Form **8937**(December 2017) Department of the Treasury Internal Revenue Service

Report of Organizational Actions Affecting Basis of Securities

► See separate instructions.

OMB No. 1545-0123

Part I Reporting	Issuer				
1 Issuer's name		2 Issuer's employer identification number (EIN)			
SUNCREST BANK 3 Name of contact for ad	-liki l i - f ki	51-0647623			
3 Name of contact for ad	ditional information	5 Email address of contact			
MYRNA DISANTO		MLDISANTO@CBBANK.COM			
6 Number and street (or I	P.O. box if mail is not	7 City, town, or post office, state, and ZIP code of contact			
701 N. HAVEN AVENUE				ONTARIO, CA 91764	
8 Date of action		9 Class	sification and description		
04 / 07 / 0000		055.47			
01 / 07 / 2022 10 CUSIP number	11 Serial number		TACHMENT 12 Ticker symbol	13 Account number(s)	
10 COOM Marrison	TI Genariumber	(3)	12 Honor Symbol	Account number(s)	
86723G109			SBKK		
	onal Action Atta	ch additiona		See back of form for additional questions.	
		applicable, the	e date of the action or the o	date against which shareholders' ownership is measured for	
the action ► SEE A	TTACHMENT				
15 Describe the guestite	tive offect of the era	anizational act	ion on the basis of the acc	purity in the hands of a LLC taypayar as an adjustment per	
Describe the quantita share or as a percent				curity in the hands of a U.S. taxpayer as an adjustment per	
onare or as a percent	ago or old baolo P	DEE ATTACH	VICIVI		
		basis and the	data that supports the calc	culation, such as the market values of securities and the	
valuation dates ► SE	E ATTACHMENT				

Pa	rt II		Organizational Action (continued)				
17			applicable Internal Revenue Code section(s) and subsection(s) upon which the tax to	treatment is	s based ▶	SEE AT	ΓACHMENT
	_						
18	Can	n any	resulting loss be recognized? ► <u>SEE ATTACHMENT</u>				
19	Pro	vide :	any other information necessary to implement the adjustment, such as the reportal	ole tax vear	▶ SFF	ATTACHMEN	IT
			any care management as an open as	oro tare you.	<u>OLL</u>	TT TO THIN ET	
	ı	Under	penalties of perjury, I declare that I have examined this return, including accompanying sche	edules and st	atements.	and to the bes	st of my knowledge and
	t	belief,	it is true, correct, and complete. Declaration of preparer (other than officer) is based on all info	rmation of wh	hich prepa	irer has any kno	owledge.
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Her	re	Signat	ure VIX / WOW C	Date ► _	2/18/2	22	
			E. Allam Nichalassa	F	VP and 6	Chief Financia	al Officer
		Print y	our name E. Allen Nicholson Print/Type preparer's name Preparer's signature //	Title ► L	, i uiiu (PTIN
Pai			Wishertoftee		/18/22	Check if self-employed	
	par		KRISTINE HOEFLIN Firm's name ► MOSS ADAMS LLP			Firm's EIN ▶	P00786821 91-0189318
US	e Or	ıııy	Firm's address ► 2040 MAIN STREET, STE 900 IRVINE, CA 92614			Phone no.	(949) 221 - 4000

Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054

Suncrest Bank Attachment to Form 8937 Report of Organizational Actions Affecting Basis of Securities

Form 8937 Part I, Box 9:

The securities subject to reporting include all shares of CVB Financial Corp. ("CVB") common stock issued in exchange for the outstanding common stock of Suncrest Bank ("Suncrest") as a result of the merger of Suncrest with and into CVB on January 7, 2022.

Form 8937 Part II, Box 14:

On January 7, 2022, Suncrest completed a merger with CVB. Pursuant to the terms and conditions of the Agreement and Plan of Merger, dated as of July 27, 2021, Suncrest merged with and into Citizens Business Bank, a wholly-owned subsidiary of CVB. As a result of the merger, CVB is the surviving corporation with Citizens Business Bank continuing as the surviving banking corporation while Suncrest ceased to exist as a corporation.

As noted in the Agreement and Plan of Merger, dated July 27, 2021, Suncrest shareholders received .6970 shares of CVB common stock and \$2.69 in cash for each share of Suncrest stock. No fractional shares of CVB common stock were issued in the merger, rather CVB paid cash in lieu of fractional shares.

Form 8937 Part II, Box 15 & 16:

The Merger was structured to qualify as a reorganization within the meaning of Section 368(a) of the Internal Revenue Code, as amended. The tax basis of the shares of CVB common stock received by a Suncrest shareholder will be the same as the basis of the shares of Suncrest common stock surrendered in exchange for the shares of CVB common stock, plus any gain recognized by such shareholder in the Merger, and minus any cash received by the shareholder in the Merger. Pursuant to the applicable tax provisions, gain is recognized as a result of the Merger to the extent that the fair market value of stock and cash received exceeds the basis in the shares, but gain shall not be recognized in excess of the amount of cash received. Loss is not recognized. The fair market value of CVB common stock, based on the stock price at the time of merger, as listed on the NASDAQ, is \$22.87

A Suncrest shareholder who received cash in lieu of a fractional share interest in CVB common stock will be treated as having received such cash in full payment for such fractional share of stock. Since the shareholder did not receive CVB common stock in exchange for the fractional share interest, there will be no new basis to compute.

Form 8937 Part II, Box 17:

CVB's acquisition of Suncrest, pursuant to the merger completed on January 7, 2022, was structured to qualify as a reorganization within the meaning of Section 368(a) of the Internal Revenue Code. In general, the income tax consequences to the shareholders are determined under Internal Revenue Code sections 302, 354, 356, 358, 368, and 1221.

Form 8937 Part II, Box 18:

In general, each Suncrest shareholder who received CVB common stock and cash for all of his Suncrest stock cannot recognize any loss. A Suncrest shareholder who received cash in lieu of a fractional share of Suncrest common stock may recognize loss if the amount of cash received is less than the basis in the fractional share, as applicable.

Form 8937 Part II, Box 19:

In general, any adjustment to the tax basis that causes gain or loss recognized by the Suncrest shareholder as a result of the completion of the Merger should be reported for the taxable year which includes January 7, 2022. A calendar year shareholder would report the transaction on a 2022 federal income tax return. The holding period of CVB common stock received in exchange for shares of Suncrest common stock will include the holding period of the Suncrest common stock for which it is exchanged. A holder of Suncrest common stock who received cash in lieu of a fractional share of CVB common stock will generally be treated as having received the fractional share pursuant to the merger and then as having sold the fractional share of CVB common stock for cash. As a result, a holder of Suncrest common stock will generally recognize gain or loss equal to the difference between the amount of cash received and the basis in his or her factional share interest. The gain or loss will generally be capital gain or loss, and will be long-term capital gain or loss if, as of the effective date of the merger, the holding period for such shares is greater than one year. Capital losses deductibility may be subject to limitations

No ruling from the Internal Revenue Service (the "IRS") has been requested, or will be obtained, regarding the U.S. federal income tax consequences of the Merger described in this report. This report is not binding on the IRS and the IRS and the U.S. courts could disagree with one or more of the positions described above.

The above information does not constitute tax advice. It does not address the tax consequences that may apply to any particular shareholder, and each shareholder is urged to consult his or her own tax advisor regarding the tax consequences of the merger.