MVB FINANCIAL CORP

Form 4

February 05, 2016

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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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).

(Print or Type Responses)

1. Name and Address of Reporting Person * Mazza Larry F

2. Issuer Name and Ticker or Trading Symbol

MVB FINANCIAL CORP [MVBF]

5. Relationship of Reporting Person(s) to

Issuer

(Last)

(First)

(Street)

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year) 02/03/2016

_X__ Director 10% Owner Other (specify

(Check all applicable)

X_ Officer (give title below) **Executive Officer**

301 VIRGINIA AVENUE

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

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)

(Month/Day/Year)

2. Transaction Date 2A. Deemed Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (I) (Instr. 4)

Transaction(s)

Ownership (Instr. 4)

(A) Code V Amount (D) Price

(Instr. 3 and 4)

Reported

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 or Exercise

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

any

4. 5. Number of **Transaction**Derivative Code Securities

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amoun Underlying Securiti (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired (A) Disposed of ((Instr. 3, 4, ar 5)	(D)				
				Code V	(A) ((D)	Date Exercisable	Expiration Date	Title	Amou Numb Share
Common Stock Options	\$ 12.5	02/03/2016		A	100,000		02/03/2017(1)	02/03/2026	Common Stock	100,
Common Stock Options	\$ 16 <u>(2)</u>						02/01/2015(3)	02/01/2024	Common Stock	120,
Common Stock Options	\$ 12 (2)						01/01/2014(4)	01/01/2023	Common Stock	50,0
Common Stock Options	\$ 12 <u>(2)</u>						12/31/2013(5)	12/31/2022	Common Stock	50,0
Common Stock Options	\$ 9.09 (2)						01/01/2011(6)	01/01/2020	Common Stock	66,

Reporting Owners

Reporting Owner Name / Address	Relationships						
• 0	Director	10% Owner	Officer	Other			
Mazza Larry F 301 VIRGINIA AVENUE FAIRMONT, WV 26554	X		Executive Officer				

Signatures

/s/ Lisa Wanstreet
McCormick
02/05/2016

**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) Stock Options granted 1/5 of shares become exercisable on 02/03/17, 02/03/18, 02/03/19, 02/03/20 and 02/03/21, respectively
- (2) Total price and # of shares adjusted for 2 for 1 Stock Split 04-01-14
- (3) Stock Options granted 1/5 of the shares become exercisable on 02/01/15, 02/01/16, 02/01/17, 02/01/18 and 02/01/19, respectively
- (4) Stock Options granted 1/5 of the shares become exercisable on 01/01/14, 01/01/15,01/01/16, 01/01/17 and 01/01/18, respectively
- (5) Stock Options granted 1/5 of the shares become exercisable on 12/31/13, 12/31/14, 12/31/15, 12/31/16 and 12/31/17, respectively
- (6) Stock Options granted 1/5 of the shares become exercisable on 01/01/11, 01/01/12, 01/01/13, 01/01/14 and 01/01/15, respectively

Reporting Owners 2

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