

KEARNEY THOMAS W
Form 4
November 20, 2012

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 *
KEARNEY THOMAS W

(Last) (First) (Middle)

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)

11/16/2012

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)
EVP

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)
			Code	V Amount (A) or (D) Price			
Common Stock	11/16/2012		M	1,400 A \$ 33.4	4,096 ⁽¹⁾	D	
Common Stock	11/16/2012		S	1,400 D \$ 41.59	2,696 ⁽¹⁾	D	
Common Stock					2,781	I	401-K

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

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number.

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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 33.4	11/16/2012		M		1,400		12/19/2003	12/19/2012	Common Stock	1,400
Employee Stock Option (right to buy)	\$ 43.7							12/18/2004	12/18/2013	Common Stock	1,100
Employee Stock Option (right to buy)	\$ 58.75							12/16/2005	12/16/2014	Common Stock	1,500
Employee Stock Option (right to buy)	\$ 53.39							12/12/2008	12/12/2012	Common Stock	1,800
Employee Stock Option (right to buy)	\$ 23.28							02/25/2010	02/25/2014	Common Stock	2,058
Employee Stock Option (right to buy)	\$ 44.91							02/24/2012	02/24/2016	Common Stock	1,805

Employee Stock Option (right to buy)	\$ 40.89	02/23/2013	02/23/2017	Common Stock	4,039
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KEARNEY THOMAS W 500 DELAWARE AVENUE WILMINGTON, DE 19801			EVP	

Signatures

/s/ Thomas W.
Kearney

11/19/2012

**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).

(1) Includes 2,696 shares previously reported as indirectly held restricted stock. Such shares are held directly by the reporting person and subject to vesting as follows: with respect to 2,500 shares, 50% shall vest on January 3, 2013 and 25% shall vest on each of January 3, 2014 and January 3, 2015; with respect to 196 shares, 25% shall vest on each of February 23, 2013, February 23, 2014, February 23, 2015 and February 23, 2016.

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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