## Form **8937**(December 2011) Department of the Treasury Internal Revenue Service

## Report of Organizational Actions Affecting Basis of Securities

► See separate instructions.

OMB No. 1545-2224

Part I Reporting	lssuer				
1 Issuer's name				2 Issuer's employer identification number (EIN)	
Central Valley Community	Rancorn			770539125	
Central Valley Community Bancorp  3 Name of contact for additional information 4 T			e No. of contact	5 Email address of contact	
• 114.115 5. 55.1145. 15. 44.		. releption	·	C Email address of contact	
Dave Kinross, CFO			(559) 323-3420	Dave.Kinross@cvcb.com	
6 Number and street (or F	P.O. box if mail is not	7 City, town, or post office, state, and Zip code of contact			
7400 N. Firemaiol Daire. Co	404			F	
7100 N. Financial Drive, Suite 101  8 Date of action  9 Classification and description				Fresno, CA 93720	
July 1, 2013	-				
10 CUSIP number	11 Serial number(	s)	12 Ticker symbol	13 Account number(s)	
155685100	nal Action Aug		NASDAQ: CVCY	Desired of forms for a 188 at 188	
				See back of form for additional questions. ate against which shareholders' ownership is measured for	
the action ► See atta		ррисаріе, тн	e date of the action of the d	ate against which shareholders, ownership is measured for	
See all	achea document.				
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15 Describe the quantitat share or as a percenta	ive effect of the orga age of old basis ► Se	nizational act	ion on the basis of the seculocument.	urity in the hands of a U.S. taxpayer as an adjustment per	
Describe the calculation valuation dates ► See			data that supports the calcu	ulation, such as the market values of securities and the	
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Cat. No. 37752P

Part		Organizational Action (continued)		1				
17 L	ist the	applicable Internal Revenue Code section	n(s) and subsection(s) upon which the tax	treatment is bas	ed ► See attached document.			
			· (c) and an analysis (c) appears in the same		oo attaonoa aooament.			
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18 C	an an	y resulting loss be recognized? ► <u>See att</u>	ached document.					
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		<u> </u>						
19 P	rovide	any other information necessary to implement	ment the adjustment, such as the reporta	ble tax year ► <u>Se</u>	ee attached document.			
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	Linde	r penalties of perjury, I declare that I have exan	nined this return, including accompanying sche	dules and stateme	ents and to the best of my knowledge and			
	belief	, it is true, correct, and complete. Declaration of	preparer (other than officer) is based on all info	ermation of which p	preparer has any knowledge.			
Sign		$\int \int \partial u du d$						
Here	Ciana	was day la- Ann	<del></del>	Data - July	, 25, 2013			
	Signa	ture Vum		Date ►	,,			
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	Print	your name ► Dave Kinross  Print/Type preparer's name	Preparer's signature	Title ► Senior	r Vice President, CFO			
Paid		Tranviye proparer straine		200	Check if PTIN			
Prepa	arer		I	1	self-employed			
		Firm's name	*		Firm's EIN ▶			
		Firm's address ▶	<u>-</u>		Phone no.			
Send Fo	rm 89	37 (including accompanying statements) t	o: Department of the Treasury, Internal R	evenue Service,	Ogden, UT 84201-0054			

## **ATTACHMENT TO FORM 8937**

Central Valley Community Bancorp

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured far the action.

On July 1, 2013, Central Valley Community Bancorp (NASDAQ: CVCY), a bank holding company headquartered in Fresno, California, and the parent company of Central Valley Community Bank, acquired Visalia Community Bank (OTCBB: VSMU), which was headquartered in Visalia, California, in a forward triangular merger pursuant to which Visalia Community Bank merged with and into Central Valley Community Bank. In connection with the merger, each share of Visalia Community Bank common stock was converted into the right to receive 2.971 shares of Central Valley Community Bancorp common stock and \$26.00 in cash. Central Valley Community Bancorp issued an aggregate of approximately 1.263 million shares of its common stock and aggregate cash of \$11.050 million to Visalia Community Bank shareholders. Based on the closing price of Central Valley Community Bancorp common stock on June 28, 2013 of \$10.08 per share, the aggregate consideration to be paid to Visalia Community Bank common shareholders is approximately \$23.78 million.

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis.

Because Central Valley Community Bancorp does not have information regarding the basis of former Visalia Community Bank stockholders in their Visalia Community Bank stock exchanged for Central Valley Community Bancorp stock, it does not know whether or to what extent such stockholders recognized gain relating to the receipt of cash and, therefore, it cannot state the quantitative effect of the transaction on the basis of Central Valley Community Bancorp stock now held by former Visalia Community Bank stockholders.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates.

Under Internal Revenue Code Section 358, the Central Valley Community Bancorp stock basis of each Visalia Community Bank stockholder who received Central Valley Community Bancorp

common stock and cash will equal the aggregate adjusted tax basis of the shares of Visalia Community Bank common stock surrendered, reduced by the amount of cash received by the stockholder (excluding any cash received in lieu of a fractional share of Central Valley Community Bancorp common stock) and increased by the amount of gain, if any, recognized by the stockholder (excluding any gain recognized with respect to cash received in lieu of a fractional share of Central Valley Community Bancorp common).

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based.

This was a merger under Section 368(a)(1)(A) by virtue of Section 368(a)(2)(D). Section 358 determines the basis of former Visalia Community Bank stockholders in their Central Valley Community Bancorp stock.

18 Can any resulting loss be recognized?

No

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year.

The exchanges of Visalia Community Bank stock for Central Valley Community Bancorp stock occurred during the 2013 calendar year.