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“Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

“Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

SECTION 5 — CORPORATE GOVERNANCE AND MANAGEMENT

Item 5.02 Departure of Directors of Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(b) Departure of Director

On February 19, 2013, Richard L. Toothman, Director of MVB Financial Corp. (“MVB”) and MVB’s wholly-owned subsidiary, MVB Bank, Inc. (“MVB Bank”), notified the Company that effective May 21, 2013 he would be resigning as Director. Mr. Toothman’s announced resignation is not a result of any disagreement with MVB on any matter relating to MVB’s operations, policies or practices.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

MVB Financial Corp
By/s/ Lisa J. Wanstreet
Lisa J. Wanstreet
Corporate Secretary
Date: February 21, 2013