

JOHNSTON KARL L
Form 4
December 21, 2005

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 *
JOHNSTON KARL L

2. Issuer Name and Ticker or Trading Symbol
WSFS FINANCIAL CORP [WSFS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O WSFS FINANCIAL CORP, 838 MARKET STREET

3. Date of Earliest Transaction (Month/Day/Year)
12/19/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Chief Operating Officer

(Street)
WILMINGTON, DE 19801

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	12/19/2005		M	A	\$ 10.81	7,007	D
Common Stock	12/19/2005		M	A	\$ 12.75	12,007	D
Common Stock	12/19/2005		F	D	\$ 64.495	10,635	D

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

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SEC 1474 (9-02)

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 (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	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 10.81	12/19/2005		M	2,281	11/16/2000 11/16/2010		Common Stock	2,281
Stock Options (Right to Buy)	\$ 12.75	12/19/2005		M	5,000	05/30/1998 05/30/2007		Common Stock	5,000
Stock Options (Right to Buy)	\$ 13.02					04/26/2002 04/26/2011		Common Stock	5,000
Stock Options (Right to Buy)	\$ 14.875					11/16/2001 11/16/2010		Common Stock	1,160
Stock Options (Right to Buy)	\$ 17.2					12/19/2002 12/19/2011		Common Stock	7,120
Stock Options (Right to Buy)	\$ 17.35					02/28/2003 02/28/2012		Common Stock	4,000
Stock Options (Right to Buy)	\$ 33.4					12/19/2003 12/19/2012		Common Stock	6,060
Stock Options	\$ 43.7					12/18/2004 12/18/2013		Common Stock	5,350

(Right to Buy)

Stock Options (Right to Buy)	\$ 58.75	12/16/2005	12/16/2014	Common Stock	5,750
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Stock Options (Right to Buy)	\$ 63.67	12/15/2001	12/15/2010	Common Stock	5,650
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JOHNSTON KARL L C/O WSFS FINANCIAL CORP 838 MARKET STREET WILMINGTON, DE 19801			Chief Operating Officer	

Signatures

/s/Karl L. Johnston By: Robert F. Mack, Power of Attorney 12/21/2005

__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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.