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): April 24, 2024

CVB FINANCIAL CORP.

	(Exact name of	f registrant as specified in its cl	narter)			
California (State or other jurisdiction of incorporation or organization)		000-10140 (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			
	(Former name or	Not Applicable r former address, if changed since last	report)			
	the appropriate box below if the Form 8-K filing is intending provisions (See General Instruction A.2. below):	led to simultaneously satisfy the	filing obligation of the registrant under any of the			
_ v	Written communications pursuant to Rule 425 under the Se	ecurities Act (17 CFR 230.425)				
	Soliciting material pursuant to Rule 14a-12 under the Exch	nange Act (17 CFR 240.14a-12)				
	Pre-commencement communications pursuant to Rule 14d	1-2(b) under the Exchange Act (1	7 CFR 240.14d-2(b))			
	□ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))					
Securi	ties registered pursuant to Section 12(b) of the Act:					
	Title of each class	Trading Symbol(s)	Name of each exchange on which registered			
	Common Stock, No Par Value	CVBF	The Nasdaq Stock Market, LLC			
	te by check mark whether the registrant is an emerging group or Rule 12b-2 of the Securities Exchange Act of 1934 (
	merging growth company, indicate by check mark if the re	C	1 1,50			

Item 7.01 Regulation FD Disclosure.

The President and Chief Executive Officer and Chief Financial Officer of CVB Financial Corp. (the "Company") will make presentations to institutional investors at various meetings throughout the second quarter of 2024. The April 2024 slide presentation, updated to reflect first quarter 2024 financial information, is included as Exhibit 99.1 of this report. The information in this report (including Exhibits 99.1) shall not be deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liability of that section, and shall not be incorporated by reference into any registration statement or other documents filed under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by the specific reference in such filing. A copy of the slide presentation will be also available on the Company's website at www.cbbank.com under the "Investors" tab.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Desci	ription_

99.1 Copy of the CVB Financial Corp. April 2024 slide presentation.

104 Cover Page Interactive Data File (embedded within the Inline XBRL document)

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: April 25, 2024 By: /s/ E. Allen Nicholson

E. Allen Nicholson

Executive Vice President and Chief Financial Officer



April 2024

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Forward Looking Statements



This presentation contains forward-looking statements that are intended to be covered by the safe harbor for such statements provided by the Private Securities Litigation Reform Act of 1995. These statements are based on the current beliefs and expectations of the management of CVB Financial Corp. and Citizens Business Bank (collectively, the "Company") and are subject to significant risks and uncertainties that could cause actual results or performance to differ materially from those projected. You should not place undue reliance on these statements. Factors that could cause the Company's actual results to differ materially from those described in the forward-looking statements include, among others, changes in the U.S. economy or local, regional and global business, economic and political conditions; changes in laws or the regulatory environment, including trade, monetary and fiscal policies and laws; inflation or deflation, interest rate, market and monetary fluctuations; possible changes in our levels of capital or liquidity or our access to government or private lending facilities; possible credit related impairments, goodwill impairments or declines in the fair value of our loans and securities; the effect of acquisitions we have made or may make; changes in the competitive environment, including technological changes; changes in the commercial and residential real estate markets; changes in customer preferences, borrowing and savings habits; geopolitical conditions, threats of terrorism or military action, catastrophic events or natural disasters such as earthquakes, droughts, pandemics, climate change and extreme weather; fraud and cybersecurity threats; and ongoing or unanticipated legal or regulatory proceedings or outcomes. These factors also include those contained in the Company's filings with the Securities and Exchange Commission, including the "Risk Factors" section of the Company's Annual Report on Form 10-K for the year ended December 31, 2023. When considering these forward-looking statements, you should keep in mind these risks and uncertainties, as well as any cautionary statements that the Company or its management may make from time to time. These forward-looking statements speak solely as of the date they are made and are based only on information then actually known to the Company's executives who are making the associated statements. The Company does not undertake to update any forward-looking statements except as required by law.

Non-GAAP Financial Measures—Certain financial information provided in this presentation has not been prepared in accordance with U.S. generally accepted accounting principles ("GAAP") and is presented on a non-GAAP basis. Investors and analysts should refer to the reconciliations included in this presentation and should consider the Company's non-GAAP measures in addition to, not as a substitute for or as superior to, measures prepared in accordance with GAAP. These measures may or may not be comparable to similarly titled measures used by other companies.

CVB Financial Corp. (CVBF)



Total Assets: \$16.5 Billion

Gross Loans: \$ 8.8 Billion

Total Deposits (Including Repos): \$12.2 Billion

• Total Equity: \$ 2.1 Billion

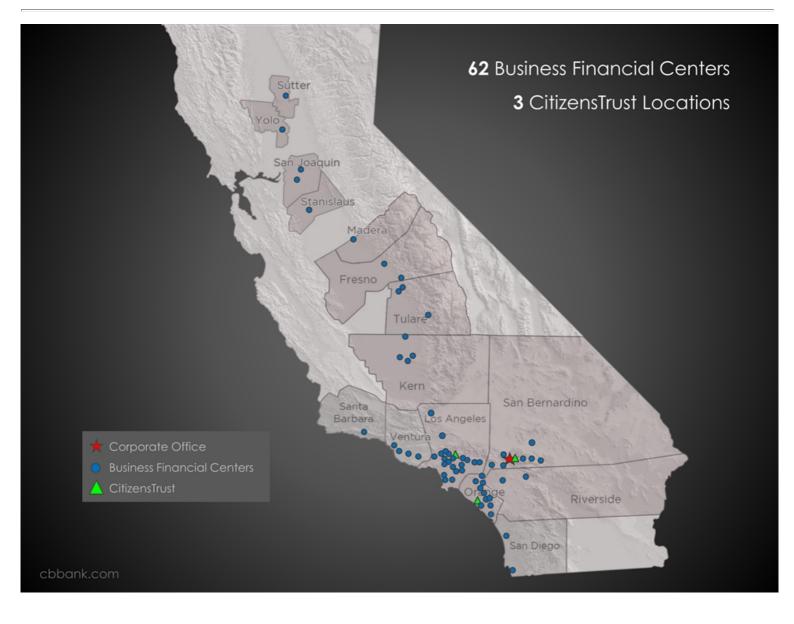
➤ Largest financial institution headquartered in the Inland Empire region of Southern California. Founded in 1974.

Bank Accomplishments & Ratings



- 188 Consecutive Quarters of Profitability
- 138 Consecutive Quarters of Cash Dividends
- Forbes, Best Banks in America (2016 2024)
- Ranked #1 Forbes, Best Banks in America (2016, 2020, 2021, 2023)
- Ranked in S&P Global Market Intelligence's Top 50 2024 Public Banks
- BauerFinancial Report
 - Five Star Superior Rating
 - 56 Consecutive Quarters
- Fitch Rating
 - BBB+ (April 2024)
- One of the 10 largest bank holding companies in CA

As of 4/19/2024 CVB Financial Corp. is the holding company for Citizens Business Bank SNL Financial ranking of largest bank holding companies in CA, as of 12/31/2023



Our Vision



Citizens Business Bank will strive to become the <u>premier</u> financial services company operating throughout the state of California, servicing the comprehensive financial needs of successful small to medium sized businesses and their owners.

Target Customer



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

- Annual revenues of \$1-300 million
- Top 25% in their respective industry
- Full relationship banking
- Build long-term relationships

Three Areas of Growth



DeNovo

San Diego (2014)

Oxnard (2015)

Santa Barbara (2015)

San Diego (2017)

Stockton (2018)

Modesto (2020)



Acquisitions

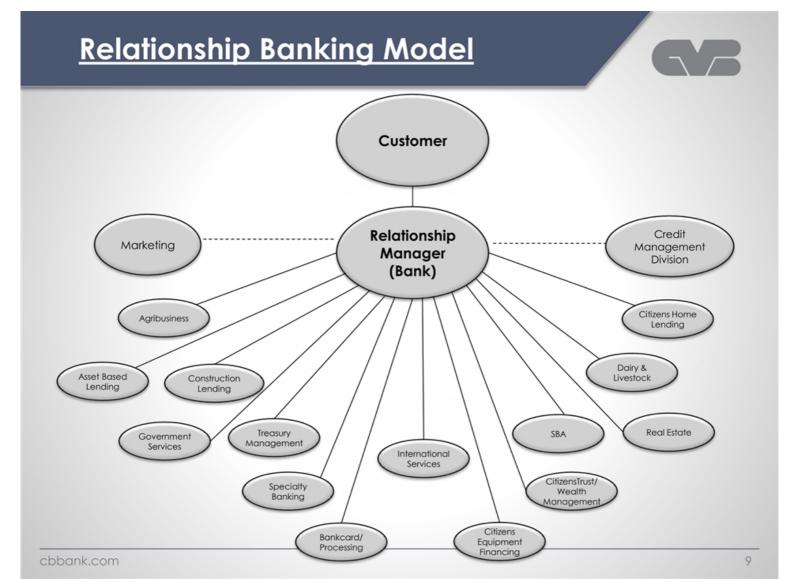
American Security Bank (2014)

County Commerce Bank (2016)

Valley Business Bank (2017)

Community Bank (2018)

Suncrest Bank (2022)



Acquisition Strategy



Banks:

- > Target size: \$1 billion to \$10 billion in assets
- > Financial & Strategic
- In-market and/or adjacent geographic market (California)

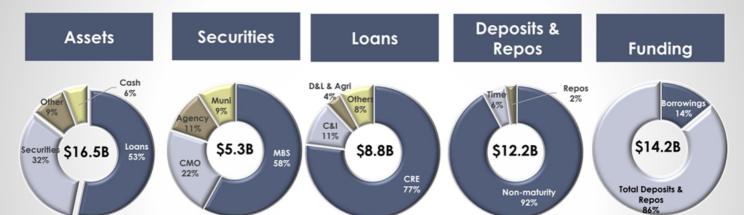
Banking Teams:

- > In-market
- New markets

CVBF Balance Sheet Profile



March 31, 2024



Capital Ratios as of March 31, 2024						
TCE	TCE Tier 1 Leverage		Tier 1 RBC	Total RBC		
8.5%	10.5%	14.9%	14.9%	15.8%		

Q1 2024 Financial Highlights



Profitability

- ROATCE = 15.13%
- ROAA = 1.21%
- Efficiency Ratio = 47.22%

Income Statement

- Q1'24 Net Income = \$48.6 million / EPS = \$0.35
- FDIC special assessment (add'l in Q1'24) = \$2.3 million or (\$.01) EPS
- Cost of funds increased sequentially from 1.09% to 1.31%
- NIM decreased sequentially from 3.26% to 3.10%

Balance Sheet

- Total guarter end deposits increased sequentially by \$461 million
- Loans at quarter end declined by \$134 million from the end of 2023
- Total average deposits decreased sequentially by \$517 million
- Noninterest deposits > 60% of Total Deposits on average in Q1'24

Asset Quality

- Q1 Net charge-offs = \$4.0 million
- NPA/TA = 0.09% (NPA = \$14 million)
- Classified loans = \$103 million or 1.18% of total loans
- ACL = \$83 million or 0.94% of gross loans

Capital

- CET1 Ratio = 14.9%
- Total Risk-Based Ratio = 15.8%
- Tangible Common Equity Ratio = 8.3%

Selected Ratios



		2021	2022	2023	Q1'23	Q4'23	Q1'24
	ROATCE	15.93%	18.85%	18.48%	20.59%	16.21%	15.13%
	NIM	2.97%	3.30%	3.31%	3.45%	3.26%	3.10%
Performance	Cost of Deposits	0.04%	0.05%	0.41%	0.17%	0.62%	0.74%
renomianee	Cost of Funds	0.05%	0.06%	0.83%	0.49%	1.09%	1.31%
	Efficiency Ratio*	41.09%	38.98%	42.00%	39.50%	40.98%	45.41%
	NIE % Avg. Assets*	1.24%	1.28%	1.41%	1.36%	1.39%	1.43%
Credit	NPA % Total Assets	0.04%	0.03%	0.13%	0.04%	0.13%	0.09%
Quality	Net Charge-Offs (Recoveries) to Avg. Loans	0.04%	(0.01%)	0.00%	0.00%	0.00%	0.05%
	CET1 Ratio	14.9%	13.5%	14.6%	13.8%	14.6%	14.9%
Capital	Total Risk-Based Capital Ratio	15.6%	14.4%	15.5%	14.6%	15.5%	15.8%

Excludes FDIC special assessment of \$2.3mm and \$9.2mm for Q1'24 and Q4'23, respectively.

Selected Highlights



	(\$ in Thousands)		Q4'23	Q1'24
	Net Interest Income	\$ 125,728	\$ 119,356	\$ 112,461
	Noninterest Income	13,202	19,163	14,113
	Noninterest Expense, excluding Regulatory Assessments	52,809	54,637	55,326
	Regulatory Assessments	2,072	11,293	4,445
Income	Total Noninterest Expense	54,881	65,930	59,771
Statement	PTPP	84,049	72,589	66,803
	Provision for (Recapture of) Credit Losses	1,500	(2,000)	-
	Earnings before Income Taxes	82,549	74,589	66,803
	Net Income	\$ 59,270	\$ 48,508	\$ 48,599
	Basic earnings per common share	\$0.42	\$0.35	\$0.35
	Diluted earnings per common share	\$0.42	\$0.35	\$0.35

Selected Highlights

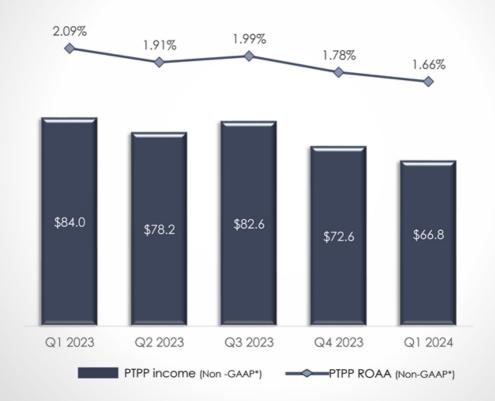


	(\$ in Thousands)	Q1'23	Q4'23	Q1'24
	Average Cash & Cash Equivalents	\$ 212,079	\$ 593,110	\$ 595,470
	Average Loans	8,963,323	8,856,654	8,824,579
	Average Total Securities	5,762,728	5,328,208	5,357,708
Average Balance	Average Noninterest-bearing Deposits	8,092,704	7,450,856	7,182,718
Sheet	Average Total Deposits & Customer Repurchase Agreements	13,264,705	12,455,330	11,946,125
	Average Borrowings	971,701	1,585,272	1,991,978
	Loan-to-deposit	70.50%	72.87%	75.83%
	Noninterest-bearing deposits/Total Deposits	63.65%	61.30%	61.72%

Pretax-Pre Provision Income



(\$ in Millions)

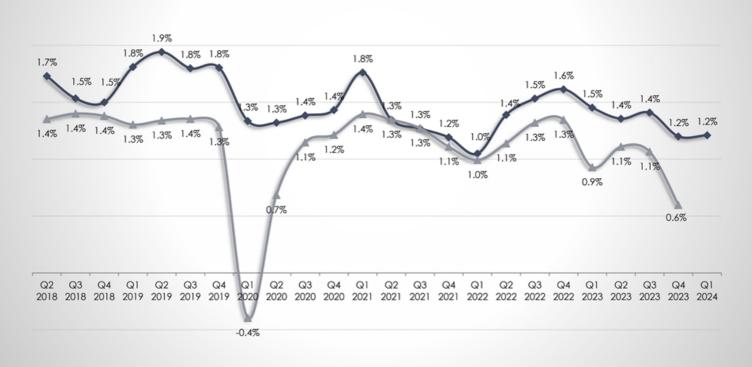


We use certain non-GAAP financial measures to provide supplemental information regarding our performance. Excluding \$9.2 million FDIC special assessment, Q4'23 PTPP income of \$81.8mm and PTPP ROAA of 2.01%.

Return on Average Assets



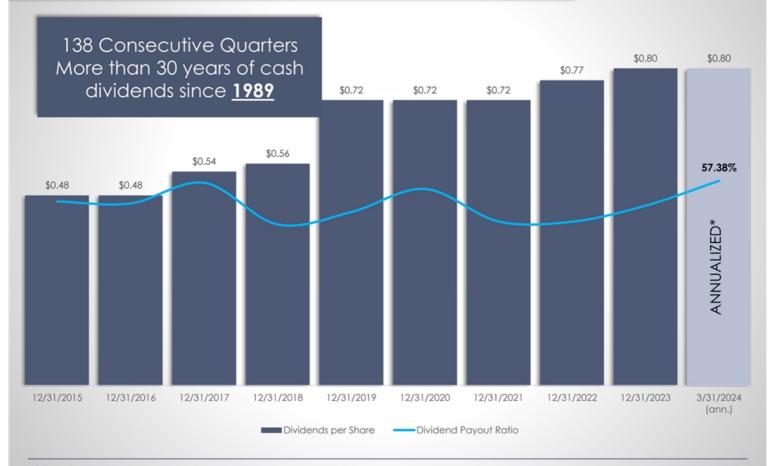
→CVBF **→**KRX



cbbank.com * Source: S&P Capital IQ. Unweighted Average NASDAQ Regional Banking Index KRX

Dividends – 138 Consecutive Quarters



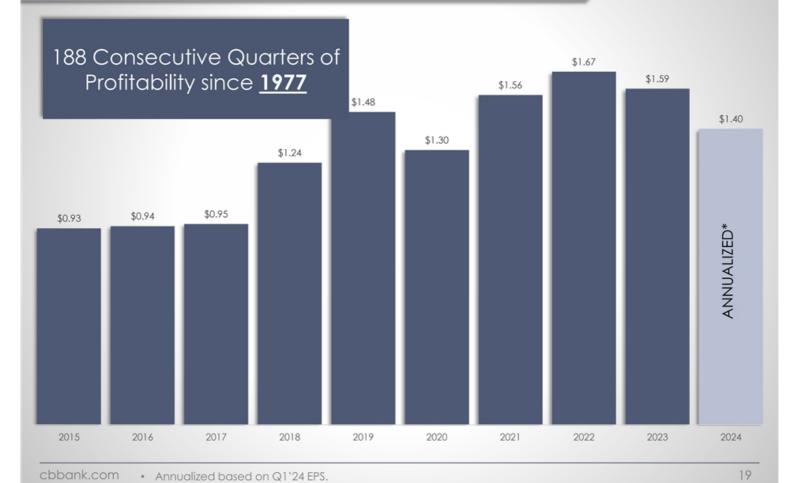


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• Dividend payout ratio calculated on per share basis. Annualized based on YTD dividends/YTD net earnings 18

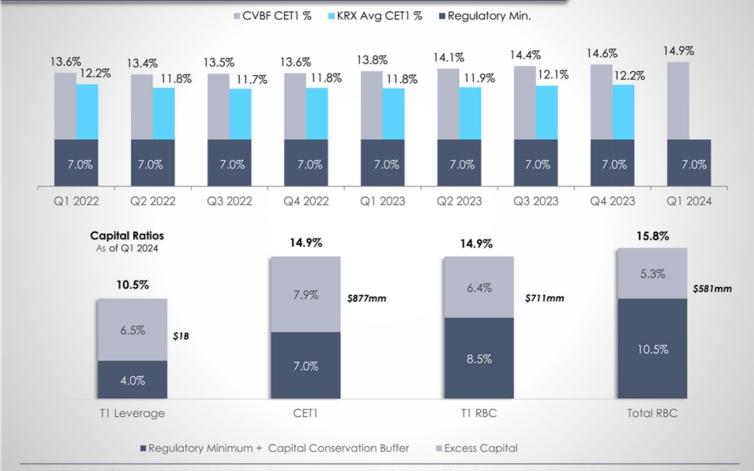
Earnings Per Share





Strong Capital Ratios

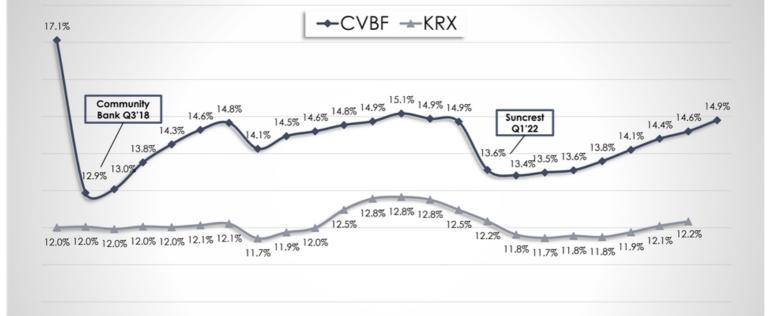




cbbank.com * Source: S&P Capital IQ. Unweighted Average NASDAQ Regional Banking Index KRX (50 Banks)

CET1 Ratio Trend (%)



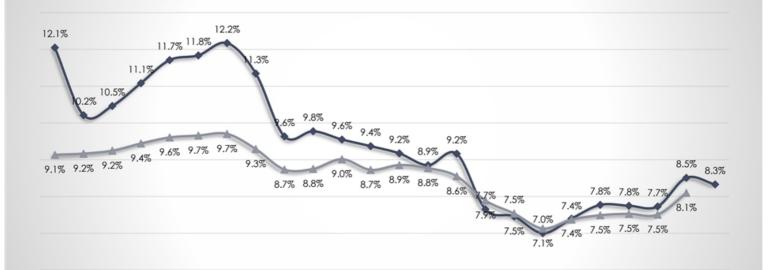


cbbank.com * Source: S&P Capital IQ. Unweighted Average NASDAQ Regional Banking Index KRX

TCE Ratio Trend (%)



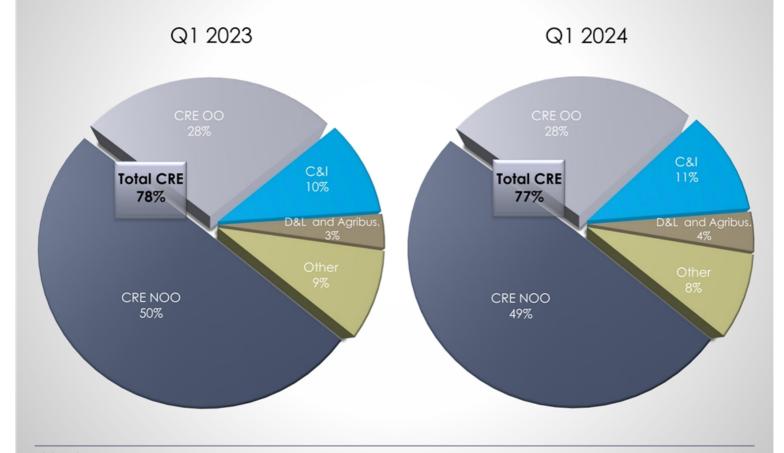
→CVBF **→**KRX



cbbank.com * Source: S&P Capital IQ. Unweighted Average NASDAQ Regional Banking Index KRX

Loan Composition

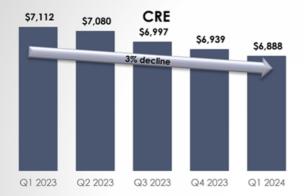


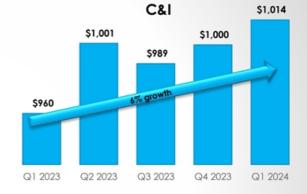


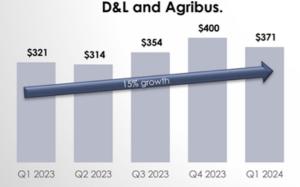
Loan Trends – Quarterly Averages

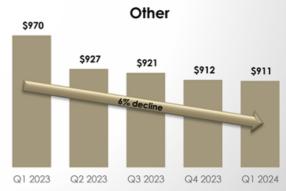


(\$ in Millions)



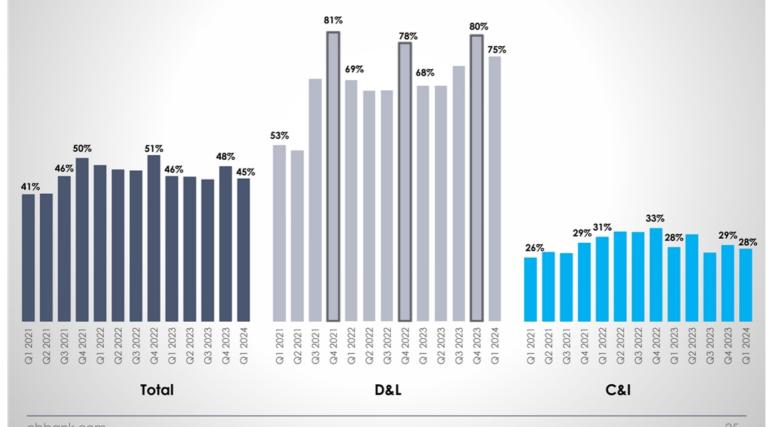






Line Utilization Trends

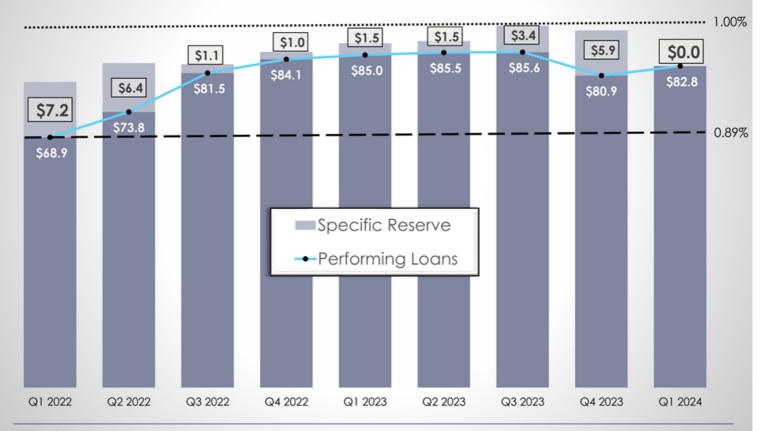




ACL Nine Quarter Trend

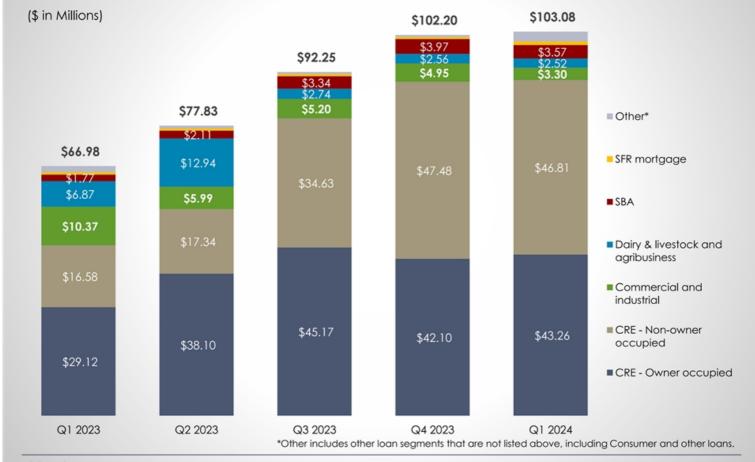


(\$ in Millions)



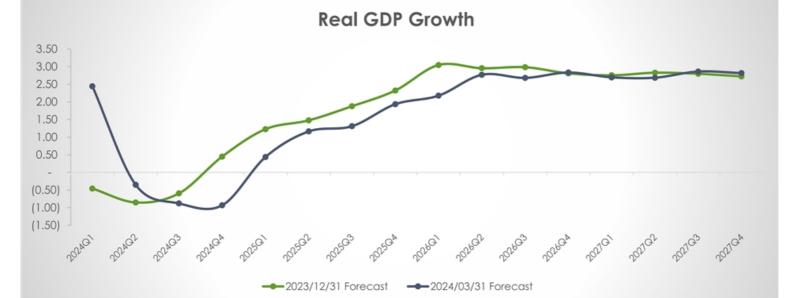
Classified Loan Trend





Economic Forecast – GDP

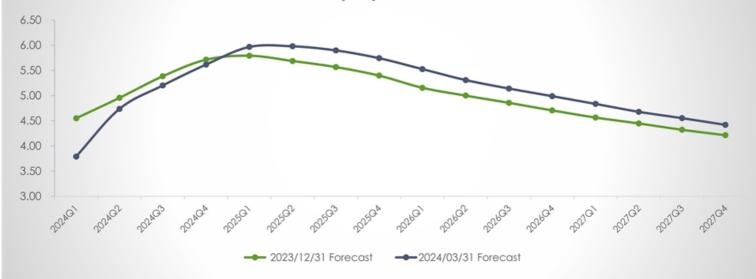




Economic Forecast – Unemployment







Economic Forecast – CRE Price



CRE Price Index Growth



Net Charge-Offs / Average Loans (%)



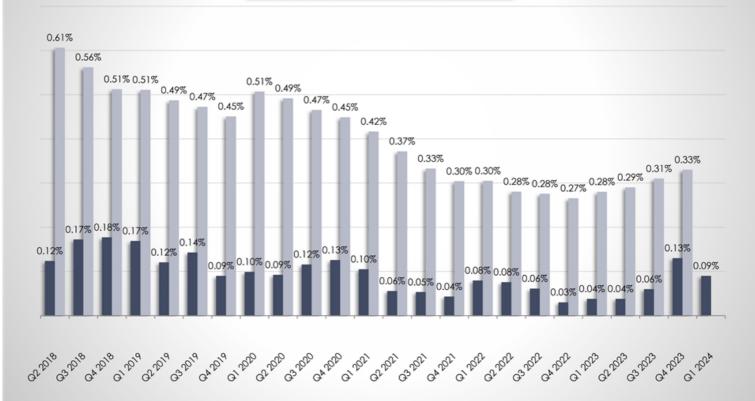


cbbank.com * Source: S&P Capital IQ. Unweighted Average NASDAQ Regional Banking Index KRX

NPA / Average Assets (%)







cbbank.com * Source: S&P Capital IQ. Unweighted Average NASDAQ Regional Banking Index KRX

Classified Loans / Total Loans (%)





cbbank.com * Source: S&P Capital IQ. Unweighted Average NASDAQ Regional Banking Index KRX

Commercial Real Estate Loans

Office

16%

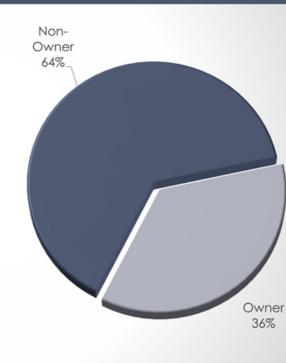
34%



Collateral Type

Other RE Rental Medical and Leasing Farmland. 5% 3% Industrial

Owner/Non-Owner Occupied



Retail

14%

7%

Other

9%

Multi-Family 12%

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CRE by Collateral



						Origination Year									
Collateral Type	Balance (\$ in Millions)	% of Owner Occupied	LTV at Origination	Avg. Size (\$ in Millions)	Classified (\$ in Millions)	2024	2023	2022	2021	2020	2019	2018 or earlier			
Industrial	\$ 2,258	49%	50%	\$ 1.62	\$ 15.29	1%	9%	20%	19%	11%	7%	33%			
Office	1,100	25%	55%	1.70	-	0%	4%	23%	15%	17%	9%	32%			
Retail	929	11%	48%	1.69	21.78	0%	5%	23%	19%	13%	7%	33%			
Multi- Family	835	0%	49%	1.59	14.37	1%	9%	21%	19%	18%	11%	21%			
Other	582	54%	47%	1.51	11.33	2%	7%	13%	19%	11%	12%	36%			
Farmland	498	99%	45%	1.50	27.25	1%	6%	21%	14%	21%	10%	27%			
Medical	307	33%	58%	1.48	0.04	3%	3%	11%	16%	14%	6%	47%			
Other RE Rental & Leasing	212	9%	49%	2.02	-	1%	14%	21%	14%	7%	5%	38%			
Total	\$ 6,721	36%	50%	\$ 1.62	\$ 90.06	1%	7%	20%	18%	14%	8%	32%			

CRE Office by Loan Amount



Loan Amount	Baland (\$ in Milli		% of Owner Occupied	Avg. Ba (\$ in Mil		Classifi (\$ in Milli		Balaı Maturing mon (\$ in Mi	Next 24 ths	Rate Resets Next 24 Months (\$ in Millions)		
Greater than \$20M	\$	23	0%	\$	23	\$	0	\$	0		\$ 0	
\$10M to \$20M		102	30%		15		0		0		13	
\$5M to \$10M		296	14%		7		0		44		46	
\$1M to \$5M		529	26%		2		0		82		62	
Less than \$1M		150	42%		0		0		22		11	
Total	\$ 1,	100						\$	148	\$	132	

\$280mm (or 25%) of CRE office loans mature or reprice in the next 24 months.

CRE Office Loans by Major MSA



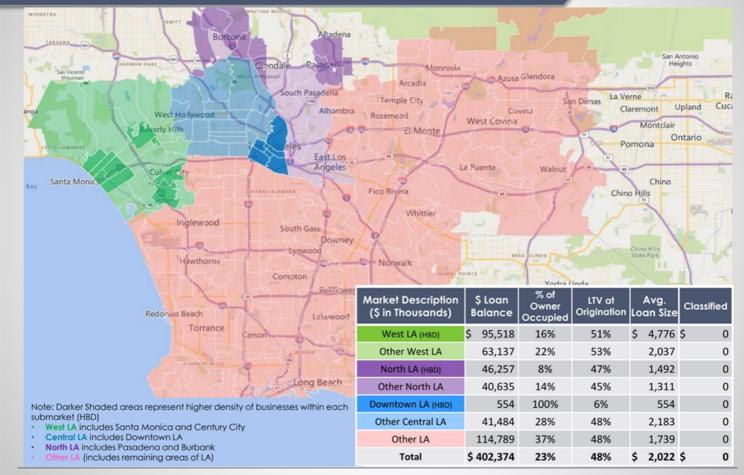


Powered by Bing © GeoNames, Microsoft, TomTom

Note: Only shows the office loans that are in the major MSA.

Greater LA Business Density Distribution



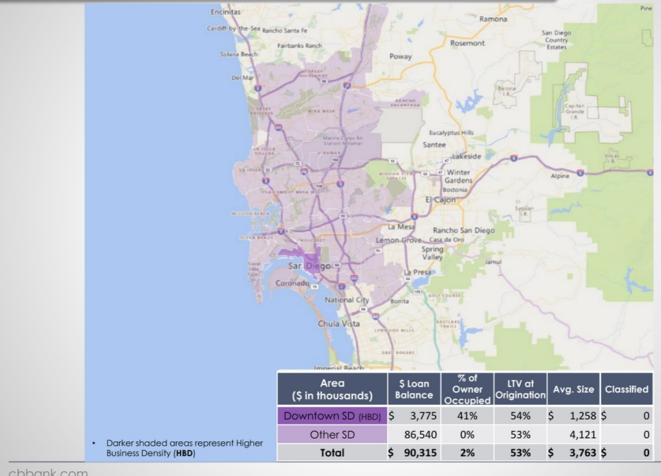


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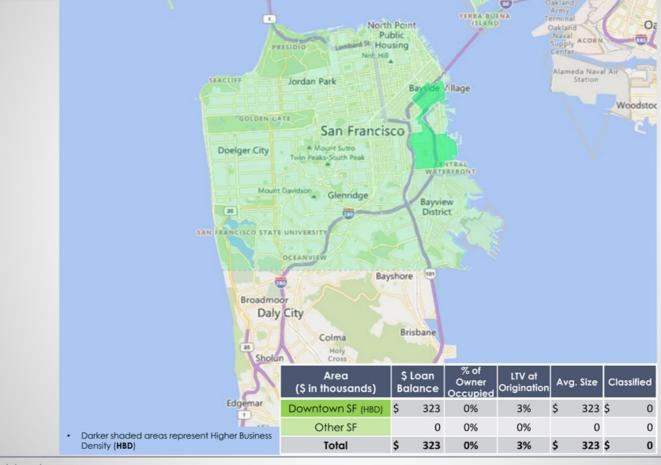
Greater SD Business Density Distribution





Greater SF Business Density Distribution

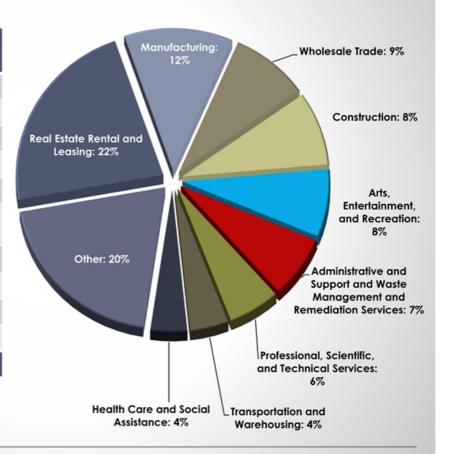




C&I by Industry



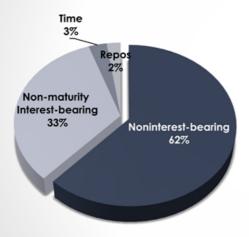
Industry	Balance (\$ in Millions)	% of C&I Total
Real Estate Rental and Leasing	\$ 216	22%
Manufacturing	115	12%
Wholesale Trade	83	9%
Construction	81	8%
Arts, Entertainment, and Recreation	74	8%
Administrative and Support and Waste Management and Remediation Services	68	7%
Professional, Scientific, and Technical Services	55	6%
Transportation and Warehousing	41	4%
Health Care and Social Assistance	39	4%
Other	191	20%
Total	\$ 963	100%



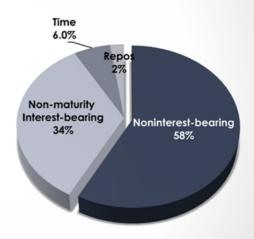
Total Deposits & Customer Repos



December 31, 2023 Total Deposits & Customer Repos



March 31, 2024 Total Deposits & Customer Repos

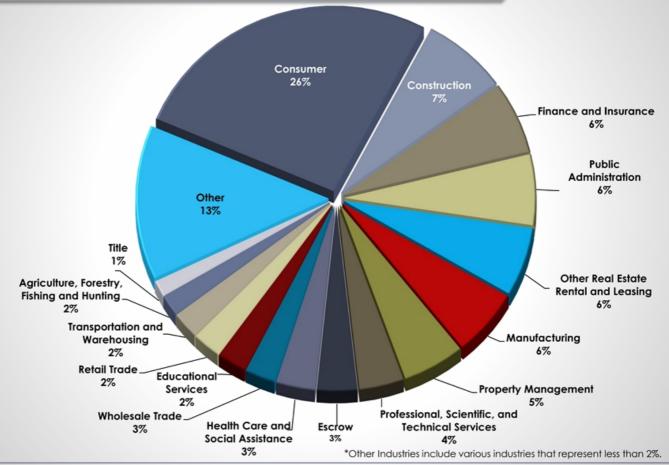


Cost of Interest-Bearing Deposits and Repos

<u>December 2023</u> 1.60% March 2024 1.95%

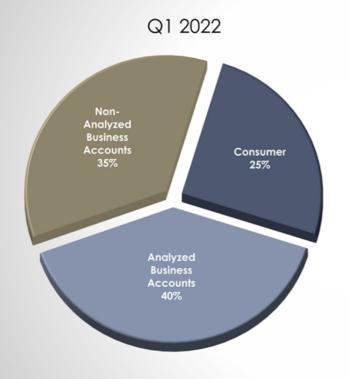


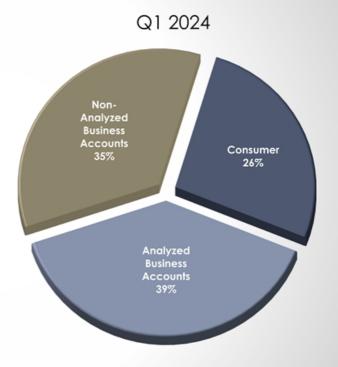




Business vs Consumer Deposits

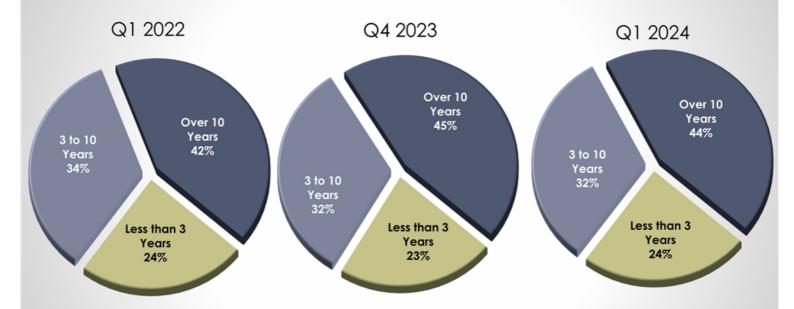






Deposit Relationship Tenure



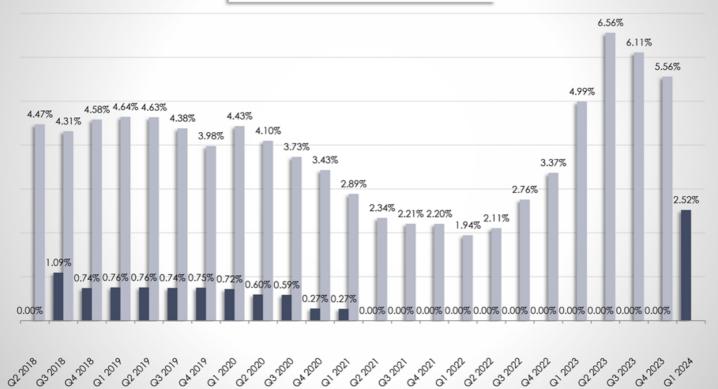


>76% of our customer deposit relationships have banked with CBB for 3 years or more

Brokered Deposits / Total Deposits (%)

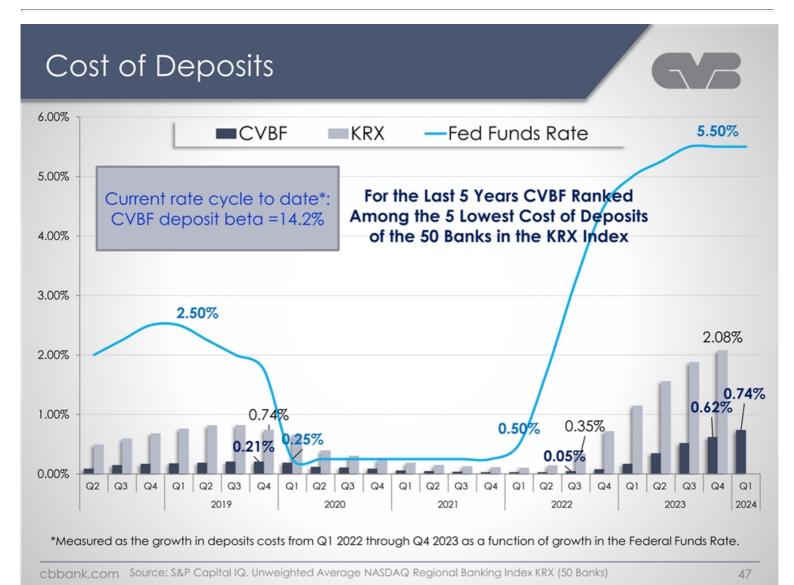






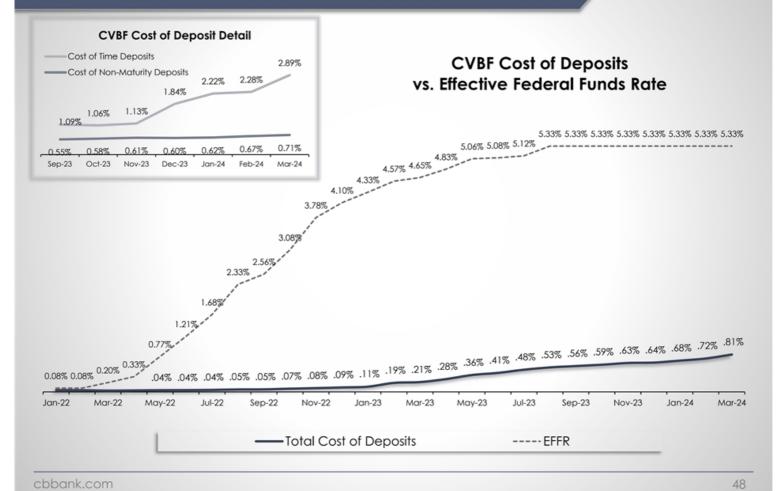
cbbank.com * Source: S&P Capital IQ. Unweighted Average NASDAQ Regional Banking Index KRX

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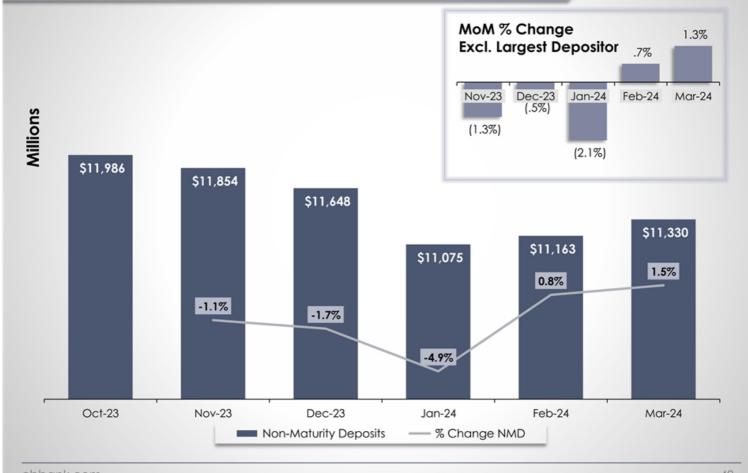
Cost of Deposits: Monthly Trends





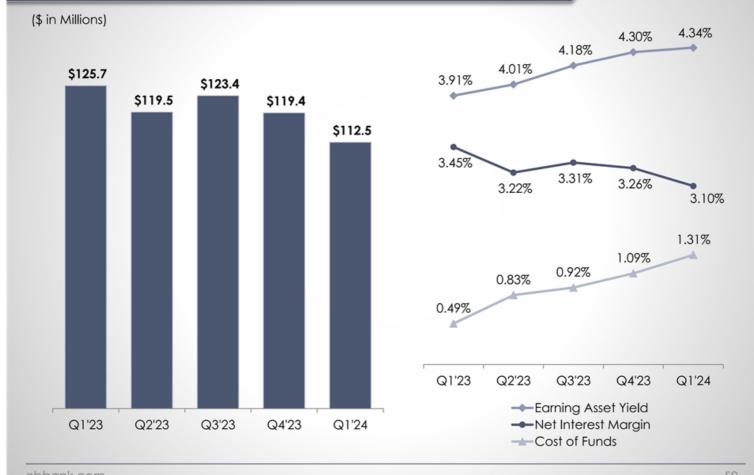
Non-Maturity Deposits: Avg Month Trend





Net Interest Income and NIM

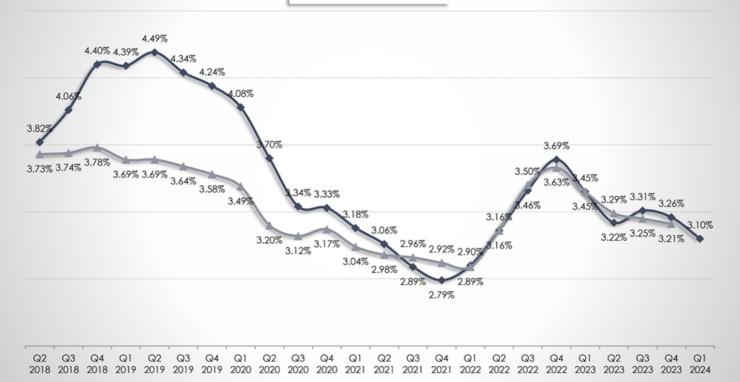




Net Interest Margin Trend







cbbank.com * Source: S&P Capital IQ. Unweighted Average NASDAQ Regional Banking Index KRX

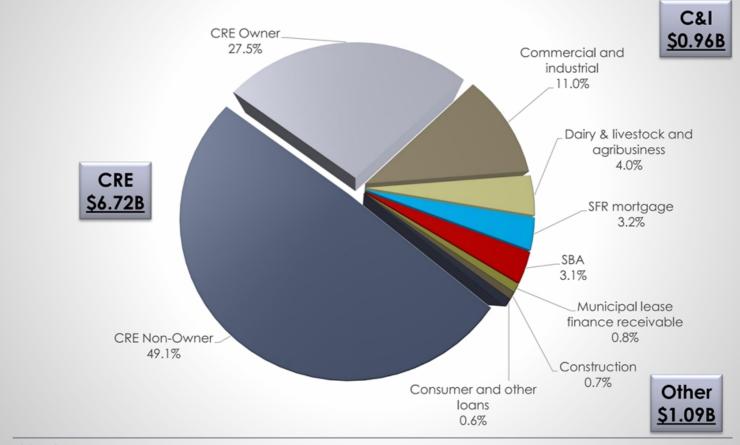


Appendix Non-GAAP Reconciliation

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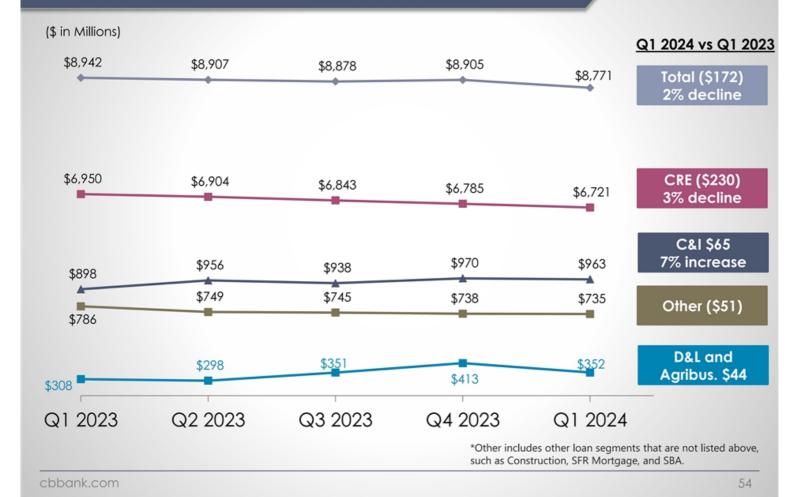
Loans by Type





Loan Trends





Loans by Region



(\$ in Thousands)	# of Center Locations (3/31/24)	Average Loans per Location	Total Loans (3/31/24)	%
Los Angeles County	21	\$ 152,575	\$ 3,204,076	36.5%
Central Valley and Sacramento	15	138,443	2,076,644	23.7%
Orange County	10	115,412	1,154,124	13.2%
Inland Empire (Riverside & San Bernardino Counties)	9	111,387	1,002,479	11.4%
Central Coast	5	95,614	478,068	5.4%
San Diego	2	168,087	336,174	3.8%
Other California			153,797	1.8%
Out of State			365,351	4.2%
Total	62	\$ 141,463	\$ 8,770,713	100.0%

Deposits by Region



(\$ in Thousands)	# of Center Locations (3/31/24)	Total Deposits (12/31/23))	Total Deposits (3/31/24)	Average Deposits per Center (12/31/23)
Los Angeles County	21	\$ 4,526,390	\$4,746,731	\$226,035
Inland Empire (Riverside & San Bernardino Counties)	9	3,217,378	3,681,925	409,103
Central Valley and Sacramento	15	1,907,336	1,777,225	118,482
Orange County	10	1,595,483	1,498,701	149,870
Central Coast	5	369,243	354,228	70,846
San Diego	2	89,453	111,831	55,916
Total	62	\$ 11,705,284	\$12,170,641	\$196,301

*Includes Customer Repurchase Agreements.

Reconciliation of Return on Average Tangible Common Equity (Non-GAAP)



The return on average tangible common equity is a non-GAAP disclosure. We use certain non-GAAP financial measures to provide supplemental information regarding our performance. We believe that presenting the return on average tangible common equity provides additional clarity to the users of our financial statements.

		Fo	r the	Year Ende	ed [December	Three Months Ended								
	2020			2021		2022		2023		March 31, 2023		2023	- ^	March 31, 2024	
Net Income	\$	177,159	\$	212,521	\$	235,425	\$	221,435	\$	59,270	\$	48,508	\$	48,599	
Add: Amortization of intangible assets Less: Tax effect of amortization of		9,352		8,240		7,566		6,452		1,720		1,446		1,438	
intangible assets [1]	_	(2,765)	(2,436)			(2,237)		(1,907)		(508)		(427)		(425)	
Tangible net income	\$	183,746	\$	218,325	\$	240,754	\$	225,980	\$	60,482	\$	49,527	\$	49,612	
Average stockholders' equity Less: Average goodwill	\$	1,991,664 (663,707)	\$	2,063,360 (663,707)	\$	2,066,463 (764,143)	\$	2,006,882 (765,822)	\$	1,978,244 (765,822)	\$	1,994,150 (765,822)	\$	2,098,868 (765,822)	
Less: Average intangible assets	_	(38,203)		(29,328)		(25,376)		(18,434)	_	(20,983)		(15,993)		(14,585)	
Average tangible common equity	\$	1,289,754	\$	1,370,325	\$	1,276,944	\$	1,222,626	\$	1,191,439	\$	1,212,335	\$	1,318,461	
Return on average equity, annualized [2] Return on average tangible common equity, annualized [2]	8.90% 14.25%			10.30%		11.39%		11.03%		12.15%		9.65% 16.21%		9.31%	
unidunized [2]		14.23/6		13.73/6		10.00%		10.40/6		20.59%		10.21/6		13.13/6	

^[1] Tax effected at respective statutory rates.

^[2] Annualized where applicable.

Reconciliation of PTPP Return on Average Assets (Non-GAAP)



The Pretax-pre provision income ("PTPP") return on average assets is a non-GAAP disclosure. We use certain non-GAAP financial measures to provide supplemental information regarding our performance. We believe that presenting the return on average tangible common equity provides additional clarity to the users of our financial statements.

	Year Ended December 31,									Three Months Ended						
										March 31,	De	cember 31,	٨	March 31,		
		2020		2020 2021		2022		2023		2023	2023			2024		
					(Dollars in thousan				inds)							
Net Income	\$	177,159	\$	212,521	\$	235,425	\$	221,435	\$	59,270	\$	48,508	\$	48,599		
Add: Provision for(recapture of) credit losses		23,500		(25,500)		10,600		2,000		1,500		(2,000)		-		
Add: Income tax expense		72,361		85,127		92,922		93,999		23,279		26,081		18,204		
Pretax-pre provision income	\$	273,020	\$	272,148	\$	338,947	\$	317,434	\$	84,049	\$	72,589	\$	66,803		
Average total assets	\$	12,929,813	\$	15,350,521	\$	16,911,661	\$	16,346,172	\$	16,313,136	\$	16,169,125	\$	16,205,413		
Return on average assets [1]		1.37%		1.38%		1.39%		1.35%		1.47%		1.19%		1.21%		
PTPP Return on average assets [1]		2.11%		1.77%		2.00%		1.94%		2.09%		1.78%		1.66%		

^[1] Annualized where applicable.



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