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**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): November 9, 2009**

**CVB FINANCIAL CORP.**

(Exact name of registrant as specified in its charter)

<u>California</u> (State or other Jurisdiction of Incorporation)	<u>0-10140</u> (Commission File Number)	<u>95-3629339</u> (IRS Employer Identification No.)
<u>701 North Haven Avenue, Ontario, California</u> (Address of Principal Executive Offices)		<u>91764</u> (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:

- 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))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 7.01 Regulation FD Disclosure**

CVB Financial Corp. (the “Company”) is providing its investor slide presentation with information as of September 30, 2009. The slide presentation is furnished (not filed) as Exhibit 99.1 to this Current Report on Form 8-K pursuant to Regulation FD.

**Item 8.01 Other Events**

On November 9, 2009, the Company’s President and Chief Executive Officer, Christopher D. Myers, will discuss the slides furnished as Exhibit 99.1 with various potential investors.

**Item 9.01 Financial Statement and Exhibits**

(d) Exhibits

99.1 Slide presentation of CVB Financial Corp. as of September 30, 2009 (furnished pursuant to Regulation FD)

**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: November 10, 2009

By: /s/ Edward J. Biebrich Jr.  
Edward J. Biebrich Jr.,  
Executive Vice President and Chief Financial Officer

**Exhibit Index**

99.1 Slide presentation of CVB Financial Corp. as of September 30, 2009 (furnished pursuant to Regulation FD)



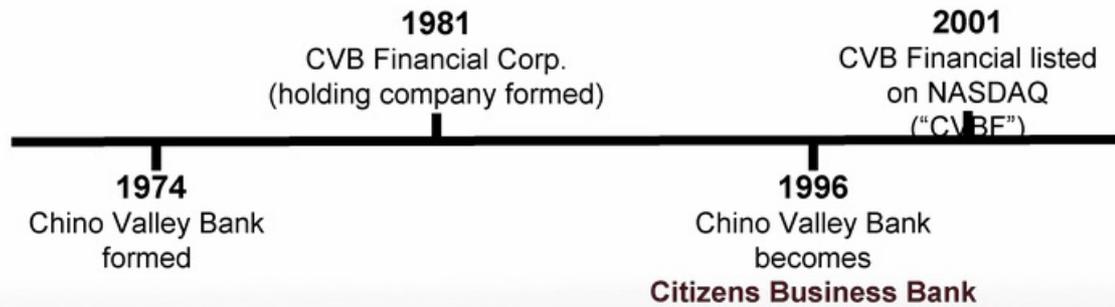
**CVB Financial Corp.**



## Safe Harbor

Certain matters set forth herein constitute “forward-looking statements” under the Private Securities Litigation Reform Act of 1995 which involve risks and uncertainties. Our actual results may differ significantly from the results discussed in such forward-looking statements. Factors that might cause such a difference include, but are not limited to, economic conditions including changes resulting from a prolonged economic downturn, adverse capital and credit market conditions and volatility within those markets, competition in the geographic and business areas in which we conduct operations, natural disasters, pandemic flu or other pandemic illness, ability to successfully integrate acquisitions, fluctuations in interest rates, ability of borrowers to perform under the terms of their loans, credit quality, and government regulations. For additional information concerning these factors and other factors which may cause actual results to differ from the results discussed in our forward-looking statements, see the periodic filings the Company makes with the Securities and Exchange Commission, and in particular “Item 1A. Risk Factors” contained in the Company’s Annual Report on Form 10-K for the year ended December 31, 2008. The Company does not undertake, and specifically disclaims, any obligation to update any forward-looking statements to reflect the occurrence of events or circumstances after the date of such statements except as required by law.

# CVB Financial Corp.



# CVB Current Snapshot

## Financial Highlights 9/30/09

> Total Assets:	\$6.5 Billion
> Net Loans:	\$3.5 Billion
> Total Deposits:	\$4.0 Billion
> Tang. Common Equity:	\$587.7 Million
> TARP Preferred:	\$0

## Operating Highlights

- > Largest financial institution headquartered in the Inland Empire region of Southern California
- > Serves 39 cities with 41 business financial centers and 5 commercial banking centers throughout the Inland Empire, LA County, Orange County and the Central Valley of California
- > Consistent profitability, with ROAA and PTPP ROAA of 1.17% and 2.01%, respectively, for the quarter ended 9/30/2009
- > Strong credit culture and underwriting integrity remain paramount at CVB
  - > NPA's / Loans & OREO: 1.65%
  - > LLR / NPL's: 150%
  - > Texas Ratio: 8.8%



Source: Q3 2009 earnings release & company filings; Texas Ratio = (NPA's + 90 days delinquent) / (Reserves + Tang. Common Equity)

# San Joaquin Bank

Acquired: 10/16/09  
FDIC Assisted Transaction

Headquarters	Bakersfield, CA
Origin	December 1980
Business Financial Centers	5
Assets	\$732 Million
Deposits	\$530 Million
Loans	\$689 Million
Loss Sharing Threshold	\$144 Million



# Existing Locations

46 Business Financial Centers  
5 Commercial Banking Centers

- ★ Commercial Banking Centers
- Business Financial Centers
- New Business Financial Centers (SJB)



# Experienced Leadership

<u>Name</u>	<u>Position</u>	Banking <u>Experience</u>	CVB <u>Service</u>
Christopher D. Myers	President Chief Executive Officer	24 Years	3 Years
Edward J. Biebrich Jr.	Executive Vice President Chief Financial Officer	27 Years	11 Years
James F. Dowd	Executive Vice President Chief Credit Officer	32 Years	1 Year
Todd E. Hollander	Executive Vice President Sales Division	18 Years	1 Year
Chris A. Walters	Executive Vice President CitizensTrust	22 Years	2 Years
Yamynn De Angelis	Executive Vice President Chief Risk Officer	30 Years	22 Years
Elsa I. Zavala	Executive Vice President Chief Information Officer	29 Years	16 Years

- Interests of senior management and board of directors aligned with those of shareholders
- Significant equity ownership among executive management and board of directors
  - Total Board: 16.1%, Borba family: 12.8%
- Knowledgeable team with significant banking experience in the Southern California markets





## **Who is CVB Financial?**



## Top U.S. Banks (Publicly Traded: \$3 Billion ↑)

--ROAE--

	Financial Institution	2008 ROAE
1	Bank of Hawaii	24.54%
2	Bank of Ozarks	15.96%
3	Northern Trust Corp.	15.57%
4	First Financial Bankshares	15.27%
5	S&T Bancorp	14.77%
6	Westamerica Bancorp	14.77%
7	State Street Corp.	14.60%
8	TrustCo Bank Corp. NY	14.28%
9	NBT Bancorp	14.16%
10	<b>CVB Financial Corp.</b>	<b>13.75%</b>
13	U.S. Bancorp	13.05%
61	City National Corp.	6.08%
66	Wells Fargo	4.97%
80	JPMorgan Chase	4.05%
93	Bank of America	2.43%

"145 Banks"

Source:  
ABA Banking Journal  
April 2009



# Bank Ratings & Awards

## **BauerFinancial Report (2009)**

- '5' Star Rating

## **ABA Banking Journal (2009)**

- 10<sup>th</sup> Ranked Bank in the Nation

## **U.S. Banker Magazine (2008)**

- 6<sup>th</sup> Ranked Bank in the Nation (3-year ROE)

## **U.S. Banker Magazine (2007)**

- Top Business Bank in the Nation
- 15<sup>th</sup> Ranked Bank in the Nation

## **America's Finest Companies Investment Directory**

- #318 out of 19,000 U.S. public companies

## **The Findley Report**

- 19 Consecutive Years – Super Premier Performing Bank

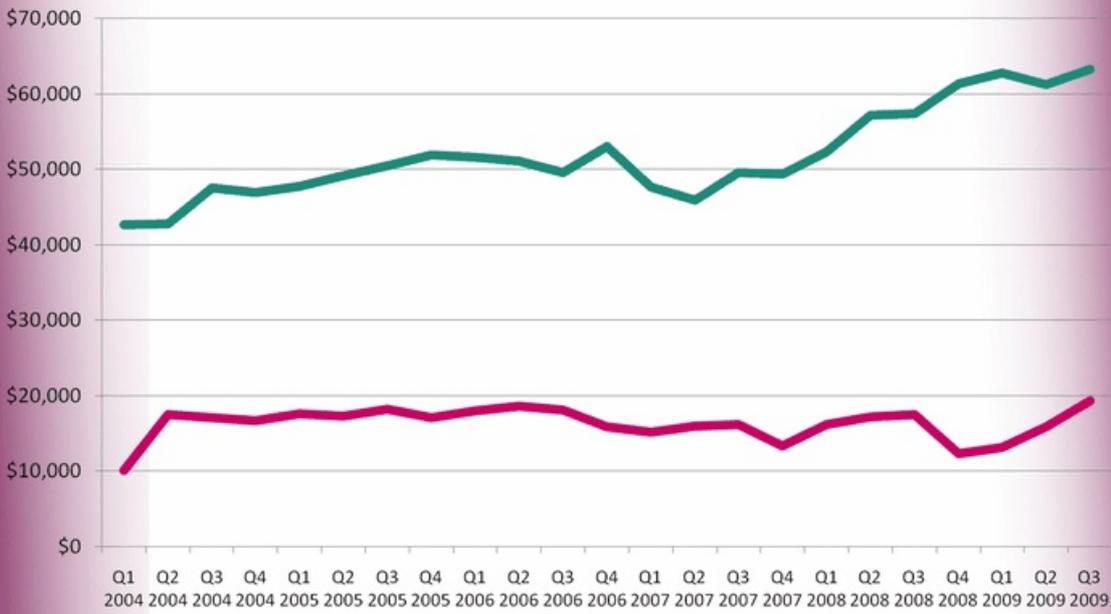
## **Fitch Rating**

- BBB+ (September 2009)



# CVBF Income

(000's)

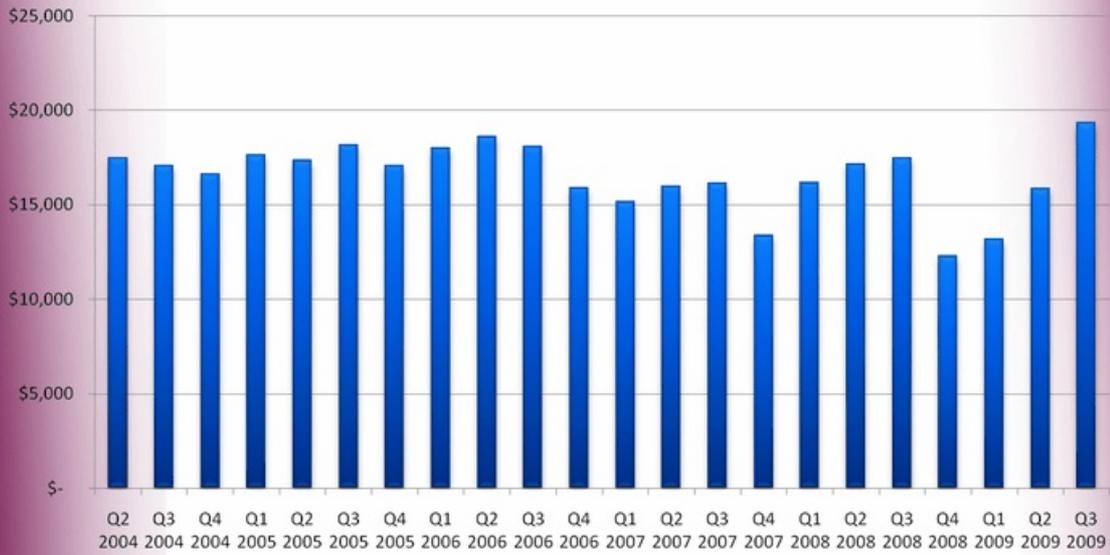


— Net Interest Income Plus Non- Interest Income (Before Loan Loss Allowance)  
— Net Income After Taxes



(000's)

# Net Income

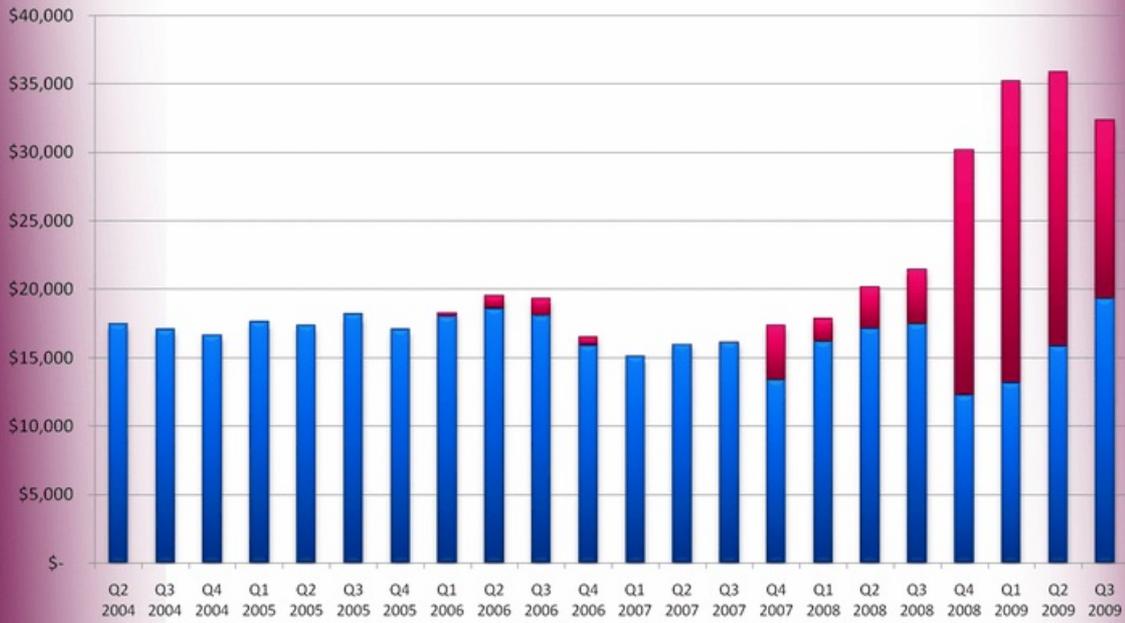


■ Net Income After Taxes



# Net Income Pre-Provision

(000's)

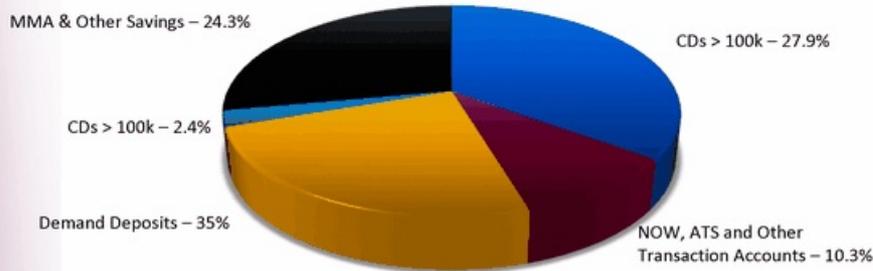


Net Income After Taxes Provision For Loan Losses



# Deposit Franchise

Total Deposits: \$4.0 Billion  
As of 9/30/2009

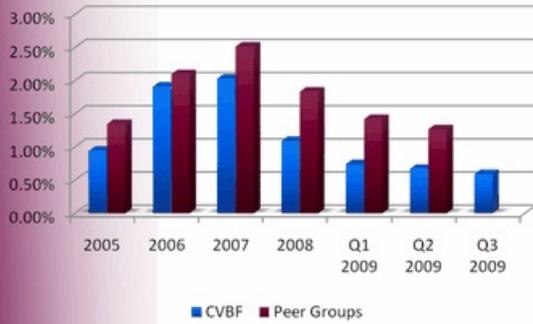


- The average cost of deposits stands at .59%. This low cost of deposits has helped the Bank expand its net interest margin to 3.75%, compared to 3.76% and 3.40% for the periods ended 6/30/ 2009 and 12/31/2008, respectively
- Strong relationship based deposit franchise, 72% of deposits are considered "core"
- Savings and demand deposits are showing a positive trend line, up 22% and 6% respectively, 12/31/2008 to 9/30/2009
- Customer Repurchase Agreements or "Citizens Sweep Manager" totaled \$460.3 Million as of 9/30/09. Average cost 0.98%

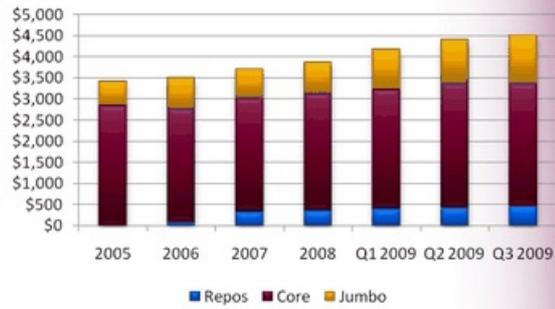


# Deposit Comparisons

### Cost of Deposits (%)



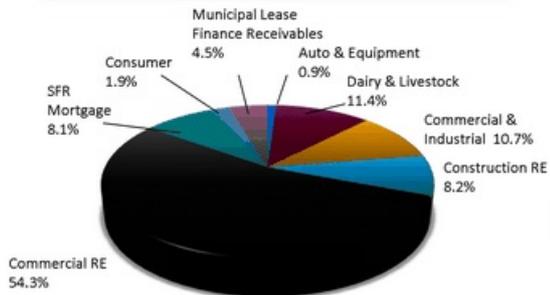
### Core Deposits (000's)



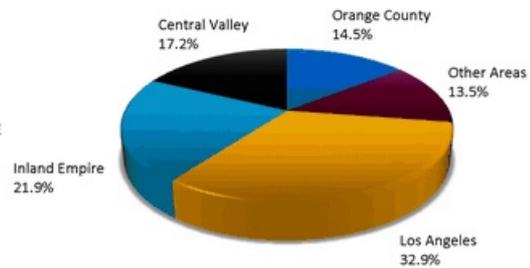
- CVB has historically enjoyed significantly lower deposit costs than its peers
- Core deposits have been steady throughout this difficult credit cycle, showing customers' confidence in CVB and its ability to thrive in the future

# Loan Portfolio Composition

Total Loans by Type



Total Loans by Region



Geographic diversification, a focus on relationship banking, and a strong credit culture have allowed CVB to mitigate loan losses through this economic downturn

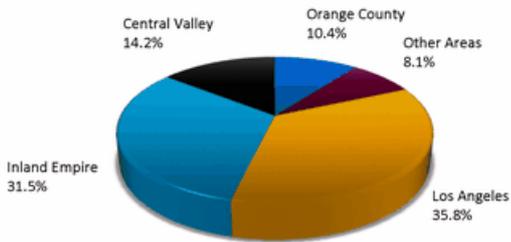
- CVB has a strong CRE banking team, lending to projects involving apartment buildings, commercial office space and industrial centers
- Profitable niche in dairy finance lending, currently 11% of total loans
- 100% of SFR portfolio is owner occupied



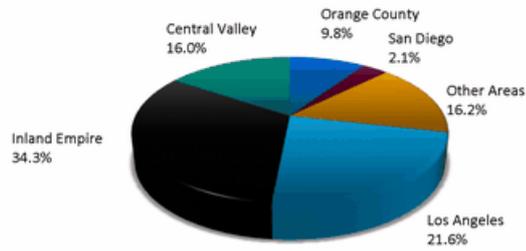
Source: Q3 2009 earnings release & company reports

# CRE & Construction Lending

CRE Portfolio by Region



Construction Portfolio by Region



As of 9/30/2009 CRE loans totaled \$1.96 billion, while construction stood at \$295.3 million, or 8.2% of total loans. Construction loans totaled \$351.5 million at 12/31/08. Of the CRE loans on the balance sheet, 37.8% are owner-occupied. \$77 million of the construction portfolio is related to residential construction, while the remaining \$218 million is allocated to commercial construction. CVB's land development exposure is limited, which has helped the Bank avoid losses in that struggling asset class. Approximately 23% of the construction portfolio is related to commercial / residential land development.

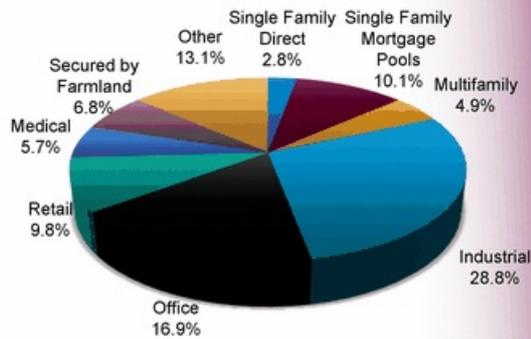


Source: Q3 2009 earnings release & company reports



# Real Estate Loan Exposure

Real Estate Loans by Type	% Owner-Occupied
Single Family – Direct	100%
Single Family – Mortgage Pools	100%
Multifamily	0%
Industrial	36.5%
Office	25.0%
Retail	14.3%
Medical	43.9%
Farmland	100%
Other	51.9%



- As of 6/30/2009 real estate loans totaled \$2.3 billion, with the largest allocation going to industrial real estate at \$653 million, or 28.8% of RE loans
- The weighted average owner occupied level for the RE portfolio is approximately 46%
- CVB's single family portfolio is 100% owner occupied
- Single family mortgage pools were purchased to diversify the Bank's portfolio as it makes few single family loans, target metrics - FICO's in the 700-800 range with LTV's in the 60% -80% range. No sub-prime lending

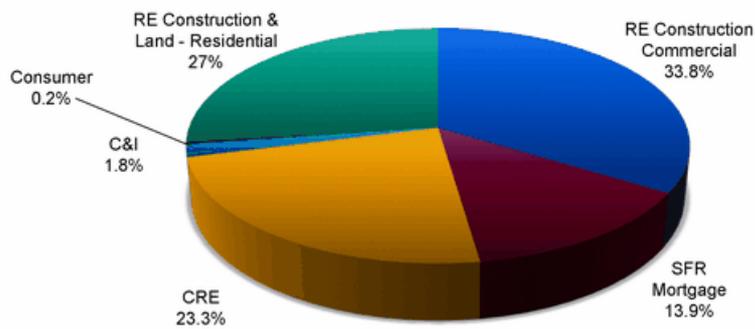
# Residential Mortgage Pools

9/30/09

	<b>Outstandings</b>	<b># of Loans</b>	<b>Average Size</b>
<b>Total Mortgage Pools</b>	<b>\$227,043,132</b>	<b>669</b>	<b>\$339,377</b>
<b>Less Capital One Pools (UC Employees)</b>	<b>(\$18,480,532)</b>	<b>199</b>	<b>\$92,867</b>
<b>Total Mortgage Pools (excluding Capital One)</b>	<b>\$208,562,600</b>	<b>470</b>	<b>\$443,750</b>



# Non-Performing Loans



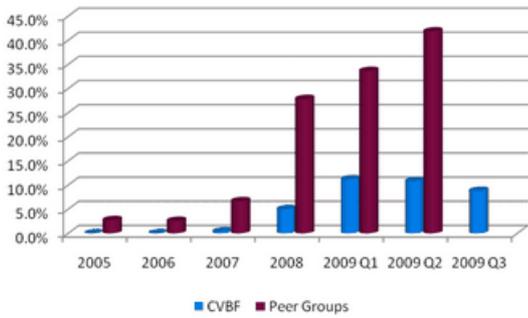
- As of 9/30/2009 non-performing assets totaled \$59.3 million, of which \$58.1 million and \$1.2 million were from non-performing loans and OREO, respectively
- On a peer comparison basis, CVB's credit metrics are superior
  - NPA's / Loans & OREO: 1.65% vs. 4.7% for peers
  - LLR / NPL's: 150.2% vs. 69.9% for peers
  - NCO's / Avg. Loans: 0.05% vs. 2.3% for peers
- As of 9/30/2009 over 30 days past due loans totaled 0.19%



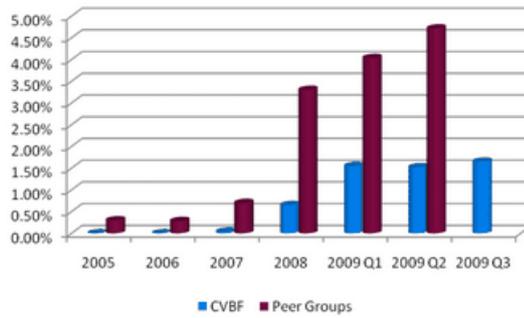
Source: Q3 2009 earnings release and other company filings. Peers represent select CA, OR & WA banks with assets \$2 - \$9.5 billion, peer data as of 6/30/09

# Superior Credit Quality

## Texas Ratio



## NPA's/Loans & OREO

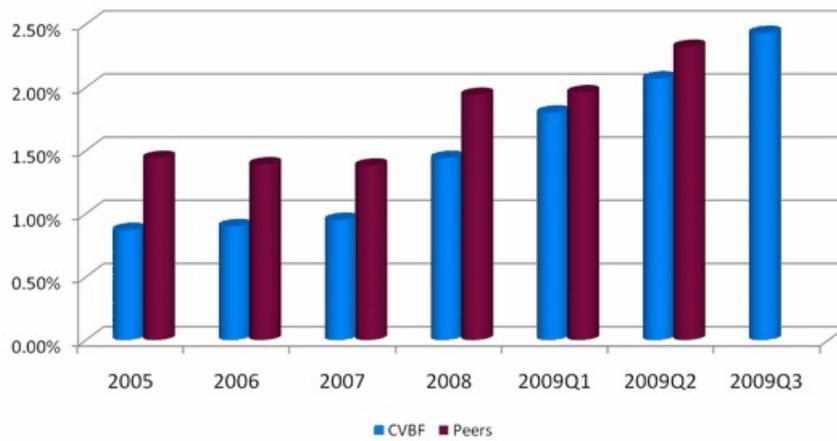


- > CVB's strong loan underwriting culture has limited its exposure to problem credits
- > Continued profitability has allowed CVB to build its capital base and reserves for loan losses.



Source: Q3 2009 earnings release, SNL Financial—peers represent select CA, OR & WA banks with assets \$2 - \$9.5 billion, peer data as of 9/30/09

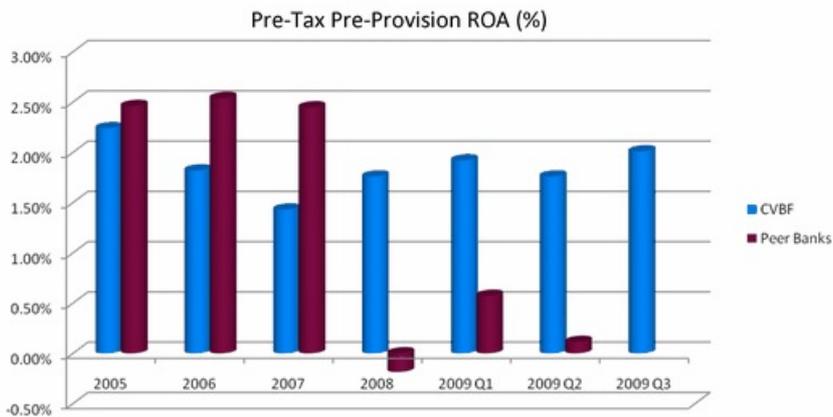
## Loan Loss Reserves



Reserves to loans currently stands at 2.43%, up from 1.44% and 0.95% at 12/31/2008 and 12/31/2007.



# Earnings Power



- On a "PTPP" earnings basis, CVB continues to outperform its competitors
- The Bank's focus on controlling expenses is ongoing, the Bank had an efficiency ratio of 52.4% for the quarter ended 9/30/2009
- CVB has never reported an annual loss in over thirty years
- The Bank continues to pay a per-share dividend of 8.5 cents per quarter, yielding 4.5%



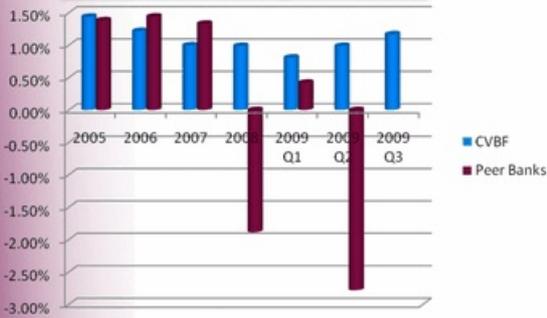
Source: Q3 2009 earnings release & company filings

Note: Peers = Nationwide public banks with assets between \$3-\$10 billion, peer data as of 9/30/09

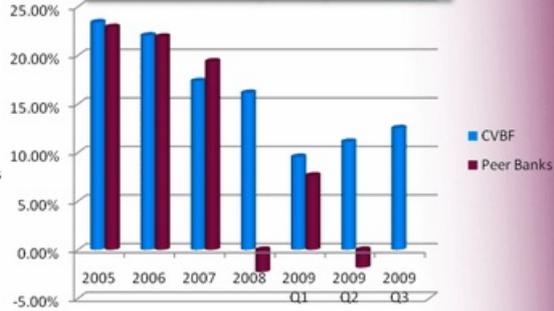


# Peer Profitability Metrics

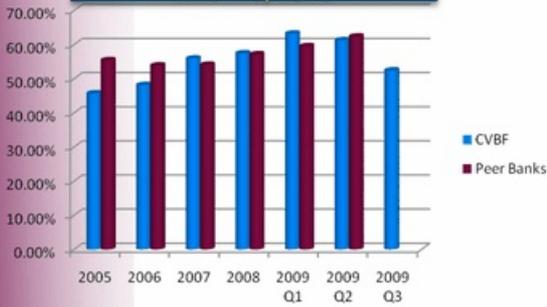
### Return on Average Assets



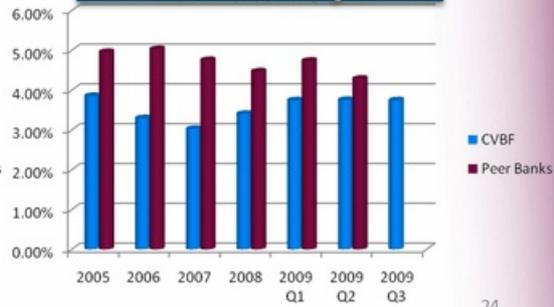
### Return on Average Tangible Equity



### Efficiency Ratio



### Net Interest Margin

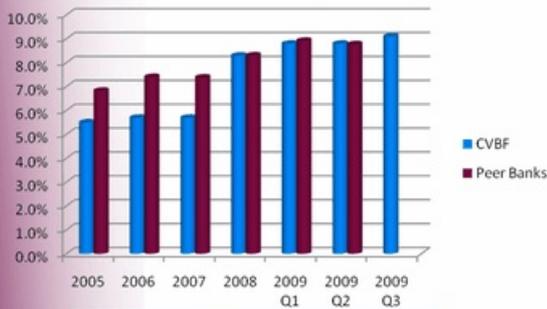


Source: Q3 2009 earnings release & company reports, SNL Financial—peers represent select CA, OR & WA banks with assets \$2 - \$9.5 billion, peer data as of 9/30/09

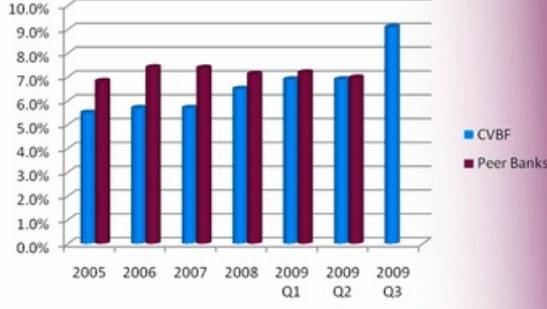


# Peer Capital Metrics

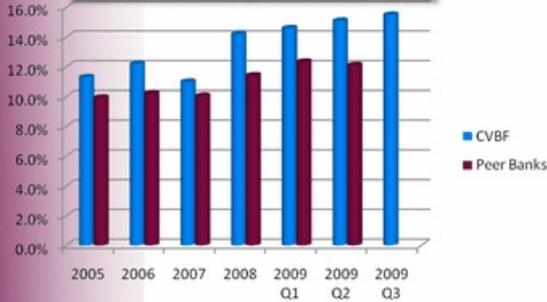
**Tangible Equity/Tangible Assets**



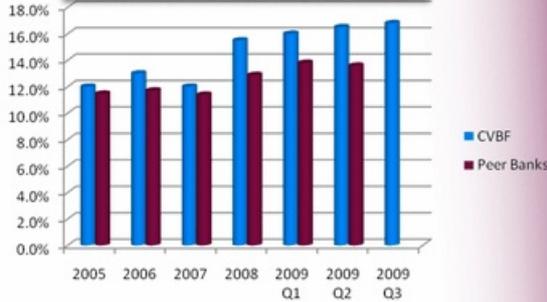
**Tangible Common Equity/Tangible Assets**



**Tier 1 Capital Ratio**



**Total Risk – Based Capital Ratio**



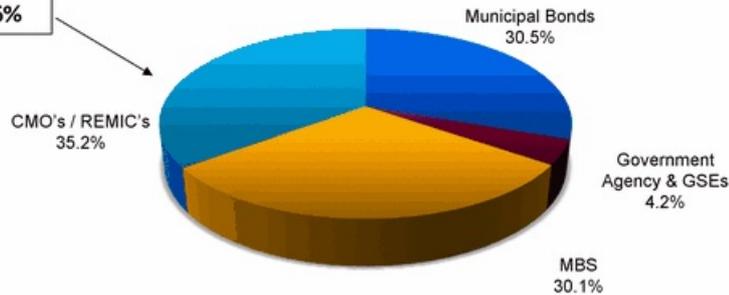
Source: Q3 2009 earnings release & company reports, SNL Financial—peers represent select CA, OR & WA banks with assets \$2 - \$9.5 billion, peer data as of 9/30/09  
 PF TCE/TA ratio reflects net proceeds of a \$115 million common equity raise with a 15% over-allotment option, as well as the redemption of TARP preferred stock



# Securities Portfolio

Yield on securities portfolio: 4.86%

## Securities Available For Sale



- Securities portfolio totaled \$2.3 billion at the end of the third quarter, 2009. During the first nine months of 2009, the Bank sold certain short maturity securities and recognized a gain on sale of \$28.4 million. The portfolio represents 37.8% of the Bank's total earning assets
- Virtually all of the Bank's mortgage-backed securities were issued by Freddie Mac or Fannie Mae which have the guarantee of the U.S. government. Ninety-four percent of the Bank's municipal portfolio contains securities which have an underlying rating of investment grade. California municipals represent only 6.3% of the municipal bond portfolio

Source: Q3 2009 earnings release. As of 9/30/2009 securities held-to-maturity were valued at approximately \$4.2 million  
Yield on securities represents the fully taxable equivalent



# Investment Portfolio:

**\$2.3 Billion**  
**--Mark to Market--**



# Why Invest in CVB Financial?

## ➤ Organic Growth

- 5 New Commercial Banking Teams
- One Specialty Banking Team
- Total Deposits increased (including REPO's) by \$944 million from 9/30/08 to 9/30/09

## ➤ Growth Through Acquisitions

- FDIC Assisted
- "Good Banks"
- Trust/Wealth Management



## Why Invest in CVB Financial?

- Quality low-cost core deposit franchise
- Disciplined credit culture
- Strong capital position
- Well-positioned to expand business
  - High-quality client relationships
  - Talented bankers/rainmakers
  - Strong capital base for acquisitions
  - Diminished local competition
- Strong board ownership position (16%)
- Attractive long-term growth markets
- Consistent historical dividend payments (current yield 4.5%)





**Thank you!**

