#### **MVB FINANCIAL CORP**

Form 4

January 23, 2015

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

Beneficial

Ownership

(Instr. 4)

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

**OMB APPROVAL** 

if no longer subject to Section 16. Form 4 or

Check this box

Form 5 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).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* PALLOTTA J CHRISTOPHER

2. Issuer Name and Ticker or Trading Symbol

MVB FINANCIAL CORP [MVBF]

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

(First)

(Middle)

any

3. Date of Earliest Transaction (Month/Day/Year)

01/21/2015

X Director 10% Owner Officer (give title Other (specify

below)

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

FAIRMONT, WV 26554

301 VIRGINIA AVENUE

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) (Instr. 3)

TransactionAcquired (A) or Execution Date, if Code Disposed of (D) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5)

4. Securities

5. Amount of 6. Ownership 7. Nature of Form: Direct Indirect Securities Beneficially (D) or Owned Following Indirect (I) Reported (Instr. 4)

Transaction(s)

(Instr. 3 and 4) Code V Amount (D) Price

Common Stock

111,099.7237 D (2)

(A)

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 Derivative Security Conversion

3. Transaction Date 3A. Deemed (Month/Day/Year) Execution Date, if

5. Number Transaction of Derivative Expiration Date

6. Date Exercisable and

7. Title and An Underlying Sec

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(Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Yea	r)	(Instr. 3 and	4)
				Code V	(A) (I	D) Date Exercisable	Expiration Date	Title	A O N
Common Stock	\$ 16					02/01/2015(1)	02/01/2024	Common Shares	
Convertible Noncumulative Perpetual Preferred - Series B	\$ 16					06/30/2015	07/30/2017	Common Shares	
Common Stock	\$ 14.9	01/21/2015	01/21/2015	A	1,000	01/21/2016(3)	01/21/2025	Common Shares	

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
PALLOTTA J CHRISTOPHER						
301 VIRGINIA AVENUE	X					
FAIRMONT, WV 26554						

# **Signatures**

Lisa Wanstreet McCormick, POA for J. Christopher
Pallotta
01/23/2015

\*\*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) MVB Stock Options 1/5 of the shares become available 02/01/15, 02/01/16, 02/01/17, 02/01/18 and 02/01/19, respectively
- (2) Includes 282.4402 shares acquired thru the DRIP 01/06/15
- (3) MVB Stock Options 1/5 of the shares become available 01/21/16, 01/21/17, 01/21/18, 01/21/19 and 01/21/20, respectively

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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