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“Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

“Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**SECTION 5 — CORPORATE GOVERNANCE AND MANAGEMENT**

**Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year**

On March 19, 2013, the Board of Directors of MVB Financial Corp amended its Bylaws to include Article II, Section 15. The amendment to the Bylaws permits participation in meetings by shareholders using electronic communication methods.

The Bylaws are attached as Exhibit 3.2 and are incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits**

(d)Exhibits  
3.2Bylaws

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

**MVB Financial Corp**

By/s/ Eric L. Tichenor

Eric L. Tichenor

Senior VP/Chief Financial Officer

Date: March 20, 2013