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Board of Governors of the Federal Reserve System

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FRB RICHMOND

Annual Report of Bank Holding Companies—FR Y-6

Report at the close of business as of the end of fiscal year

This Report is required by law: Section 5(c)(1)(A) of the Bank Holding Company Act (12 U.S.C. § 1844(c)(1)(A)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 CFR 211.13(c)); and Section 225.5(b) of Regulation Y (12 CFR 225.5(b)). Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

This report form is to be filed by all top-tier bank holding companies organized under U.S. law, and by any foreign banking organization that does not meet the requirements of and is not treated as a qualifying foreign banking organization under section 211.23 of Regulation K (12 CFR 211.23). The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, an information collection unless it displays a currently valid OMB control number.

NOTE: The *Annual Report of Bank Holding Companies* must be signed by one director of the top-tier bank holding company. This individual should also be a senior official of the top-tier bank holding company. In the event that the top-tier bank holding company does not have an individual who is a senior official and is also a director, the chairman of the board must sign the report.

Date of Report (top-tier bank holding company's fiscal year-end):

12/31/13
Month / Day / Year

Reporter's Name, Street, and Mailing Address

MUB Financial Corp
Legal Title of Bank Holding Company

301 Virginia Ave
(Mailing Address of the Bank Holding Company) Street / P.O. Box

Fairmont, WV 26554
City / State / Zip Code

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

Larry F. Mazza, Chief Executive Officer
Name / Title

304-363-4800
Area Code / Phone Number

304-366-8600
FAX Number

lmazza@mubbanking.com
E-mail Address

www.mubbanking.com
Address (URL) for the Bank Holding Company's web page

Stephen R. Brooks, Chairman
Name and Title of the Bank Holding Company Director and Official

attest that the *Annual Report of Bank Holding Companies* (including the supporting attachments) for this report date have been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

With respect to information regarding individuals contained in this report, the Reporter certifies that it has the authority to provide this information to the Federal Reserve. The Reporter also certifies that it has the authority, on behalf of each individual, to consent or object to public release of information regarding that individual. The Federal Reserve may assume, in the absence of a request for confidential treatment submitted in accordance with the Board's "Rules Regarding Availability of Information," 12 CFR Part 261, that the Reporter and individual consent to public release of all details in the report concerning that individual.

[Signature]
Signature of Bank Holding Company Director and Official

Date of Signature

For bank holding companies not registered with the SEC—

Indicate status of Annual Report to Shareholders:

- is included with the FR Y-6 report
- will be sent under separate cover
- is not prepared

For Federal Reserve Bank Use Only

RSSD Number: 3211601
C.I.

Does the reporter request confidential treatment for any portion of this submission?

Yes Please identify the report items to which this request applies:

In accordance with the instructions on pages GEN-2 and 3 a letter justifying the request is being provided.

The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

No

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.25 hours per response, including time to

gather and maintain data in the required form and to review instructions and complete the information collection.

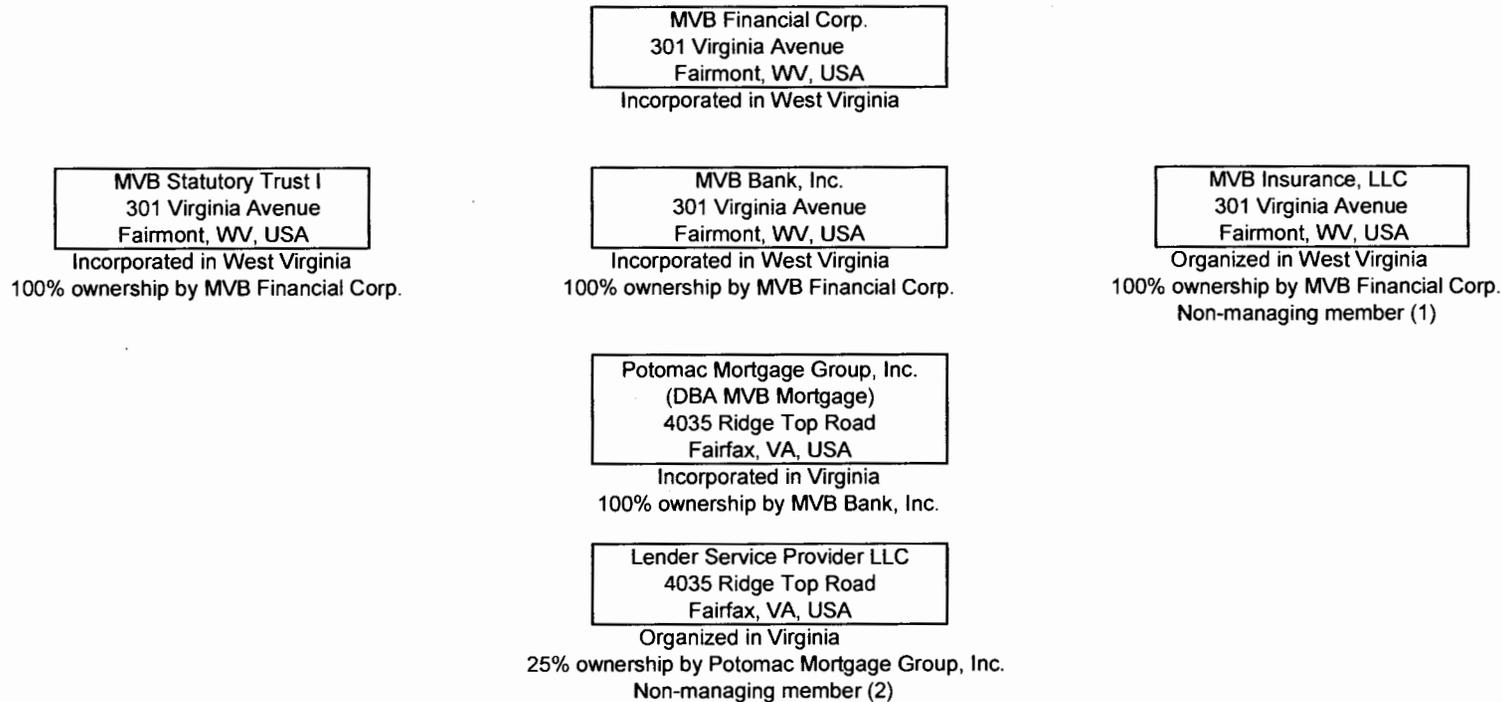
Form FR Y-6

MVB Financial Corp.
301 Virginia Avenue
Fairmont, West Virginia 26554
Fiscal Year Ending December 31, 2013

Report Item

1: The holding company prepares an annual report for its shareholders.
Copies are enclosed.

2a: Organizational Chart



Note 1: The managers of MVB Insurance, LLC are designated by the board of directors of MVB Insurance, LLC and the board of directors of MVB Insurance, LLC are elected by MVB Financial Corp.

Note 2: The managers of Lender Service Provider, LLC are designated by the members of Lender Service Provider, LLC. Potomac Mortgage Group, Inc. is one of 4 members, each with 25% ownership in Lender Service Provider, LLC.

MVB Financial Corp.
 301 Virginia Avenue
 Fairmont, West Virginia 26554
 Fiscal Year Ending December 31, 2013
 Page 2 of 3

2b.: Domestic Branch Listing

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Country	Popular Name	Street Address	City	Country	State	Zip Code	County	Country	FDIC UNINUM *	Office Number*	Head Office	Head Office ID_RSSD*	Comments
	ok	Full Service (Head Office)	2757205	UNITED STATES	MVB BANK, INC.	301 VIRGINIA AVE	FAIRMONT	UNITED STATES	WV	26554	MARION	UNITED STATES	60768	0	MVB BANK, INC.	2757205	
	ok	Full Service	3678606	UNITED STATES	BRIDGEPORT BRANCH	1000 JOHNSON AVE	BRIDGEPORT	UNITED STATES	WV	26330	HARRISON	UNITED STATES	444151	2	MVB BANK, INC.	2757205	
	ok	Full Service	3736047	UNITED STATES	CHARLES TOWN BRANCH	88 SOMERSET BOULEVARD	CHARLES TOWN	UNITED STATES	WV	25414	JEFFERSON	UNITED STATES	422528	3	MVB BANK, INC.	2757205	
	ok	Full Service	4457424	UNITED STATES	CLARKSBURG BRANCH	406 WEST MAIN STREET	CLARKSBURG	UNITED STATES	WV	26301	HARRISON	UNITED STATES	Not Required	Not Required	MVB BANK, INC.	2757205	
	ok	Full Service	3295067	UNITED STATES	WHITE HALL BRANCH	2500 FAIRMONT AVENUE	FAIRMONT	UNITED STATES	WV	26554	MARION	UNITED STATES	360857	1	MVB BANK, INC.	2757205	
	ok	Full Service	3736056	UNITED STATES	MARTINSBURG BRANCH	651 FOXCROFT AVENUE	MARTINSBURG	UNITED STATES	WV	25401	BERKELEY	UNITED STATES	465515	4	MVB BANK, INC.	2757205	
	ok	Full Service	4392187	UNITED STATES	CRANBERRY SQUARE BRANCH	2400 CRANBERRY SQUARE	MORGANTOWN	UNITED STATES	WV	26508	MONONGALIA	UNITED STATES	Not Required	Not Required	MVB BANK, INC.	2757205	
	ok	Full Service	4392187	UNITED STATES	SABRATON BRANCH	10 STERLING DRIVE	MORGANTOWN	UNITED STATES	WV	26508	MONONGALIA	UNITED STATES	Not Required	Not Required	MVB BANK, INC.	2757205	
	ok	Full Service	4392187	UNITED STATES	EDWIN MILLER BLVD BRANCH	231 AIKENS CENTER	MARTINSBURG	UNITED STATES	WV	25401	BERKELEY	UNITED STATES	Not Required	Not Required	MVB BANK, INC.	2757205	

Report item # 3

- 1.) None
- 2.) None

Report item #4

- 1.) See attached

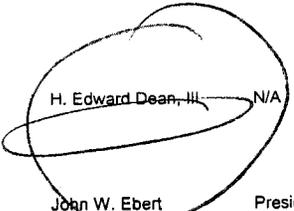
MVB Financial Corp.
Ownership of securities by Directors
December 31, 2013
Report item 4: Insiders
(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

1 Name, City, State, Country	2 Principal Occupation if other than with Holding Company	3.a. Title & Position with Holding Company	3.b. Title & Position with Subsidiaries	3.c. Title & Position with Other Businesses	4.a. Percent of Voting Shares in Holding Company	4.b. Percent of Voting Shares in Subsidiaries	4.c. Names of other companies holding 25% of voting securities
David B. Alvarez Bridgeport, WV, USA	President of MEC Construction, LLC	Director	Director, MVB Bank, Inc.	LIG, LLC (owner) WWDD, LLC (owner) Energy Transportation, LLC (owner) Johnston Place, LLC - (Member) Applied Construction Solutions, Inc. - (Member) GPO Energy - (Member) Wonder Bar, LLC - (Member) Park Properties - (Member) Alvarez Farms, LLC - (Member)	3.19%	N/A	LIG, LLC - 100% WWDD, LLC - 100% Energy Transportation, LLC - 100% Johnston Place, LLC - 50% Applied Construction Solutions, Inc. - 50% GPO Energy - 50% Wonder Bar, LLC - 25.5% Park Properties - 25% Alvarez Farms, LLC - 25%
Stephen R. Brooks Morgantown, WV, USA	Attorney, Flaherty, Sensabaugh & Bonasso	Director & Chairman	Director & Chairman MVB Bank, Inc.	N/A	0.52%	N/A	N/A
James J. Cava, Jr. Bridgeport, WV, USA	Cava & Banko, PLLC Managing Member	Director	Director, MVB Bank, Inc.	Best Care Pharmacy Mgmt Group, LLC (Member) Watchtower Insurance, PLLC (Member) Centurion Wealth Mgmt, LLC (Member) Cava Brothers, LLC (Member)	1.05%	N/A	Best Care Pharmacy Mgmt Group, LLC - 34.16% Watchtower Insurance, PLLC - 52% Centurion Wealth Mgmt, LLC - 100% Cava Brothers, LLC - 100% Cava & Banko, PLLC - 48.42%
Joseph P. Cincinnati Martinsburg, WV, USA	Orthopedic Surgeon/ Center for Orthopedic Excellence	Director	Director, MVB Bank, Inc.	Center for Orthopedic Excellence (Founding Member/ Manager) Tri-State Surgical Center (Founding Member/ Mgr)	1.00%	N/A	Center for Orthopedic Excellence - 33% C&F Rentals - 50% Recreational Investments - 33% Panhandle Investments - 50% KFC Enterprises - 33%
H. Edward Dean, III Fairfax, VA	N/A	Director	President & Chief Executive Officer MVB Mortgage	N/A	2.47%	N/A	Lake Lot, LLC - 25% ELG, LLC - 100% Dean Real Property, LLC - 74%
John W. Ebert Bridgeport, WV, USA	President, J.W. Ebert Corporation	Director	Director, MVB Bank, Inc.	President, J.W. Ebert Corp.	0.80%	N/A	J.W. Ebert Corp. - 100%
Gayle C. Manchin Charleston, WV, USA	President, West Virginia Board of Education	Director	N/A	N/A	0.27%	N/A	N/A
Larry F. Mazza Clarksburg, WV, USA	N/A	President & CEO	CEO, MVB Bank, Inc.	Football Talk, LLC (Member) PDC Energy, Inc. (Director)	3.18%	N/A	Football Talk, LLC - 50%
Dr. Kelly R. Nelson Bridgeport, WV, USA	Physician/ SVP MedExpress Urgent Care	Director	Director, MVB Bank, Inc.	N/A	0.53%	N/A	D Nelson, LLC - 100% Mountaineer Medical Office Building, LLC - 25%
J. Christopher Pallotta Fairmont, WV, USA	General Manager, Bond Insurance Co.	Director	Director, MVB Bank, Inc.	General Manager, Bond Insurance Agency, Inc.	1.36%	N/A	Bond Insurance Agency, Inc. - 33%
Nitesh S. Patel Dayton, OH, USA	Business Consultant (Former President & CEO of D.N. American, Inc.)	Director	Director, MVB Bank, Inc.	N/A	1.83%	N/A	N/A
Jimmy D. Staton Clarksburg, WV, USA	Business Consultant (Former EVP & Group CEO for Neource Gas Transmission and Storage)	Director	Director, MVB Bank, Inc.	N/A	1.44%	N/A	N/A
Roger J. Turner Clarksburg, WV, USA	N/A	Director	Executive Vice President, Chief Lending Officer, MVB Bank, Inc.	N/A	1.33%	N/A	N/A
Samuel J. Warash Fairmont, WV, USA	President, S.J. Warash & Co., Inc.	Director	Director, MVB Bank, Inc.	President, S.J. Warash & Co., Inc.	0.64%	N/A	S.J. Warash & Co., Inc. - 51%
Patrick R. Esposito II Morgantown, WV, USA	N/A	Senior Vice President, Chief Legal and Risk Officer	Senior Vice President, Chief Legal and Risk Officer, MVB Bank, Inc.	Confirmix LLC (Member-Manager) Ionian Holding Company, LLC (Member-Manager) LogicLane LLC (Member-Manager) ShieldSmith Systems, LLC (Member-Manager) The Counsel Company, LLC (Member-Manager)	0.20%	N/A	Confirmix LLC - 26.67% Ionian Holding Company, LLC - 35% ShieldSmith Systems, LLC - 26.25% The Counsel Company, LLC - 100%
Bret S. Price Morgantown, WV, USA	N/A	Senior Vice President, Chief Financial Officer & Treasurer	N/A	N/A	0.06%	N/A	N/A
Donald T. Robinson Morgantown, WV, USA	N/A	Executive Vice President and Chief Operating Officer	President, MVB Bank, Inc.	Robinson August Investments, LLC (Member-Manager) Confirmix LLC (Member-Manager) Paxsanus, LLC (Member-Manager)	0.25%	N/A	Robinson August Investments, LLC - 40%

MVB Financial Corp.
 Ownership of securities by Directors
 December 31, 2013
 Report Item 4: Insiders
 (1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

1 Name, City, State, Country	2 Principal Occupation if other than with Holding Company	3.a. Title & Position with Holding Company	3.b. Title & Position with Subsidiaries	3.c. Title & Position with Other Businesses
David B. Alvarez Bridgeport, WV, USA	President of MEC Construction, LLC	Director	Director, MVB Bank, Inc.	LIG, LLC (owner) WWDD, LLC (owner) Energy Transportation, LLC (owner) Johnston Place, LLC - (Member) Applied Construction Solutions, Inc. - (Member) GPO Energy - (Member) Wonder Bar, LLC - (Member) Park Properties - (Member) Alvarez Farms, LLC - (Member)
Stephen R. Brooks Morgantown, WV, USA	Attorney, Flaherty, Sensabaugh & Bonasso	Director & Chairman	Director & Chairman MVB Bank, Inc.	N/A
James J. Cava, Jr. Bridgeport, WV, USA	Cava & Banko, PLLC Managing Member	Director	Director, MVB Bank, Inc.	Best Care Pharmacy Mgmt Group, LLC (Member) Watchtower Insurance, PLLC (Member) Centurion Wealth Mgmt, LLC (Member) Cava Brothers, LLC (Member)
Joseph P. Cincinnati Martinsburg, WV, USA	Orthopedic Surgeon/ Center for Orthopedic Excellence	Director	Director, MVB Bank, Inc.	Center for Orthopedic Excellence (Founding Membe Manager) Tri-State Surgical Center (Founding Member/ Mgr)
H. Edward Dean, III	N/A	Director	President & Chief Executive Officer MVB Mortgage	N/A
John W. Ebert Bridgeport, WV, USA	President, J.W. Ebert Corporation	Director	Director, MVB Bank, Inc.	President, J.W. Ebert Corporation
Gayle C. Manchin Charleston, WV, USA	President, West Virginia Board of Education	Director	N/A	N/A
Larry F. Mazza Clarksburg, WV, USA	N/A	President & CEO	CEO, MVB Bank, Inc.	N/A
Dr. Kelly R. Nelson Bridgeport, WV, USA	Physician/ SVP MedExpress Urgent Care	Director	Director, MVB Bank, Inc.	N/A
J. Christopher Pallotta Fairmont, WV, USA	General Manager, Bond Insurance Co.	Director	Director, MVB Bank, Inc.	General Manager, Bond Insurance Agency, Inc.

city list



1 Name, City, State, Country	2 Principal Occupation if other than with Holding Company	3.a. Title & Position with Holding Company	3.b. Title & Position with Subsidiaries	3.c. Title & Position with Other Businesses
Nitesh S. Patel Dayton, OH, USA	Business Consultant (Former President & CEO of D.N. American,	Director	Director, MVB Bank, Inc.	N/A
Jimmy D. Staton Clarksburg, WV, USA	Business Consultant (Former EVP & Group CEO for Nisource Ga Transmission and Storage)	Director	Director, MVB Bank, Inc.	N/A
Roger J. Turner Clarksburg, WV, USA	N/A	Director	Executive Vice President, Chief Lenc Officer, MVB Bank, Inc.	N/A
Samuel J. Warash Fairmont, WV, USA	President, S.J. Warash & Co., Inc.	Director	Director, MVB Bank, Inc.	President, S.J. Warash & Co., Inc.
Patrick R. Esposito II Morgantown, WV, USA	N/A	Senior Vice President, Chief Le Risk Officer	Senior Vice President, Chief Legal ar Risk Officer, MVB Bank, Inc.	LogicLane LLC (Member-Manager) 45 North Partners LLC (Member-Mana Shieldsmith Systems, LLC (Member) Confirmix LLC (Member)
Bret S. Price Morgantown, WV, USA	N/A	Senior Vice President, Chief Financial Officer & Treasurer	N/A	N/A
Donald T. Robinson Morgantown, WV, USA	N/A	Executive Vice President and C President, MVB Bank, Inc. Operating Officer		N/A