

MVB FINANCIAL CORP  
 Form 4  
 May 13, 2015

**FORM 4**

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

OMB APPROVAL

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Alvarez David B

2. Issuer Name and Ticker or Trading Symbol  
 MVB FINANCIAL CORP [MVBF]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 301 VIRGINIA AVENUE  
 (Street)

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 05/11/2015

Director  10% Owner  
 Officer (give title below)  Other (specify below)

FAIRMONT, WV 26554  
 (City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Shares                   | 05/11/2015                           | 05/11/2015   | J <sup>(4)</sup>               | 565 A   | \$ 14.5 177,678.6301  | D  |   |
| Common Shares                   |                                      |  |                                |   | 83,336  | I  | Owned by wife, Kimberly Alvarez                                 |

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

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SEC 1474 (9-02)

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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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |              |                        |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title        | Amount Number Shares   |
| common stock                               | \$ 16  |                                      |  |                                |   | 02/01/2015 <sup>(1)</sup>                                | 02/01/2024  | Common Stock | 2,000                  |
| Convertible Subordinated Promissory Note   | \$ 16  |                                      |  |                                |   | 06/30/2015   | 07/30/2019  | Common Stock | 187,500 <sup>(2)</sup> |
| common stock                               | \$ 14.9  |                                      |  |                                |   | 01/21/2016 <sup>(3)</sup>                                | 01/21/2025  | common stock | 1,000                  |

## Reporting Owners

| Reporting Owner Name / Address                               | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| Alvarez David B<br>301 VIRGINIA AVENUE<br>FAIRMONT, WV 26554 |               | X         |         |       |

## Signatures

Lisa Wanstreet McCormick, POA for David B. Alvarez  
 Date: 05/13/2015  
 \*\*Signature of Reporting Person

## 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 02/01/15, 02/01/16, 02/01/17, 02/01/18 and 02/01/19, respectively
- (2) Convertible Subordinated Promissory Note
- (3) Stock Options granted. 1/5 of shares become exercisable 01/21/16, 01/21/17, 01/21/18, 01/21/19 and 01/21/20, respectively
- (4) Shares acquired thru Voluntary Director Stock Purchase Plan

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.