Commercial Banking Centers: DeNovo

(000's)	Date Opened	As of 2/13/09	
		Loans	Deposits
S.F. Valley	Feb. 2008	\$5,920	\$125,005
Orange County	April 2008	\$8,017	\$3,709
Inland Empire	June 2008	\$10,604	\$27,118
South Bay	August 2008	\$160	\$10,156
Total		\$24,701	\$165,988



Geographic Expansion





2009 DeNovo Expansion





Business Line Expansion

- **Commercial Banking Centers**
- Specialty Banking Group
- CitizensTrust



Commercial Banking centers

- Focus exclusively on businesses with annual revenues of \$10 million or greater.
- Focus on seven-figure deposit and loan relationships (or higher)
- Located on an 'upstairs' floor of a mid-rise office building with other business professionals (CPA Firms, Law Firms, etc.)
- Office building location must be adjacent to concentrations of manufacturers, wholesalers, etc.



Business Line Expansion

- Commercial Banking Centers
- **Specialty Banking Group**
- CitizensTrust



Specialty Banking Group

Government
Services

Title/Escrow
Services

Property
Management
& HOA
Services

Healthcare/
Medical
Services

Professional
Services

Not for
Profit
Services



Specialty Banking Group Totals
(Escrow, Title & Property Management)
12/31/08

	Self-Sourced	Total
DDA	\$28,416,184	\$43,639,429
Other Interest Bearing	\$15,915,217	\$47,026,629
Total	\$44,331,401	\$90,666,058



Business Line Expansion

- Commercial Banking Centers
- Specialty Banking Group
- **CitizensTrust**





CITIZENSTRUST™

- \$2.3 Billion in total assets
- \$782 Million in assets under management





CITIZENSTRUST™

New Fee Income

	2006	2007	2008
Investment Services	\$384,163	\$323,482	\$602,823
Wealth Management	\$461,707	\$570,624	\$808,755



Diversifier Conversion Project/Results

	9/30/08	12/31/08
Diversifier	\$497,267	\$283,446
CDARS	0	\$242,109
Total	\$497,267	\$525,555



Swap Fee Income

Number of Transactions	20
Aggregate Dollar	\$61,791,974
Average Transaction Size	\$3,089,599
Total Fee Income	\$834,695
Average Fee Income	\$41,735

2009 Goal=\$1,200,000 New Fee Income



Critical Few

1. Risk Management
2. Credit Management: Special Asset Management
3. New Product Implementation & Support
4. Same Store Sales
5. Growth & Expansion



Citizens Business Bank: Our 10 Year Vision

Citizens Business Bank will become the dominant *financial services company* operating throughout the State of California, servicing the comprehensive financial needs of privately-held businesses (and their owners) with annual sales/revenues of \$1 to 200 million dollars.



Why 'CVBF'?

1. Strong Credit Quality
2. Liability Sensitive Balance Sheet
3. Positive Growth Metrics
4. New Growth Initiatives
5. Local Competition is Diminished





CVB FINANCIAL CORP.

Questions.....

