

MAR 29 2016

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FRB RICHMOND
Annual Report of 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 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners' Loan Act. 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 and top-tier savings and loan 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 C.F.R. § 211.23). (See page one of the general instructions for more detail of who must file.) 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 Holding Companies* must be signed by one director of the top-tier holding company. This individual should also be a senior official of the top-tier holding company. In the event that the top-tier 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.

I, Larry F. Mazza

Name of the Holding Company Director and Official

President & CEO

Title of the Holding Company Director and Official

attest that the *Annual Report of Holding Companies* (including the supporting attachments) for this report date has 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 C.F.R. Part 261, that the Reporter and individual consent to public release of all details in the report concerning that individual.

Larry F. Mazza

Signature of Holding Company Director and Official

03/21/16

Date of Signature

For 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 ID 3211601
C.I. _____

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

December 31, 2015

Month / Day / Year

549300KSUQ2FUU1X2O74

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporter's Name, Street, and Mailing Address

MVB Financial Corp.

Legal Title of Holding Company

301 Virginia Avenue

(Mailing Address of the Holding Company) Street / P.O. Box

Morgantown West Virginia 26554
City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Eric L. Tichenor CFO - MVB Bank, Inc.

Name Title

304-367-8686

Area Code / Phone Number / Extension

304-367-8693

Area Code / FAX Number

etichenor@mvpbanking.com

E-mail Address

www.mvpbanking.com

Address (URL) for the Holding Company's web page

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."

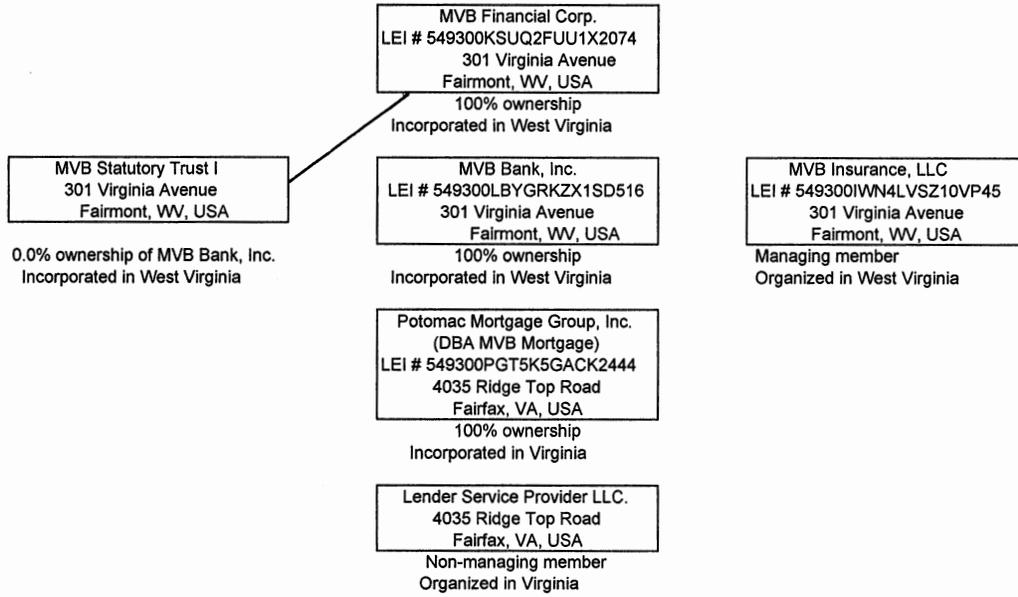
No

MVB Financial Corp.
 301 Virginia Avenue
 Fairmont, West Virginia 26554
 Fiscal Year Ending December 31, 2015

Report Item

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

2a: Organizational Chart



2b.: Domestic Branch Listing

Branch Status	Effective Date	Service Type	Branch ID	Branch Name	Address	City	State	Zip	Country	Phone	Notes	LEI
ok		Full Service (Head Office)	2757205	MVB BANK, INC.	301 VIRGINIA AVE	FAIRMONT	WV	26554	UNITED STATES	60768		MVB BANK, INC. 2757205
ok		Full Service	3678606	BRIDGEPORT BRANCH	1000 JOHNSON AVE	BRIDGEPORT	WV	26330	UNITED STATES	444151		MVB BANK, INC. 2757205
ok		Full Service	3736047	CHARLES TOWN BRANCH	88 SOMERSET BOULEVARD	CHARLES TOWN	WV	25414	UNITED STATES	422528		MVB BANK, INC. 2757205
ok		Full Service	4840455	CHARLESTON BRANCH	400 WASHINGTON STREET EAST	CHARLESTON	WV	25301	UNITED STATES	Not Required	Not Required	MVB BANK, INC. 2757205
ok		Full Service	4457424	CLARKSBURG BRANCH	406 WEST MAIN STREET	CLARKSBURG	WV	26301	UNITED STATES	540728		MVB BANK, INC. 2757205
Close	3/26/2015	Full Service	3295067	SHOPNS MALL BRANCH	9789 MALL LOOP ROAD	FAIRMONT	WV	26554	UNITED STATES	360857		MVB BANK, INC. 2757205
ok		Full Service	4803049	TECHNOLOGY PARK	100 NASA BOULEVARD	FAIRMONT	WV	26554	UNITED STATES	Not Required	Not Required	MVB BANK, INC. 2757205
ok		Full Service	765831	INWOOD OFFICE	5091 GERRARDSTOWN RD	INWOOD	WV	25428	UNITED STATES	Not Required	Not Required	MVB BANK, INC. 2757205
ok		Full Service	4522836	EDWIN MILLER BRANCH	231 MILLER BOULEVARD	MARTINSBURG	WV	25404	UNITED STATES	540730		MVB BANK, INC. 2757205
ok		Full Service	2635004	FOXCROFT BRANCH	704 FOXCROFT AVE	MARTINSBURG	WV	25401	UNITED STATES	Not Required	Not Required	MVB BANK, INC. 2757205
ok		Full Service	3736056	MARTINSBURG BRANCH	651 FOXCROFT AVENUE	MARTINSBURG	WV	25401	UNITED STATES	465515		MVB BANK, INC. 2757205
ok		Full Service	4392187	CRANBERRY SQUARE BRANCH	2400 CRANBERRY SQUARE	MORGANTOWN	WV	26508	UNITED STATES	521332		MVB BANK, INC. 2757205
ok		Full Service	4497475	SABRATON BRANCH	10 STERLING DRIVE	MORGANTOWN	WV	26505	UNITED STATES	540729		MVB BANK, INC. 2757205
Add	10/29/2015	Full Service		RESTON BRANCH	1801 OLD RESTON AVENUE	RESTON	VA	20190	UNITED STATES			MVB BANK, INC. 2757205

Report item # 3

1.) SBLF
 Washington, D.C.
 USA

8,500 preferred stock
 100.0% ownership

2.) None

MVB Financial Corp.
Ownership of securities by Directors
December 31, 2015
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 Energy Transportation, LLC	Director	Director, MVB Bank, Inc.	LIG, LLC (owner) WVDD, 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)	3.26%	N/A	LIG, LLC - 100% WVDD, 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	0.53%	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) Ryan Environmental, LLC (CFO & Member) Ryan Environmental Transport, LLC (CFO & Member)	1.11%	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 - 72% Ryan Environmental Transport, LLC - 40%
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)	1.03%	N/A	Center for Orthopedic Excellence - 33% C&F Rentals - 50% Recreationals 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	2.50%	N/A	Lake Lot, LLC - 25% ELG, LLC - 100% Dean Real Property, LLC - 74% GLE, LLC - 100%
John W. Ebert Bridgeport, WV, USA	President, J.W. Ebert Corporation	Director	Director, MVB Bank, Inc.	President, J.W. Ebert Corp.	0.83%	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	Director/ President & CEO	CEO, MVB Bank, Inc.	Football Talk, LLC (Member) PDC Energy, Inc. (Director)	1.87%	N/A	Football Talk, LLC - 50%
Dr. Kelly R. Nelson Bridgeport, WV, USA	Physician	Director	Director, MVB Bank, Inc.	N/A	0.73%	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.	1.40%	N/A	Bond Insurance Agency, Inc. - 33% Country Club Bakery - 49% Chris Properties, LLC - 50% CAC, LLC - 80% JCM Properties - 33%
Nitesh S. Patel Dayton, OH, USA	Managing Member, SGP, LLC (Former President & CEO of D.N. American, Inc.)	Director	Director, MVB Bank, Inc.	N/A	1.88%	N/A	N/A
Jimmy D. Staton Clarksburg, WV, USA	Business Consultant (Former EVP & Group CEO for Nisource Gas Transmission and Storage)	Director	Director, MVB Bank, Inc.	N/A	1.45%	N/A	N/A

MVB Financial Corp.
Ownership of securities by Directors
December 31, 2015
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
Roger J. Turner Clarksburg, WV, USA	Business Consultant (Former EVP, Chief Lending Officer, MVB Bank, Inc.)	Director	Director, MVB Bank, Inc.	N/A	0.50%	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.	0.65%	N/A	S.J. Warash & Co., Inc. - 100%
Robert J. Bardusch	N/A	Senior Vice President, Chief Information Officer	Executive Vice President, Chief Information Officer, MVB Bank, Inc.	N/A	0.04%	N/A	N/A
Patrick R. Esposito II Morgantown, WV, USA	N/A	Senior Vice President, Chief Legal & Risk Officer	Senior Vice President, Chief Legal and Risk Officer, MVB Bank, Inc.	Ionian Holding Company, LLC (Member-Manager) LogicLane, LLC (Member-Manager) Martlet Holdings, LLC (Member-Manager) Martlet Partners, LLC (Member-Manager) Martlet Strategies, LLC (Member-Manager) SourcePop, LLC (Member-Manager) Staverton Investment Company, LLC (Member- Manager) Staverton- Morrow, LLC (Member- Manager) Vespier, LLC (Member-Manager)	0.20%	N/A	Ionian Holding Company, LLC - 35% Martlet Holdings, LLC - 100% Martlet Partners, LLC - 90% Martlet Strategies, LLC - 100% SourcePop, LLC - 77% Staverton Investment Company, LLC - 100% Staverton- Morrow, LLC - 100% Vespier, LLC - 50%
Bret S. Price Morgantown, WV, USA	N/A	Senior Vice President, Chief Financial Officer & Treasurer	Senior Vice President, Financial Executive MVB Bank, Inc.	N/A	0.06%	N/A	N/A
Donald T. Robinson Morgantown, WV, USA	N/A	Executive Vice President, Chief Operating Officer	President, MVB Bank, Inc.	Robinson August Investments, LLC (Member-Manager) Paxsanus, LLC (Member-Manager)	0.16%	N/A	Robinson August Investments, LLC - 40%