

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <b>WILEY D LINN</b>  (Last) (First) (Middle) <b>701 NORTH HAVEN AVENUE</b> <b>SUITE 350</b>  (Street) <b>ONTARIO CA 91764</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>CVB FINANCIAL CORP [ CVBF ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <b>President and CEO / Citizens Bus Bank/Subsidiary</b>
	3. Date of Earliest Transaction (Month/Day/Year) <b>07/19/2006</b>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			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)
			Code	V	Amount	(A) or (D)	Price			

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Employee Stock Option (right to buy)	\$20.88 <sup>(2)</sup>	07/19/2006	07/19/2006	D <sup>(1)</sup>			50,000	03/17/2004 <sup>(1)</sup>	03/17/2014 <sup>(1)</sup>	Common Stock	50,000	\$20.88 <sup>(2)</sup>	0	D	
Employee Stock Option (right to buy)	\$20.88 <sup>(2)</sup>	07/19/2006	07/19/2006	A <sup>(1)</sup>		50,000		03/17/2004 <sup>(1)</sup>	03/17/2014 <sup>(1)</sup>	Common Stock	50,000	\$20.88 <sup>(2)</sup>	50,000	D	

**Explanation of Responses:**

- The two reported transactions involved an amendment of an outstanding option to accelerate vesting upon Mr. Wiley's retirement as President and Chief Executive Officer of CVB Financial Corp. and extension of the term of exercisability of the option from its former expiration date of 90 days following retirement to the date which is the natural expiration date of the option. The option originally granted on March 17, 2004 provided for vesting in five equal annual installments commencing on March 17, 2005 and expiration 90 days after retirement.
- Original exercise price of \$20.88 does not reflect adjustments for stock splits and stock dividends declared after the original date of grant.

D Linn Wiley

07/21/2006

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.