

MVB FINANCIAL CORP
 Form 4
 February 05, 2016

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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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 *
 Mazza Larry F

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

FAIRMONT, WV 26554

(City) (State) (Zip)

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

3. Date of Earliest Transaction
 (Month/Day/Year)
 02/03/2016

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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)
				(A) or (D)	Code V Amount (D) Price		

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

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SEC 1474
 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount/Number/Share
Common Stock Options	\$ 12.5	02/03/2016	A			100,000		02/03/2017 ⁽¹⁾	02/03/2026	Common Stock	100,000
Common Stock Options	\$ 16 ⁽²⁾							02/01/2015 ⁽³⁾	02/01/2024	Common Stock	120,000
Common Stock Options	\$ 12 ⁽²⁾							01/01/2014 ⁽⁴⁾	01/01/2023	Common Stock	50,000
Common Stock Options	\$ 12 ⁽²⁾							12/31/2013 ⁽⁵⁾	12/31/2022	Common Stock	50,000
Common Stock Options	\$ 9.09 ⁽²⁾							01/01/2011 ⁽⁶⁾	01/01/2020	Common Stock	66,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	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

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