

DOWNEY JOHN F  
 Form 4  
 September 23, 2009

**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 \*  
 DOWNEY JOHN F

(Last) (First) (Middle)

C/O WSFS FINANCIAL CORP, 500  
 DELAWARE AVENUE

(Street)

WILMINGTON, DE 19801

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

WSFS FINANCIAL CORP [WSFS]

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

09/22/2009

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)

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 (Instr. 4)
				(A) or (D)	Price		
Common Stock	09/22/2009		M	1,000	A \$ 11.421	7,475	D
Common Stock	09/22/2009		M	1,000	A \$ 14.875	8,475	D
Common Stock	09/22/2009		M	1,000	A \$ 17.2	9,475	D
Common Stock						600	I IRA

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

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(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)	8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Options (Right to Buy)	\$ 11.421	09/22/2009		M	1,000	12/21/2001	12/21/2010	Common Stock	1,000
Stock Options (Right to Buy)	\$ 14.875	09/22/2009		M	1,000	12/15/2000	12/15/2009	Common Stock	1,000
Stock Options (Right to Buy)	\$ 17.2	09/22/2009		M	1,000	12/19/2002	12/19/2011	Common Stock	1,000
Stock Options (Right to Buy)	\$ 33.4					12/19/2003	12/19/2012	Common Stock	1,500
Stock Options (Right to Buy)	\$ 43.7					12/18/2004	12/18/2013	Common Stock	1,500
Stock Options (Right to Buy)	\$ 58.75					12/16/2005	12/16/2014	Common Stock	1,000
Stock Options (Right to Buy)	\$ 63.67					12/15/2006	12/15/2010	Common Stock	1,400

Buy)						
Stock						
Options	\$ 65.2		12/13/2007	12/13/2011	Common	1,223
(Right to					Stock	
Buy)						
Stock						
Options	\$ 53.39		12/12/2008	12/12/2012	Common	1,110
(Right to					Stock	
Buy)						
Stock						
Options	\$ 46.39		12/17/2009	12/17/2013	Common	2,310
(Right to					Stock	
Buy)						

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DOWNEY JOHN F C/O WSFS FINANCIAL CORP 500 DELAWARE AVENUE WILMINGTON, DE 19801		X		

## Signatures

/s/John F. Downey By: Stephen A. Fowle, Power of Attorney

09/22/2009

\*\*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).

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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