

CVB FINANCIAL CORP  
Form 8-K  
May 03, 2017

**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): **May 2, 2017**

**CVB FINANCIAL CORP.**

(Exact name of registrant as specified in its charter)

<b>California</b> (State or other jurisdiction of incorporation or organization)	<b>0-10140</b> (Commission file number)	<b>95-3629339</b> (I.R.S. employer identification number)
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<b>701 North Haven Avenue, Ontario, California</b> (Address of principal executive offices)	<b>91764</b> (Zip Code)
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**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.):

- 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))

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

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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.

**Item 7.01 Regulation FD Disclosure.**

The Chief Executive Officer and/or the Chief Financial Officer of CVB Financial Corp. (the Company) will make presentations to institutional investors at various meetings during the months of May and June 2017. The May 2017 slide presentation, updated to reflect first quarter 2017 financial information, is included as Exhibit 99.1 of this report. The information in this report (including Exhibit 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.cbcbank.com](http://www.cbcbank.com) under the Investors tab.

**Item 8.01 Other Events.**

On August 11, 2016, CVB Financial Corp. (the Company), the holding company for Citizens Business Bank, issued a press release announcing that its Board of Directors authorized an increase in the Company's common stock repurchase program (the Repurchase Program) to a maximum of 10,000,000 shares. As of March 31, 2017, 9,918,200 shares of the Company's common stock remained available for repurchase under the Repurchase Program. In connection with the Repurchase Program, on May 2, 2017 the Company entered into a Rule 10b5-1 repurchase plan (the 10b5-1 Plan) whereby a maximum of 9,918,200 shares of the Company's common stock may be repurchased beginning May 2, 2017 until the 10b5-1 Plan expires on May 2, 2018, unless completed sooner or otherwise extended or terminated.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

Exhibit No.	Description
99.1	Copy of the CVB Financial Corp. May 2017 slide presentation, updated to reflect first quarter 2017 financial information, which its Chief Executive Officer and/or Chief Financial Officer will utilize while making a presentation to institutional investors at various meetings.

**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: May 3, 2017

By: /s/ E. Allen Nicholson  
E. Allen Nicholson  
Executive Vice President and Chief  
Financial Officer

**Exhibit Index**

- 99.1 Copy of the CVB Financial Corp. May 2017 slide presentation, updated to reflect first quarter 2017 financial information, which its Chief Executive Officer and/or Chief Financial Officer will utilize while making a presentation to institutional investors at various meetings.