MVB FINANCIAL CORP

Form 4 July 02, 2014

FORM 4

OMB APPROVAL

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16.

Expires: January 31, 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations may continue.

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

See Instruction 30(h) of the Investment Company Act of 1940

1(b).

Shares

(Print or Type Responses)

1. Name and Address of Reporting Person * DEAN HARRY E III		Symbol		5. Relationship of Reporting Person(s) to Issuer				
		MVB	FINANCIAL CORP [MVBF]	(Check all applicable)				
(Last)	(First)		of Earliest Transaction					
2400 CRA	`		/Day/Year) /2014	X_ Director 10% Owner Officer (give title below) Other (specify below)				
	(Street)	4. If An	nendment, Date Original	6. Individual or Joint/Group Filing(Check				
		Filed(M	Ionth/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person				
MORGAN	TOWN, WV 265	08	Form filed by More than One Person					
(City)	(State)	(Zip) Ta	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned					
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		(A) or	5. Amount of 6. 7. Nature of Securities Ownership Indirect Beneficially Form: Beneficial Owned Following Direct (D) Ownership Reported or Indirect (Instr. 4) Transaction(s) (I) (Instr. 3 and 4) (Instr. 4)				
			Code V Amount (D) Pric					
Common Shares	06/16/2014	06/16/2014	J <u>(5)</u> 458.0825 A \$ 10	Gift Trust $ \begin{array}{ccccccccccccccccccccccccccccccccccc$				
Common				16 500 (4) D				

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

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SEC 1474

(9-02)

16,500 (4)

D

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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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of onDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5	6. Date Exercisal Expiration Date (Month/Day/Yea		7. Title and Underlying (Instr. 3 and
				Code V	(A) (I	Date Exercisable	Expiration Date	Title
Common Shares	\$ 12 <u>(6)</u>					01/01/2014(2)	01/01/2023	Common Shares
Common Shares	\$ 16 <u>(6)</u>					02/21/2015(3)	02/21/2024	Common Shares
Convertible Subordinated Promissory Note	\$ 16	06/30/2014		J <u>(7)</u>	\$ 1,000,000	06/30/2015	07/30/2019	Common Shares

Reporting Owners

Reporting Owner Name / Address	Relationships				
Topozonig O William V Tunit Coo	Director	10% Owner	Officer	Other	
DEAN HARRY E III					
2400 CRANBERRY SQ.	X				
MORGANTOWN WV 26508					

Signatures

Lisa Wanstreet McCormick, POA for Harry E
Dean, III
07/02/2014

**Signature of Reporting Person 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).
- (1) Harry Edward Dean III Gift Trust Sharri Lynn Dean, Trustee
- (2) MVB Stock Options 1/5 of shares become available 01/01/14, 01/01/15, 01/01/16, 01/01/17 and 01/01/18, respectively
- (3) MVB Stock Options 1/5 of the options become exercisable 02/21/15, 02/21/16, 02/21/17, 02/21/18 and 02/21/19, respectively
- (4) Share amount adjusted for the 2 for 1 stock split April 1, 2014
- (5) Shares acquired thru the DRIP on 06/16/2014
- (6) Share price adjusted for the 2 for 1 stock split April 1, 2014
- (7) Convertible Subordinated Promissory Note

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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