#### CVB FINANCIAL CORP

Form 4

September 17, 2014

## FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB

**OMB APPROVAL** 

Number:

3235-0287

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January 31, 2005

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obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * Myers Christopher D |                |               | Symbol              | nd Ticker or Trading  IAL CORP [CVBF] | 5. Relationship of Reporting Person(s) to Issuer  (Check all applicable) |                         |                |  |
|---|----------------|---------------|---------------------|---------------------------------------|--|-------------------------|----------------|--|
| (Last)  | (First)        | (Middle)      | 3. Date of Earliest | e of Earliest Transaction             |  | (====== an approvation) |                |  |
|   |                |               | (Month/Day/Year)    |                                       | _X_ Director   |                         | _ 10% Owner    |  |
| 701 N. HAVEN AVE., SUITE 350                                  |                |               | 09/16/2014          |                                       | X Officer (give title Other (speci<br>below) below)<br>President & CEO   |                         |                |  |
|   | (Street)       |               | 4. If Amendment,    | Date Original                         | 6. Individual or J   | Joint/Group             | Filing(Check   |  |
| ONTARIO   | , CA 91764     |               | Filed(Month/Day/Yo  | ear)                                  | Applicable Line) _X_ Form filed by Form filed by Person                  | *                       | ~              |  |
| (City)  | (State)        | (Zip)         | Table I - Non       | -Derivative Securities Acq            | quired, Disposed o   | of, or Benef            | ficially Owned |  |
| 1.Title of  | 2. Transaction | Date 2A. Deem | ed 3.               | 4. Securities Acquired                | 5. Amount of   | 6.                      | 7. Nature      |  |

|                                      |            |   |        |        |     | -             | •  |  | <u> </u>  |
|--------------------------------------|------------|---|--------|--------|-----|---------------|--|--|---|
| 1.Title of<br>Security<br>(Instr. 3) |            | ransaction Date 2A. Deemed enth/Day/Year) Execution Date, if any (Month/Day/Year) |        |        |     | quired of (D) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|                                      |            |   | Code V | Amount | (D) | Price         | (Instr. 3 and 4)   |  |   |
| Common<br>Stock                      | 09/16/2014 |   | M      | 11,614 | A   | \$ 8.61       | 453,052  | D  |   |
| Common<br>Stock                      | 09/16/2014 |   | F      | 25,000 | D   | \$<br>15.28   | 428,052  | D  |   |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of onDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |                                     |
|---|---|--------------------------------------|---|---|---|-------------------------------------|--------------------|---|-------------------------------------|
|   |   |                                      |   | Code V                                  | (A) (D)   | Date<br>Exercisable                 | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of Shares |
| Stock Option (right to buy)                         | \$ 8.61   | 09/16/2014                           |   | M                                       | 11,614  | 09/16/2009                          | 09/16/2019         | Common<br>Stock   | 11,614                              |

## **Reporting Owners**

| Reporting Owner Name / Address   | Relationships |           |                 |       |  |  |  |
|--|---------------|-----------|-----------------|-------|--|--|--|
| reporting Owner Frame, reducess  | Director      | 10% Owner | Officer         | Other |  |  |  |
| Myers Christopher D<br>701 N. HAVEN AVE., SUITE 350<br>ONTARIO, CA 91764 | X             |           | President & CEO |       |  |  |  |

## **Signatures**

/s/ Christopher D.

Myers

\*\*Signature of Reporting

Date

## **Explanation of Responses:**

- \* 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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