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): October 23, 2024

CVB FINANCIAL CORP.

(Exact name of registrant as specified in its charter)

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

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. below):

□ 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))

D Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities 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

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter). Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. \Box

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 fourth quarter of 2024. The October 2024 slide presentation, updated to reflect third 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 <u>www.cbbank.com</u> under the "Investors" tab.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description
99.1	Copy of the CVB Financial Corp. October 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)

By: /s/ E. Allen Nicholson

E. Allen Nicholson Executive Vice President and Chief Financial Officer

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Date: October 24, 2024

Exhibit 99.1



CVB Financial Corp.

October 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; our ability to retain and grow deposits, including low cost deposits; 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; systemic or non-systemic bank failures or crises; 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.

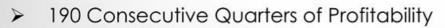
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CVB Financial Corp. (CVBF)

 Total Assets: 	\$15.4 Billion
 Gross Loans: 	\$ 8.6 Billion
 Total Deposits (Including Repos): 	\$12.5 Billion
 Total Equity: 	\$ 2.2 Billion

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

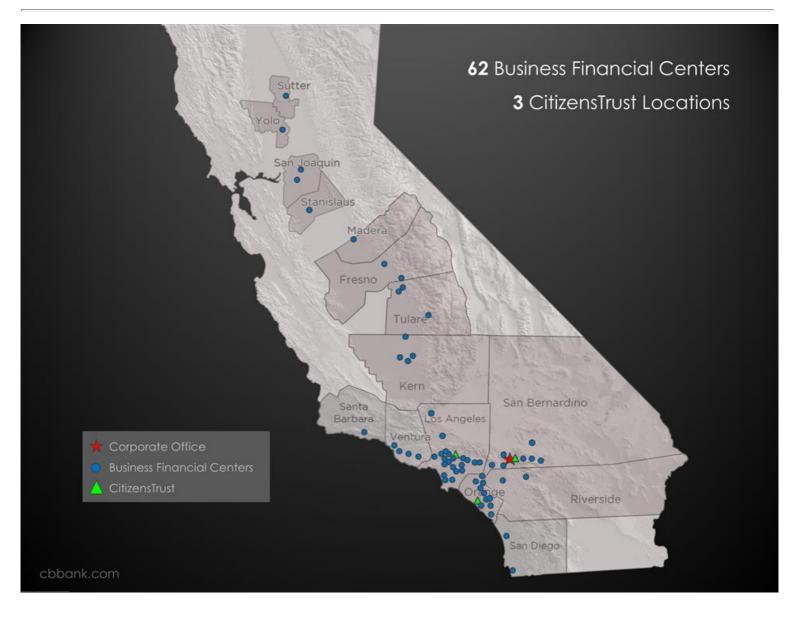
Bank Accomplishments & Ratings



- 140 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
 - 57 Consecutive Quarters
- Fitch Rating
 - BBB+ (April 2024)
- > One of the 10 largest bank holding companies in CA

As of 10/11/2024 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

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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.



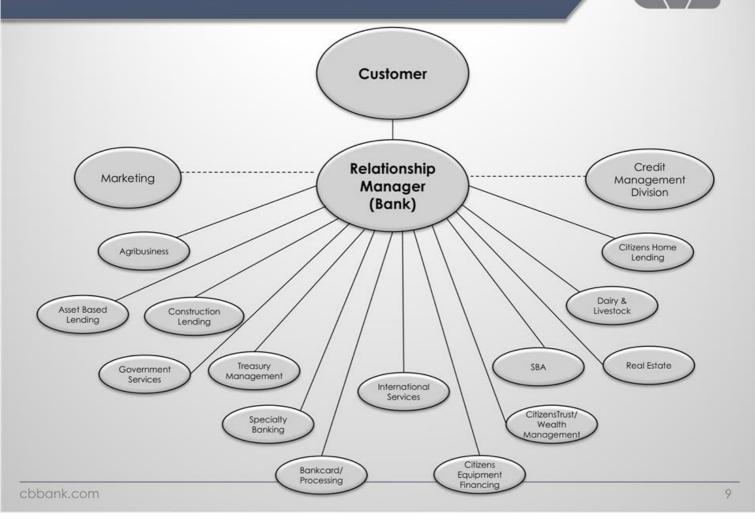
The best privately-held and/or family-owned businesses throughout California

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

Three Areas of Growth



Relationship Banking Model



Acquisition Strategy



Banks:

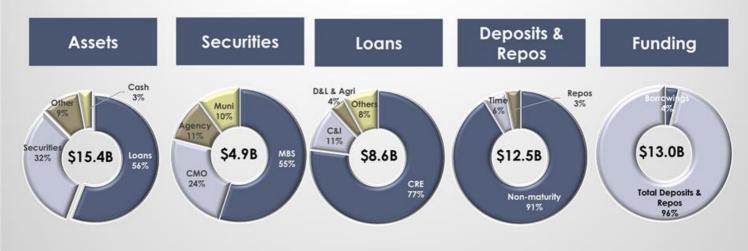
- > Target size: \$1 billion to \$10 billion in assets
- Financial & Strategic
- In-market and/or adjacent geographic market (California)

Banking Teams:

- In-market
- New markets

CVBF Balance Sheet Profile

September 30, 2024



Cap	oital Ratios a	s of Sep	tember 30	, 2024
TCE	Tier 1 Leverage	CET1	Tier 1 RBC	Total RBC
9.7%	10.6%	15.8%	15.8%	16.6%

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Q3 2024 Financial Highlights



Profitability	 ROATCE = 14.93% ROAA = 1.23% Efficiency Ratio = 46.53%
Income Statement	 Q3'24 Net Income = <u>\$51 million</u> / EPS = <u>\$0.37</u> NIM = 3.05% 2.4% increase in net income \$9.1 million gain on sale/leaseback transactions \$11.6 million loss on sale of AFS securities
Balance Sheet	 Early redemption of \$1.3 billion BTFP borrowing \$300 million cash proceeds from AFS security sales Noninterest deposits > 59% of Total Deposits in Q3'24 Deposits & Repos increased by \$408 million from end of Q2'24 Loans at quarter end declined by \$109 million from end of Q2'24
Asset Quality	 Q3 Net recoveries = \$156K (YTD net charge-offs \$3.9 million) NPA/TA = 0.15% (NPA = \$22.6 million) Classified loans = \$124.6 million or 1.45% of total loans ACL = \$83 million or 0.97% of gross loans
Capital	 CET1 Ratio = 15.8% Total Risk-Based Ratio = 16.6% Tangible Common Equity Ratio = 9.7%
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Selected Ratios

		2021	2022	2023	Q3'23	Q2'24	Q3'24
	ROATCE	15.93%	18.85%	18.48%	18.82%	15.51%	14.93%
	NIM	2.97%	3.30%	3.31%	3.31%	3.05%	3.05%
Performance	Cost of Deposits	0.04%	0.05%	0.41%	0.52%	0.88%	0.98%
chomanee	Cost of Funds	0.05%	0.06%	0.83%	0.92%	1.38%	1.47%
	Efficiency Ratio*	41.09%	38.98%	42.00%	39.99%	45.10%	46.53%
	NIE % Avg. Assets*	1.24%	1.28%	1.41%	1.33%	1.40%	1.42%
Credit	NPA % Total Assets	0.04%	0.03%	0.13%	0.06%	0.16%	0.15%
Quality	Net Charge-Offs (Recoveries) to Avg. Loans	0.04%	(0.01%)	0.00%	(0.00%)	0.00%	(0.00%
	CET1 Ratio	14.9%	13.5%	14.6%	14.4%	15.3%	15.8%
					15.3%		

Selected Highlights



_(\$	in Thousands)	Q3'23	Q2'24	Q3'24
	Net Interest Income	\$ 123,371	\$ 110,849	\$ 113,619
	Noninterest Income	14,309	14,424	12,834
	Noninterest Expense, excluding Regulatory Assessments	52,877	55,083	56,732
	Regulatory Assessments	2,181	1,414	2,103
Income	Total Noninterest Expense	55,058	56,497	58,835
Statement	PTPP	82,622	68,776	67,618
	Provision for (Recapture of) Credit Losses	2,000	-	
	Earnings before Income Taxes	80,622	68,776	67,618
	NetIncome	\$ 57,887	\$ 50,035	\$ 51,224
	Basic earnings per common share	\$0.42	\$0.36	\$0.37
	Diluted earnings per common share	\$0.42	\$0.36	\$0.3

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Selected Highlights

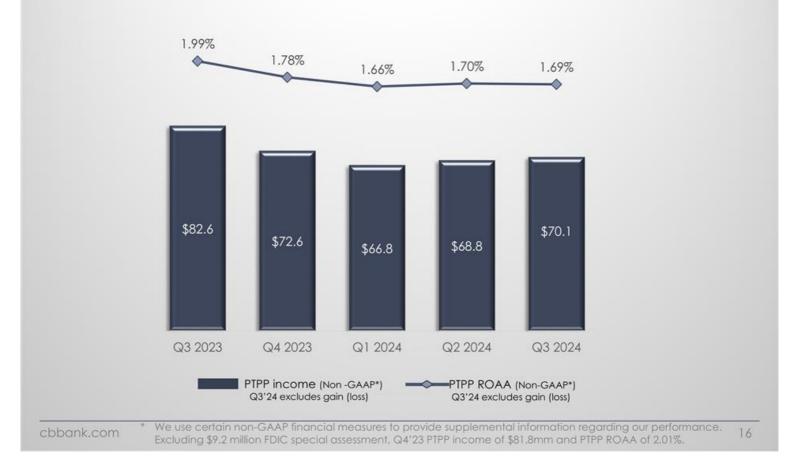
(\$	in Thousands)	Q3'23	Q2'24	Q3'24
	Average Cash & Cash Equivalents	\$ 644,006	\$ 866,747	\$ 1,379,054
	Average Loans	8,862,462	8,731,587	8,605,270
	Average Total Securities	5,542,590	5,206,959	5,080,033
Average	Average Noninterest-bearing Deposits	7,813,120	7,153,315	7,124,952
Balance Sheet	Average Total Deposits & Customer Repurchase Agreements	12,923,826	12,169,307	12,420,13
	Average Borrowings	1,318,098	1,850,330	1,729,405
	Loan-to-deposit	70.43%	73.48%	71.38%
	Noninterest-bearing deposits/Total Deposits	62.09%	60.20%	59.10%

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Pretax-Pre Provision Income



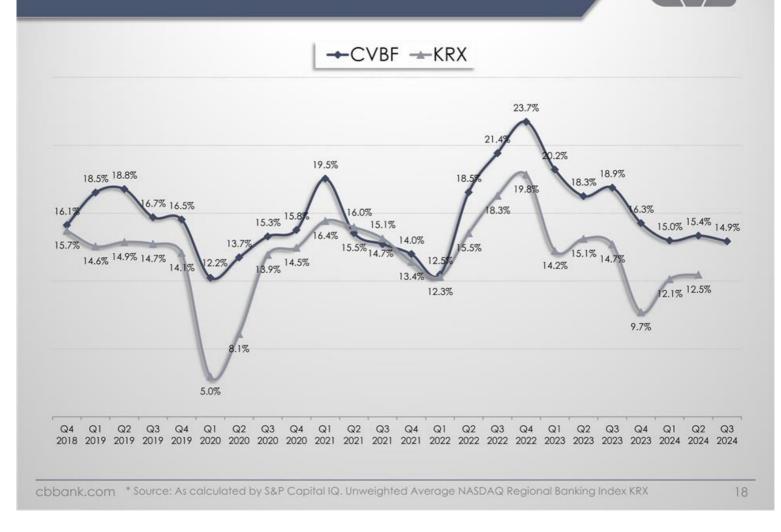
(\$ in Millions)



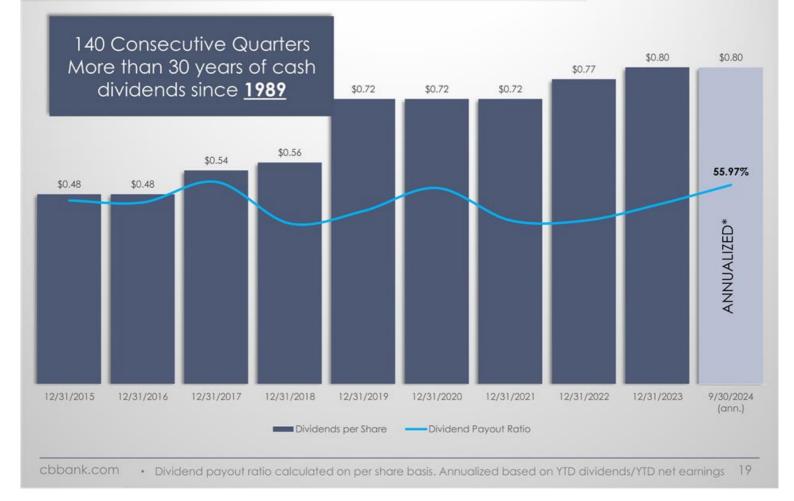
Return on Average Assets



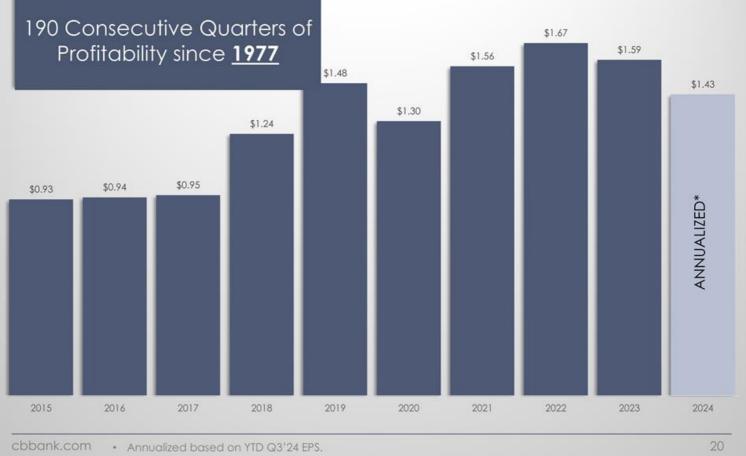
Return on Average Tangible Common Equity



Dividends – 140 Consecutive Quarters



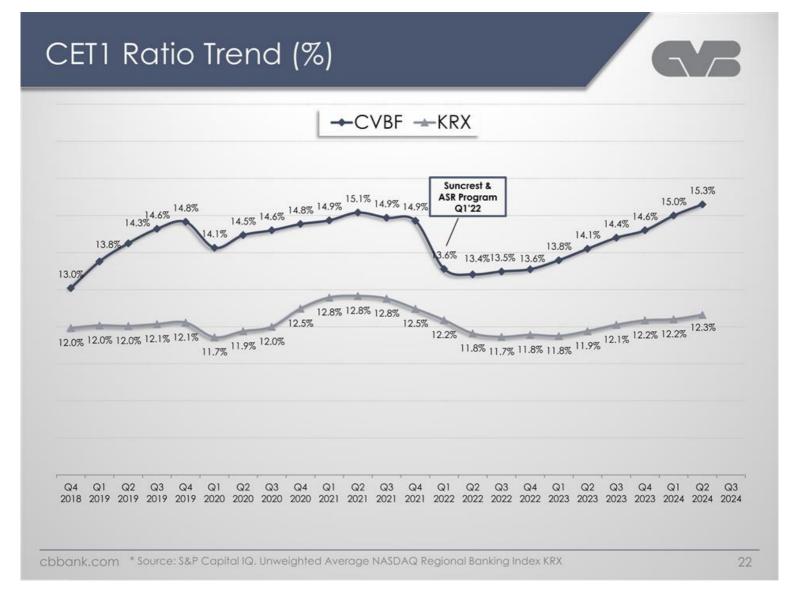
Earnings Per Share



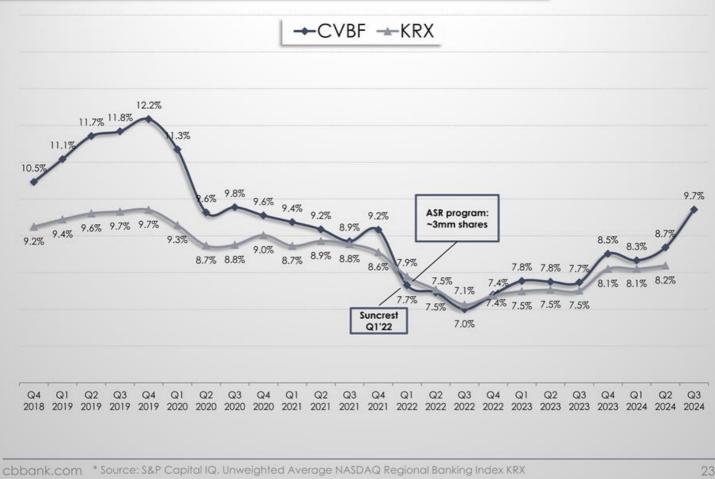
Strong Capital Ratios

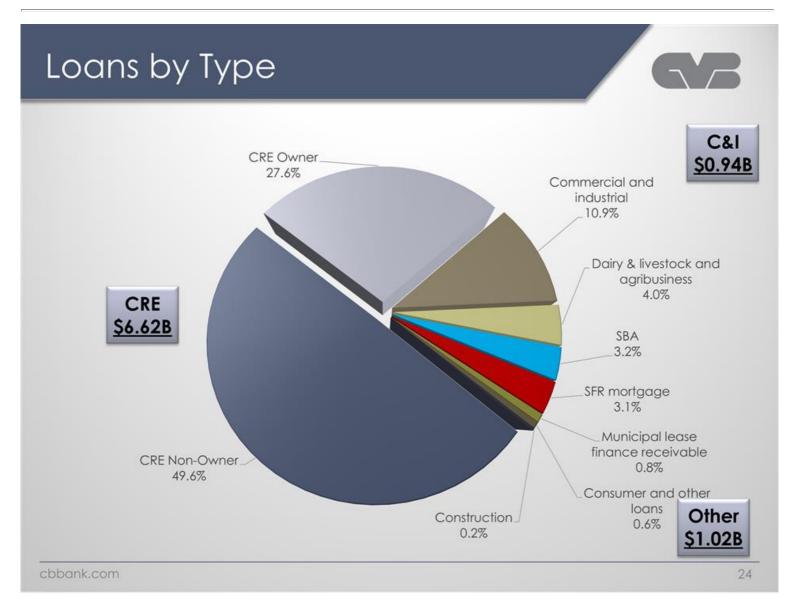


CVBF CET1 % KRX Avg CET1 % Regulatory Min.



TCE Ratio Trend (%)





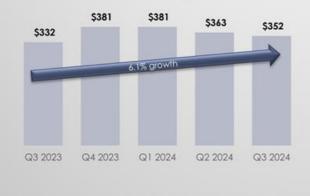
Loan Trends – Quarterly Averages

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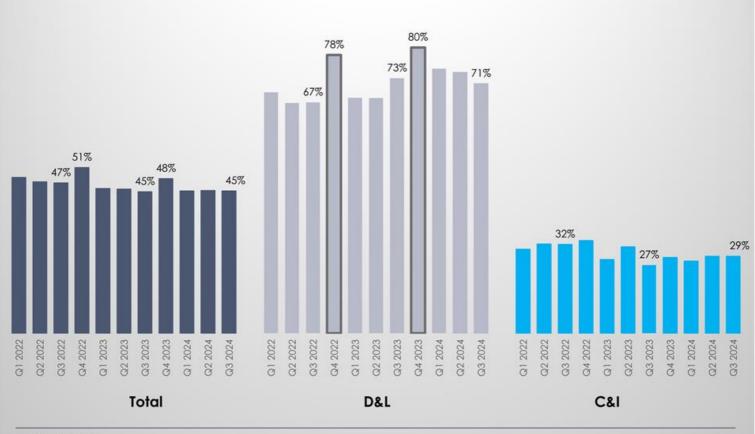
C&I \$1,015 \$996 \$990 0.4% growth G & 2023 Q & 2024 Q & 20

Other



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Line Utilization Trends



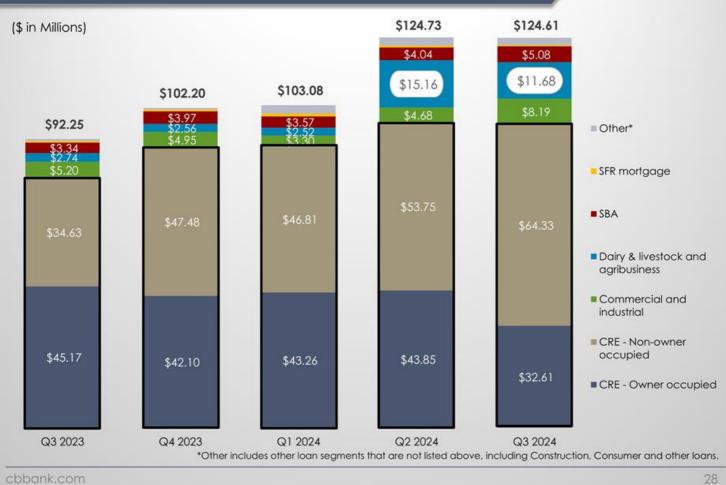
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ACL Nine Quarter Trend

(\$ in Millions)



Classified Loan Trend



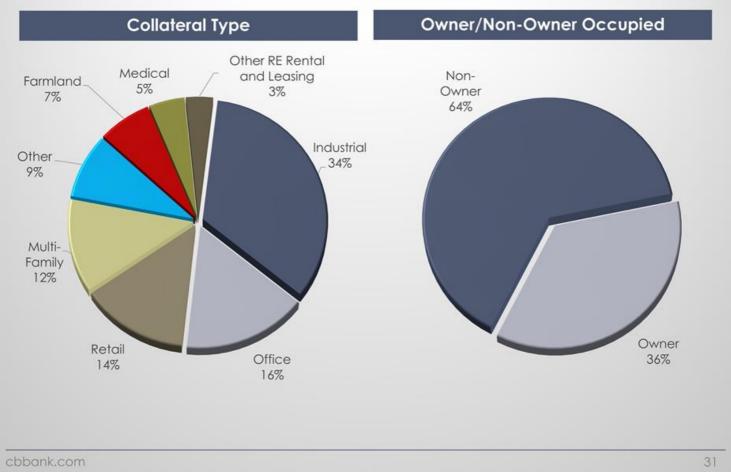
Net Charge-Offs / Average Loans (%)



Classified Loans / Total Loans (%)



Commercial Real Estate Loans



CRE by Collateral



(\$ in Millions)

Collateral Type	Balance	% of Owner Occupied	LTV at Origination Avg. Size Classif		Classified	Classified (Non- Owner)	Classified (Owner)
Industrial	\$ 2,238	48%	49%	\$ 1.62	\$ 15.98	\$ 8.27	\$ 7.71
Office	1,058	26%	55%	1.68	7.50	7.50	0.00
Retail	911	11%	48%	1.71 25.13		25.13	0.00
Multi-Family	828	1%	48%	1.58 12.90		12.90	0.0
Other	580	55%	47%	1.57	1.57 12.32		1.7
Farmland	461	99%	45%	1.48	23.06	0.00	23.0
Medical	309	33%	57%	1.47	0.04	0.00	0.04
Other RE Rental & Leasing	234	11%	49%	2.23	0.00	0.00	0.0
Total	\$ 6,619	36%	50%	\$ 1.63	\$ 96.93	\$ 64.33	\$ 32.6

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CRE by Collateral and Origination



(\$ in Millions)

			Bal	ance Dis	Average OLTV By Origination Year									
Collateral Type	Вс	llance	2024	2023	2022	2021	2020	2019 or earlier	2024	2023	2022	2021	2020	2019 o earliei
Industrial	\$	2,238	4%	9%	20%	19%	10%	38%	42%	43%	44%	50%	49%	53%
Office		1,058	2%	3%	24%	15%	17%	39%	48%	48%	54%	55%	54%	56%
Retail		911	1%	6%	23%	19%	13%	38%	37%	38%	43%	47%	49%	51%
Multi-Family		828	4%	9%	21%	18%	18%	30%	44%	43%	44%	50%	54%	50%
Other		580	4%	7%	13%	20%	11%	45%	44%	44%	45%	49%	43%	48%
Farmland		461	4%	6%	20%	14%	21%	35%	32%	42%	41%	36%	44%	50%
Medical		309	6%	3%	11%	16%	13%	51%	45%	45%	52%	53%	55%	64%
Other RE Rental & Leasing		234	14%	14%	19%	13%	3%	37%	49%	46%	51%	48%	52%	49%
Total	\$	6,619	4%	7%	20%	18%	13%	38%	42%	43%	46%	49%	50%	53%

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CRE by Collateral and Reset/Maturity



(\$ in Millions)

Collateral Type	Balance (\$ in Millions)	Balance Maturing Next 24 months (\$ in Millions)	Rate Resets Next 24 Months (\$ in Millions)	Maturity & Rate Reset % of Loans		
Industrial	\$ 2,238	\$ 218	\$ 149	16%		
Office	1,058	118	126	23%		
Retail	911	108	115	24%		
Multi-Family	828	50	111	19%		
Other	580	77	65	24%		
Farmland	461	26	126	33%		
Medical	309	26	64	29%		
Other RE Rental & Leasing	234	16	16	14%		
Total	\$ 6,619	\$ 639	\$ 772	21%		

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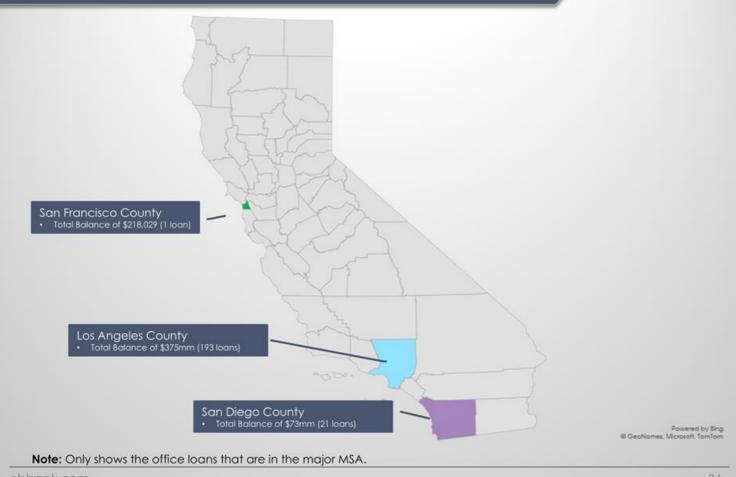
CRE by Collateral and Loan Size



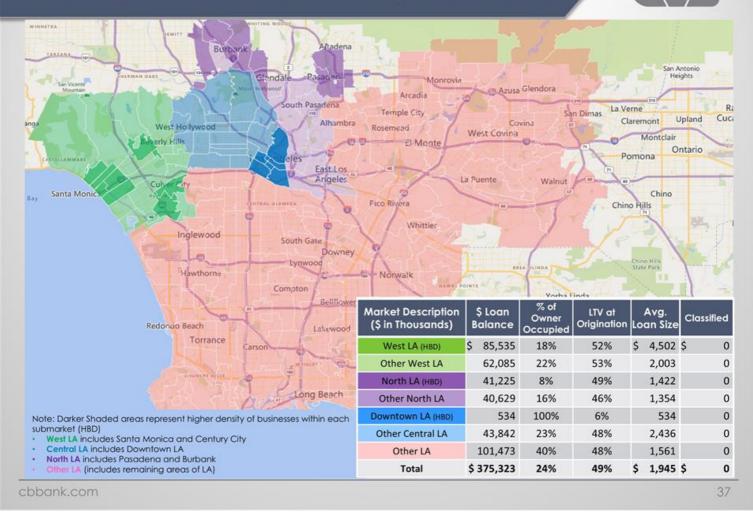
(\$ in Millions)

Loan Amount	Industrial	Office	Retail	Multi- Family	Other	Farmland	Medical	Other RE Rental and Leasing	l Total		
Greater than \$20M	\$ 0	\$ 23	\$ 0	\$ 0	\$ 0	\$ 22	\$ 0	\$ 24	\$ 69		
\$10M to \$20M	107	113	97	87	11	74	0	24	513		
\$5M to \$10M	445	244	137	131	157	77	65	41	1,297		
\$1M to \$5M	1,387	534	545	469	327	215	196	123	3,796		
Less than \$1M	299	144	132	141	85	73	48	22	944		
Total	\$ 2,238	\$ 1,058	\$ 911	\$ 828	\$ 580	\$ 461	\$ 309	\$ 234	\$ 6,619		
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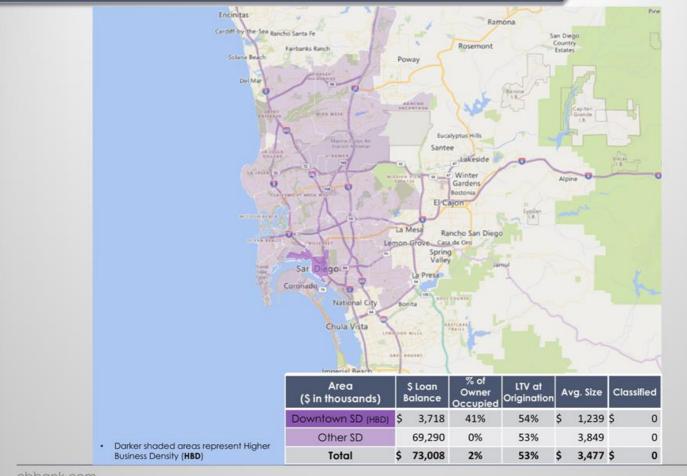
CRE Office Loans by Major MSA



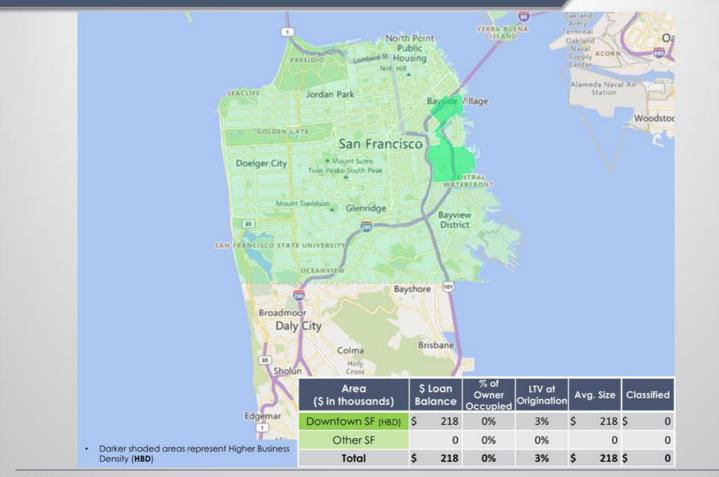
Greater LA Business Density Distribution



Greater SD Business Density Distribution



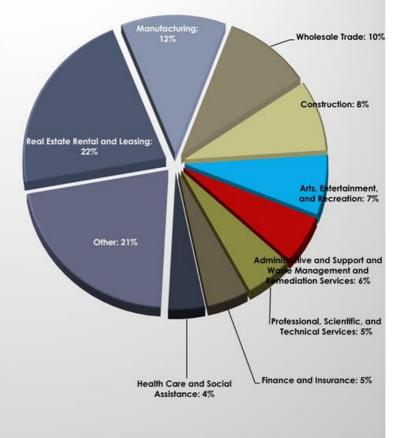
Greater SF Business Density Distribution



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C&I by Industry

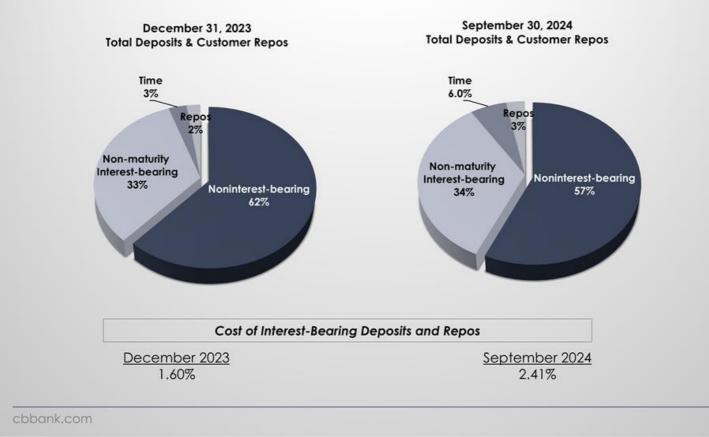
Industry	Balance (\$ in Millions)	% of C&I Total	Classified (\$ in Millions)			
Real Estate Rental and Leasing	\$ 203	22%	\$ 0.14			
Manufacturing	111	12%	2.61			
Wholesale Trade	92	10%	3.64			
Construction	78	8%	0.08			
Arts, Entertainment, and Recreation	66	7%	0.00			
Administrative and Support and Waste Management and Remediation Services	53	6%	0.00			
Professional, Scientific, and Technical Services	50	5%	0.14			
Finance and Insurance	44	5%	0.00			
Health Care and Social Assistance	39	4%	0.06			
Other	200	21%	1.53			
Total	\$ 936	100%	\$ 8.19			

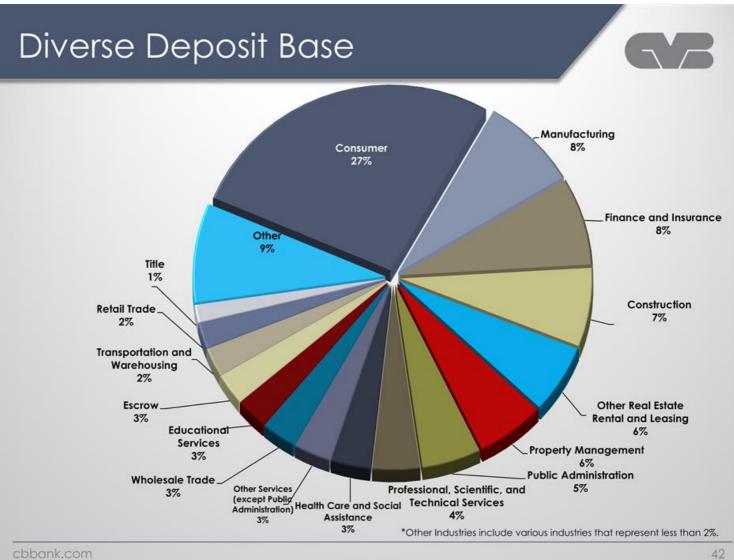


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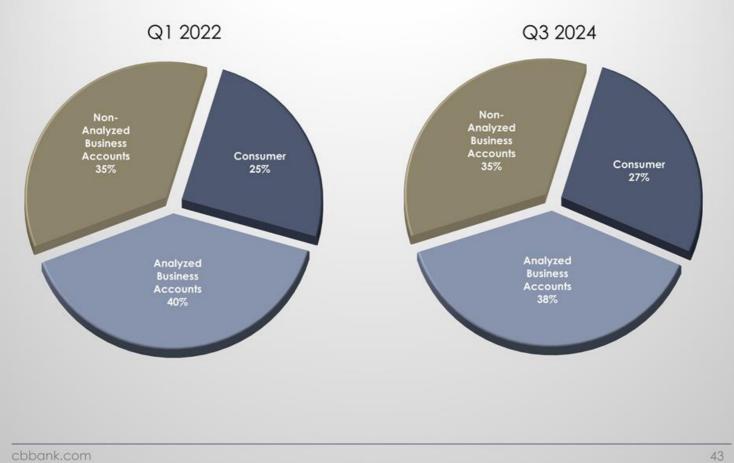
Total Deposits & Customer Repos



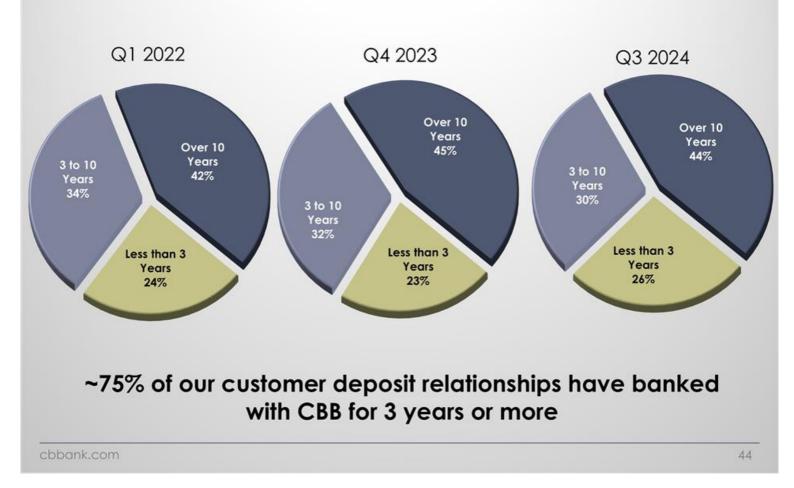




Business vs Consumer Deposits



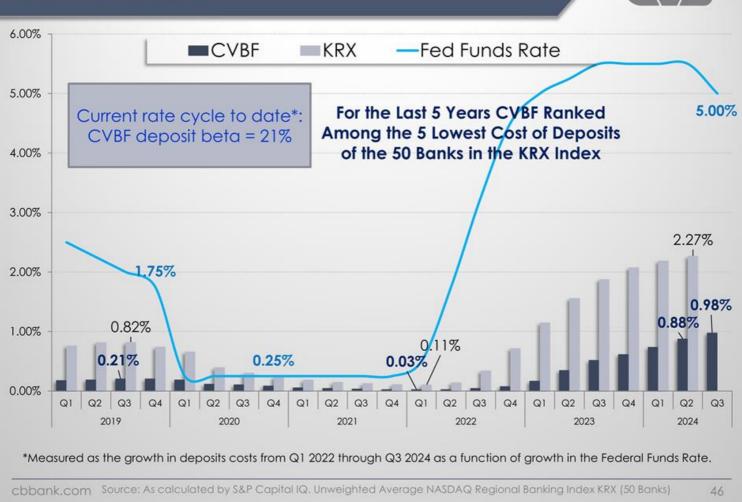
Deposit Relationship Tenure

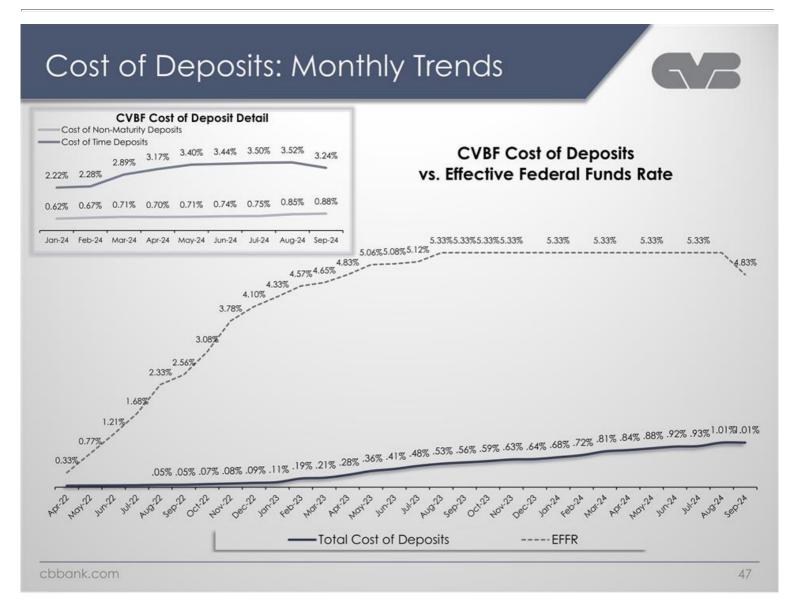


Brokered Deposits / Total Deposits (%)

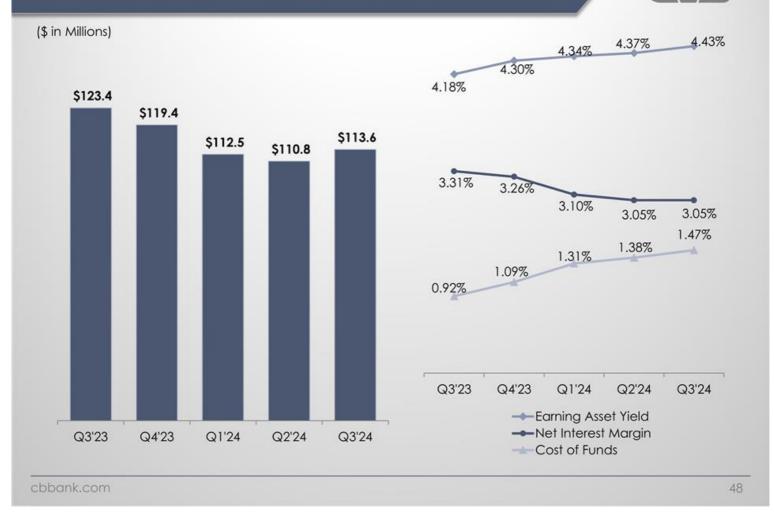


Cost of Deposits





Net Interest Income and NIM



Net Interest Margin Trend





CVB Financial Corp.

Appendix Non-GAAP Reconciliation

Loan Trends



(\$ in Millions)



Loans by Region

(\$ in Thousands)	# of Center Locations (9/30/24)	Average Loans per Location	Total Loans (9/30/24)	%
Los Angeles County	21	\$ 147,181	\$ 3,090,804	36.1%
Central Valley and Sacramento	15	136,234	2,043,515	23.8%
Orange County	10	117,013	1,170,127	13.7%
Inland Empire (Riverside & San Bernardino Counties)	9	108,601	977,409	11.4%
Central Coast	5	92,836	464,180	5.4%
San Diego	2	159,055	318,109	3.7%
Other California			153,115	1.8%
Out of State			355,306	4.1%
Total	62	\$ 138,267	\$ 8,572,565	100.0%

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Deposits by Region

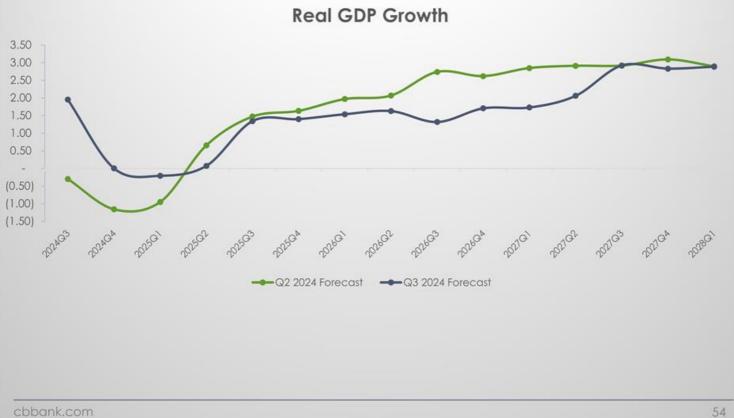
(\$ in Thousands)	# of Center Locations (9/30/24)	Total Deposits (6/30/24)	Total Deposits (9/30/24)	Average Deposits per Center (9/30/24)
Los Angeles County	21	\$4,747,831	\$5,064,135	\$241,149
Inland Empire (Riverside & San Bernardino Counties)	9	3,632,739	3,531,569	392,397
Central Valley and Sacramento	15	1,743,128	1,769,016	117,934
Orange County	10	1,488,333	1,616,374	161,637
Central Coast	5	347,535	362,707	72,541
San Diego	2	99,584	123,204	61,602
Total	62	\$12,059,151	\$12,467,004	\$201,081

*Includes Customer Repurchase Agreements.

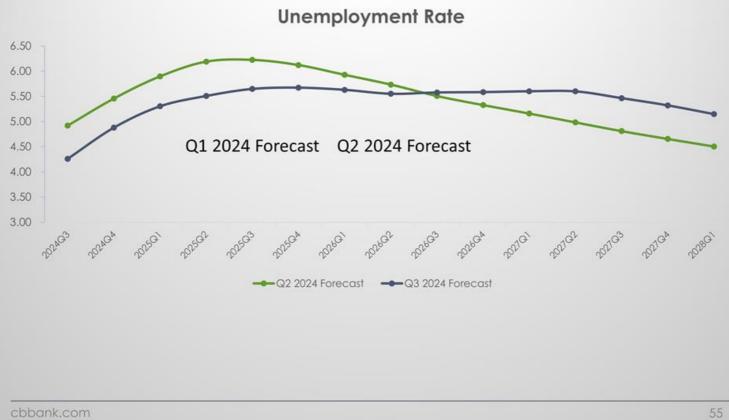
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Economic Forecast – GDP



Economic Forecast – Unemployment



Economic Forecast – CRE Price



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.

			Ye	ar Ended D	ec	ember 31,			Three Months Ended							
		2020 2021				2022		2023	September 30, 2023			June 30, 2024	Sej	ptember 30, 2024		
						([Dolk	ars in thous	ands	5)						
Net Income	\$	177,159	\$	212,521	\$	235,425	\$	221,435	\$	57,887	\$	50,035	\$	51,224		
Add: Provision for (recapture of) credit losses		23,500		(25,500)		10,600		2,000		2,000		-		-		
Add: Income tax expense		72,361		85,127		92,922		93,999		22,735		18,741		16,394		
Pretax-pre provision income	\$	273,020	\$	272,148	\$	338,947	\$	317,434	\$	82,622	\$	68,776	\$	67,618		
Average total assets	\$1	2,929,813	\$1	5,350,521	\$	16,911,661	\$	16,346,172	\$	16,433,578	\$	16,279,566	\$	16,513,161		
Return on average assets [1]		1.37%		1.38%		1.39%		1.35%		1.40%		1.24%		1.23%		
PTPP Return on average assets [1]		2.11%		1.77%		2.00%		1.94%		1.99%		1.70%		1.63%		

[1] Annualized where applicable.

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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.

	F	or th	ne Year End	ed D	ecember 3	Three Months Ended								
	2020		2021		2022	 2023	Sep	tember 30, 2023		June 30, 2024	Sep	otember 30, 2024		
Net Income	\$ 177,159	\$	212,521	\$	235,425	\$ 221,435	\$	57,887	\$	50,035	\$	51,224		
Add: Amortization of intangible assets Less: Tax effect of amortization of intangible assets [1]	9,352		8,240		7,566	6,452		1,567 (463)		1,437 (425)		(380)		
Tangible net income	\$ 183,746	\$	218,325	\$	240,754	\$ 225,980	\$	58,991	\$	51,047	\$	52,130		
Average stockholders' equity Less: Average goodwill Less: Average intangible assets	\$ 1,991,664 (663,707) (38,203)	\$	2,063,360 (663,707) (29,328)	\$	2,066,463 (764,143) (25,376)	\$ 2,006,882 (765,822) (18,434)	\$	2,027,030 (765,822) (17,526)	\$	2,102,466 (765,822) (13,258)	\$	2,166,793 (765,822) (11,819)		
Average tangible common equity	\$ 1,289,754	\$	1,370,325	\$	1,276,944	\$ 1,222,626	\$	1,243,682	\$	1,323,386	\$	1,389,152		
Return on average equity, annualized [2] Return on average tangible common equity,	8.90%		10.30%		11.39%	11.03%		11.33%		9.57%		9.40%		
annualized [2]	14.25%		15.93%		18.85%	18.48%		18.82%		15.51%		14.93%		

Tax effected at respective statutory rates.
 Annualized where applicable.



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