

MVB FINANCIAL CORP
Form 4/A
February 05, 2016

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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)
08/18/2015

4. If Amendment, Date Original Filed(Month/Day/Year)
08/19/2015

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 Indirect Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock	08/18/2015		M	99,000 A \$ 7.28	184,970 ⁽¹⁾	D	
Common Stock	08/18/2015		F	56,820 D \$ 15.45	128,150	D	
Common Stock					22,305 ⁽²⁾	I	Owned By - Melissa Mazza ⁽³⁾

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 Options	\$ 7.28 ⁽⁴⁾	08/18/2015		M	99,000	07/01/2006 ⁽⁵⁾ 10/01/2015	Common Stock 99,000
Common Stock Options	\$ 16 ⁽⁴⁾					02/01/2015 ⁽⁶⁾ 02/01/2024	Common Stock 120,000
Common Stock Options	\$ 12 ⁽⁴⁾					01/01/2014 ⁽⁷⁾ 01/01/2023	Common Stock 50,000
Common Stock Options	\$ 12 ⁽⁴⁾					12/31/2013 ⁽⁸⁾ 12/31/2022	Common Stock 50,000
Common Stock Options	\$ 9.09 ⁽⁴⁾					01/01/2011 ⁽⁹⁾ 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) Includes 1.1797 shares acquired through a Dividend Reinvestment Plan 01/06/15 and 06/18/15

(2) Includes .0107 shares acquired through a Dividend Reinvestment Plan 01/06/15 and 06/18/15

(3) Owned by Melissa Mazza

(4) Total price and # of shares adjusted for 2 for 1 Stock Split 04-01-14

(5) Stock Option granted - 1/5 of option became exercisable on 07/01/06, 07/01/07, 07/01/08, 07/01/09 and 07/01/10, respectively

(6) Stock Options granted - 1/5 of the options become available on 02/01/15, 02/01/16, 02/01/17, 02/01/18 and 02/01/19, respectively

(7) Stock Options granted - 1/5 of the option becomes exercisable on 01/01/14, 01/01/15, 01/01/16, 01/01/17 and 01/01/18, respectively

(8) Stock Options granted - 1/5 of the option becomes exercisable on 12/31/13, 12/31/14, 12/31/15, 12/31/16 and 12/31/17, respectively

(9) Stock Options granted - 1/5 of the option becomes exercisable on 01/01/11, 01/01/12, 01/01/13, 01/01/14 and 01/01/15, respectively

Remarks:

This form has been corrected due to an error in calculation and to add other option holdings

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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