

CVB FINANCIAL CORP
Form DEFA14A
May 10, 2004

SCHEDULE 14A INFORMATION

**PROXY STATEMENT PURSUANT TO SECTION 14(a) OF THE
SECURITIES EXCHANGE ACT OF 1934**

(AMENDMENT NO. ____)

Filed by the Registrant

Filed by a Party other than the Registrant _____

Check the appropriate box:

_____ Preliminary Proxy Statement

_____ Definitive Proxy Statement

_____ Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Additional Materials

_____ Soliciting Material Pursuant to sec. 240.14a-11(c) or sec. 240.14a-12

CVB Financial Corp.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

Fee not required.

_____ Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11(a)(2) and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

_____ Fee paid previously with preliminary materials.

_____ Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and the fee is being offset by a fee offsetting fee was paid previously. Identify the previous filing registration statement number, of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

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(3) Filing Party:

(4) Date Filed:

CVB Financial Corp. Letterhead

May 7, 2004

Dear Shareholder:

On April 7, 2004, we began mailing our proxy statement for our 2004 Annual Meeting of Shareholders on Wednesday, May 19, 2004.

On April 30, 2004, our accountants, Deloitte & Touche LLP, announced that they had decided not to audit us as we are removing our Proposal 2, Ratification of Appointment of Independent Public Accountants as a matter of course.

On May 7, 2004, we filed a Form 8-K with the Securities and Exchange Commission relating to this matter. The Form 8-K is available on the website of the Securities and Exchange Commission at www.sec.gov.

As set forth in the Form 8-K, the reports of Deloitte & Touche LLP on our consolidated financial statements for the years ended December 31, 2002 and 2003 did not contain an adverse opinion or a disclaimer of opinion, nor were they modified or qualified in scope or accounting principle in any respect. In addition, during our last two fiscal years and 2004, there were no disagreements between us and Deloitte & Touche LLP on any matter of accounting principle, statement disclosure, or auditing scope or procedure which disagreements, if not resolved to the satisfaction of the LLP would have caused it to make reference to the subject matter of the disagreement in connection with its audit report.

Our audit committee is currently in the process of identifying a new accounting firm. We will file the results of our search with the Securities and Exchange Commission after our audit committee makes that appointment.

We look forward to seeing you at our 2004 Annual Meeting.

Sincerely,

/s/ D. Linn Wiley
D. Linn Wiley
President and
Chief Executive Officer