

MVB FINANCIAL CORP  
 Form 5  
 February 13, 2015

**FORM 5**

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

OMB APPROVAL  
 OMB Number: 3235-0362  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
 Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
**Turner Roger J**  
 (Last) (First) (Middle)

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

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

**301 VIRGINIA AVENUE**  
 (Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
**12/31/2014**

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

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

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

6. Individual or Joint/Group Reporting  
 (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)	(A) or (D)	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock	^	^	^	^	^	^	25,102 <sup>(7)</sup>	D	^
Common Stock	^	^	^	^	^	^	242 <sup>(7)</sup>	I	Owned by spouse and daughter <sup>(2)</sup>

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

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SEC 2270 (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 (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)
Common Stock	\$ 8 <sup>(8)</sup>	Â	Â	Â	Â	07/01/2006 <sup>(1)</sup> 10/01/2015	Common Stock 44,000 <sup>(7)</sup>
Common Stock	\$ 10 <sup>(8)</sup>	Â	Â	Â	Â	01/01/2011 <sup>(3)</sup> 01/01/2020	Common Stock 44,000 <sup>(7)</sup>
Common Stock	\$ 12 <sup>(8)</sup>	Â	Â	Â	Â	12/31/2013 <sup>(4)</sup> 12/31/2022	Common Stock 15,000 <sup>(7)</sup>
Common Stock	\$ 12 <sup>(8)</sup>	Â	Â	Â	Â	01/01/2014 <sup>(6)</sup> 01/01/2023	Common Stock 15,000 <sup>(7)</sup>
Common Stock	\$ 16 <sup>(8)</sup>	Â	Â	Â	Â	12/31/2014 <sup>(5)</sup> 12/31/2023	Common Stock 2,000 <sup>(7)</sup>

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Turner Roger J 301 VIRGINIA AVENUE FAIRMONT, WV 26554	Â X	Â	Â	Executive Officer

## Signatures

Lisa Wanstreet McCormick, POA for Roger J. Turner  
 Date: 02/13/2015

         \*\*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) MVB Stock Option - 1/5 of option becomes exercisable on 07/01/06, 07/01/07, 07/01/08, 07/01/09 and 07/01/10, respectively
- (2) Owned by Mary Ellen and Vanessa Turner
- (3) MVB Stock Option - 1/5 of option becomes exercisable on 01/01/2011, 01/01/12, 01/01/13, 01/01/13 and 01/01/14, respectively

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- (4) MVB Stock Option - 1/5 of option becomes exercisable on 12/31/2013, 12/31/14, 12/31/15, 12/31/16 and 12/31/17, respectively
- (5) MVB Stock Options - 1/5 of option becomes exercisable on 12/31/14, 12/31/15, 12/31/16, 12/31/17 and 12/31/18, respectively
- (6) MVB Stock Options - 1/5 of option becomes exercisable on 01/01/14, 01/01/15, 01/01/16, 01/01/17 and 01/01/18, respectively
- (7) Total adjusted for 2 for 1 Stock Split 04-01-14
- (8) Price adjusted for 2 for 1 Stock Split 04-01-14

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.