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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

hington, D.C. 2054	19	

•	OMB APPROVAL			
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP	OMB Number:	3235-0287		
	Estimated average burden			

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

hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 5. Relationship of Reporting Person(s) to Issuer 2. Issuer Name and Ticker or Trading Symbol 1. Name and Address of Reporting Person (Check all applicable) CVB FINANCIAL CORP [CVBF] Brager David A. Director 10% Owner Officer (give title Other (specify 3. Date of Earliest Transaction (Month/Day/Year) below) below) (First) (Middle) (Last) 03/25/2023 President & CEO 701 N. HAVEN AVE. 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) (Street) Form filed by One Reporting Person X **ONTARIO** 91764 Form filed by More than One Reporting Person (City) (State) (Zip) Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5. Amount of 6. Ownership 7. Nature Transaction Form: Direct (D) or Indirect of Indirect Beneficial **Execution Date,** Securities Beneficially (Month/Day/Year) if any Code (Instr. 5) (Month/Day/Year) 8) Owned Following (I) (Instr. 4) Ownership (Instr. 4) Transaction(s) (A) or (D) ν Price Code Amount (Instr. 3 and 4) 03/25/2023 Common Stock A 24,688(1) Α \$0 147,151 D Common Stock 03/25/2023 F 12.344(2) D \$17.08 134.807 D Common Stock 03/25/2023 F $2.000^{(3)}$ D \$17.08 132,807 D

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

F

3.292(3)

D

\$17.08

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. Transa Code (8)		of Deriv	r osed) r. 3, 4	Expiration Da	Expiration Date (Month/Day/Year)		e and int of rities rlying ative rity (Instr. 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	Amount or Number of Shares				

Explanation of Responses:

Common Stock

1. Satisfaction of vesting conditions for Performance Stock Units ("PRSU") granted on 3/25/2020 based on performance conditions being met.

03/25/2023

- $2. \ Withholding \ of \ shares \ of \ PRSU \ vested \ on \ 3/25/2023 \ to \ pay \ for \ taxes \ due \ on \ vested \ amount.$
- 3. Withholding of shares of RSA vested on 3/25/2023 to pay for taxes due on vested amount.

/s/ David A Brager 03/28/2023

129,515

D

** 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.