

CVB FINANCIAL CORP
Form 10-K/A
March 08, 2007

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

Form 10-K/A

**Amendment No. 1
to
Form 10-K**

**ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934.**

For the fiscal year ended December 31, 2006

or

**TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934.**

For the transition period from N/A to N/A

Commission file number 1-10140

CVB FINANCIAL CORP.

(Exact name of registrant as specified in its charter)

California

*(State or other jurisdiction of
incorporation or organization)*

701 N. Haven Avenue, Suite 350

Ontario, California

(Address of Principal Executive Offices)

95-3629339

*(I.R.S. Employer
Identification No.)*

91764

(Zip Code)

Registrant's telephone number, including area code (909) 980-4030

Securities registered pursuant to Section 12(b) of the Act:

Title of Class

Name of Each Exchange on Which Registered

Common Stock, no par value
Preferred Stock Purchase Rights

NASDAQ Stock Market, LLC
NASDAQ Stock Market, LLC

Securities registered pursuant to Section 12(g) of the Act:

None

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act. Yes No

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act. Yes No

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Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K.

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer. See definition of "accelerated filer and large accelerated filer" in Rule 12b-2 of the Exchange Act.

Large accelerated filer Accelerated Filer Non-accelerated filer

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Act). Yes No

As of June 30, 2006, the aggregate market value of the common stock held by non-affiliates of the registrant was approximately \$899,009,320.

Number of shares of common stock of the registrant outstanding as of February 22, 2007: 84,283,333.

Documents Incorporated By Reference

Part of

Definitive Proxy Statement for the Annual Meeting of Stockholders which will be filed within 120 days of the fiscal year ended December 31, 2006

Part III of
Form 10-K

CVB FINANCIAL CORP.

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Explanatory Note

This Amendment No. 1 on Form 10K/A (Form 10-K/A) to our Annual Report on Form 10-K for the year ended December 31, 2006, initially filed with the Securities and Exchange Commission (the SEC) on February 28, 2007 (the Original Filing), is being filed to reflect changes to Item 6. Selected Financial Data of Part II of the Original Filing, as detailed below and solely to correct the errors described below, and no other information in the Original Filing is amended hereby. Accordingly, the items have not been updated to reflect other events occurring after the Original Filing or to modify or update those disclosures affected by subsequent events.

Item 6. Selected Financial Data of Part II of the Original Filing has been amended to correct typographical errors in Borrowings, Junior Subordinated Debentures, Stockholder s Equity, and the Equity-to-Assets Ratio for 2006.

Except for the foregoing amended information, this Form 10K/A continues to describe conditions as of the date of the Original Filing, and we have not updated the disclosures contained herein to reflect events that occurred at a later date.

Item 6. Selected Financial Data.

The following table reflects selected financial information at and for the five years ended December 31. Throughout the past five years, the Company has acquired other banks. This may affect the comparability of the data.

| | At December 31, | | | | |
|--|---|------------------|------------------|------------------|------------------|
| | 2006 | 2005 | 2004 | 2003 | 2002 |
| | (Amounts and numbers in thousands except per share amounts) | | | | |
| Interest Income | \$ 316,660 | \$ 246,948 | \$ 197,702 | \$ 166,346 | \$ 154,323 |
| Interest Expense | 147,464 | 77,436 | 46,517 | 37,053 | 40,439 |
| Net Interest Income | 169,196 | 169,512 | 151,185 | 129,293 | 113,884 |
| Provision for Credit Losses | 3,000 | | | | |
| Other Operating Income | 33,258 | 27,505 | 27,907 | 29,989 | 29,018 |
| Other Operating Expenses | 95,824 | 90,053 | 89,722 | 77,794 | 66,056 |
| Earnings Before Income Taxes | 103,630 | 106,964 | 89,370 | 81,488 | 76,846 |
| Income Taxes | 31,724 | 36,346 | 27,884 | 28,656 | 27,101 |
| NET EARNINGS | \$ 71,906 | \$ 70,618 | \$ 61,486 | \$ 52,832 | \$ 49,745 |
| Basic Earnings Per Common Share(1) | \$ 0.85 | \$ 0.84 | \$ 0.74 | \$ 0.64 | \$ 0.60 |
| Diluted Earnings Per Common Share(1) | \$ 0.85 | \$ 0.83 | \$ 0.73 | \$ 0.63 | \$ 0.59 |
| Cash Dividends Declared Per Common Share | \$ 0.355 | \$ 0.420 | \$ 0.480 | \$ 0.480 | \$ 0.540 |
| Cash Dividends paid | 27,876 | 27,963 | 23,821 | 21,638 | 20,800 |
| Dividend Pay-Out Ratio(3) | 38.77% | 39.60% | 38.74% | 40.96% | 41.81% |
| Weighted Average Common Shares(1): | | | | | |
| Basic | 84,154,216 | 84,139,254 | 83,221,496 | 82,813,541 | 82,475,422 |
| Diluted | 84,813,875 | 84,911,893 | 84,258,933 | 84,408,373 | 84,280,226 |
| Common Stock Data: | | | | | |
| Common shares outstanding at year end(1) | 84,281,722 | 84,073,227 | 83,416,193 | 82,997,315 | 82,304,822 |
| Book Value Per Share(1) | \$ 4.62 | \$ 4.08 | \$ 3.81 | \$ 3.45 | \$ 3.16 |

Financial Position:

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| | | | | | |
|---|--------------|--------------|--------------|--------------|--------------|
| Assets | \$ 6,094,262 | \$ 5,422,971 | \$ 4,511,011 | \$ 3,854,349 | \$ 3,123,411 |
| Investment Securities available-for-sale | 2,582,902 | 2,369,892 | 2,085,014 | 1,865,782 | 1,430,599 |
| Net Loans | 3,042,459 | 2,640,659 | 2,117,580 | 1,738,659 | 1,424,343 |
| Deposits | 3,406,808 | 3,424,046 | 2,875,039 | 2,660,510 | 2,309,964 |
| Borrowings | 2,139,250 | 1,496,000 | 1,186,000 | 786,500 | 468,000 |
| Junior Subordinated debentures | 108,250 | 82,476 | 82,746 | 82,476 | |
| Stockholders Equity | 389,339 | 342,877 | 317,483 | 286,721 | 259,821 |
| Equity-to-Assets Ratio(2) | 6.38% | 6.32% | 7.04% | 7.44% | 8.32% |
| Financial Performance: | | | | | |
| Return on: | | | | | |
| Beginning Equity | 20.97% | 22.24% | 21.44% | 20.33% | 22.53% |
| Average Equity | 19.75% | 20.87% | 20.33% | 19.17% | 20.45% |
| Average Assets | 1.25% | 1.45% | 1.47% | 1.54% | 1.83% |
| Net Interest Margin (TE) | 3.31% | 3.86% | 3.99% | 4.18% | 4.66% |
| Efficiency Ratio | 48.04% | 45.71% | 50.10% | 48.84% | 46.22% |

| | At December 31, | | | | |
|--|--|-------------|-------------|-------------|-------------|
| | 2006 | 2005 | 2004 | 2003 | 2002 |
| | (Amounts and numbers in thousands except per share amounts) | | | | |
| Credit Quality: | | | | | |
| Allowance for Credit Losses | \$ 27,737 | \$ 23,204 | \$ 22,494 | \$ 21,282 | \$ 21,666 |
| Allowance/Total Loans | 0.90% | 0.87% | 1.05% | 1.21% | 1.50% |
| Total Non Performing Loans | \$ | \$ | \$ 2 | \$ 548 | \$ 824 |
| Non Performing Loans/Total Loans | 0.00% | 0.00% | 0.00% | 0.03% | 0.06% |
| Allowance/Non Performing Loans | | | 1,124,698% | 3,884% | 2,629% |
| Net (Recoveries)/Charge-offs | \$ (1,533) | \$ 46 | \$ (1,212) | \$ 1,418 | \$ 1,128 |
| Net (Recoveries)/Charge-Offs/Average Loans | -0.05% | 0.00% | -0.06% | 0.09% | 0.09% |
| Regulatory Capital Ratios | | | | | |
| For the Company: | | | | | |
| Leverage Ratio | 7.8% | 7.7% | 8.3% | 8.6% | 7.6% |
| Tier 1 Capital | 12.3% | 11.3% | 12.6% | 13.2% | 10.2% |
| Total Capital | 13.1% | 12.0% | 13.4% | 14.5% | 11.2% |
| For the Bank: | | | | | |
| Leverage Ratio | 7.1% | 7.3% | 7.8% | 8.6% | 7.6% |
| Tier 1 Capital | 11.1% | 10.8% | 11.9% | 13.2% | 10.2% |
| Total Capital | 11.8% | 11.5% | 12.7% | 14.2% | 11.3% |

- (1) All earnings per share information has been retroactively adjusted to reflect the 10% stock dividend declared December 20, 2006 and paid January 19, 2007, the 5-for-4 stock split declared on December 21, 2005, which became effective January 10, 2006, the 5-for-4 stock split declared December 15, 2004, which became effective December 29, 2004, the 10% stock dividend declared December 17, 2003 and paid January 2, 2004, and the 5-for-4 stock split declared December 18, 2002, which became effective January 3, 2003. Cash dividends declared per share are not restated in accordance with generally accepted accounting principles.
- (2) Stockholders' equity divided by total assets.
- (3) Cash dividends divided by net earnings.

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this Amendment No. 1 to Form 10-K to be signed on its behalf by the undersigned, thereunto duly authorized, on the 8th day of March 2007.

Cvb Financial Corp.

By: /s/ Christopher D. Myers
Christopher D. Myers
President and Chief Executive Officer

EXHIBIT INDEX

**Exhibit
No.**

- 31.1 Certification of Christopher D. Myers pursuant to Section 302 of the Sarbanes-Oxley Act of 2002
- 31.2 Certification of Edward J. Biebrich, Jr. pursuant to Section 302 of the Sarbanes-Oxley Act of 2002
- 32.1 Certification of Christopher D. Myers pursuant to Section 906 of the Sarbanes-Oxley Act of 2002
- 32.2 Certification of Edward J. Biebrich, Jr. pursuant to Section 906 of the Sarbanes-Oxley Act of 2002