

MVB FINANCIAL CORP  
Form 8-K  
March 11, 2011

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

**Form 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): 03/10/2011**

**MVB FINANCIAL CORP**

(Exact name of registrant as specified in its charter)

**Commission File Number: 000-50567**

**WV**  
(State or other jurisdiction of  
incorporation)

**200034461**  
(IRS Employer  
Identification No.)

**301 Virginia Avenue, Fairmont, WV 26554-2777**  
(Address of principal executive offices, including zip code)

**304-363-4800**  
(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - 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))
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**Item 3.02. Unregistered Sales of Equity Securities**

On January 31, 2011, MVB Financial Corp. concluded an offering under Section 4(2) of the Securities Act of 1933, as amended, and under Rule 506 of Regulation D promulgated thereunder. Pursuant to the offering, the company sold a total of 393,305 shares of its common stock at a price of \$21 per share for a total offering amount of \$8,259,405.

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**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

Date: March 10, 2011

By: /s/ Eric L. Tichenor

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Eric L. Tichenor  
Senior Vice President & CFO