

TURNER MARK A  
Form 4  
February 27, 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 \*  
TURNER MARK A

(Last) (First) (Middle)

C/O WSFS FINANCIAL CORP, 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)  
02/23/2012

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)

Chief Executive Officer

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) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
|                                 |                                      |                                                    |                                | (A) or (D)                                                        | Price                                                                                         |                                                          |                                   |
| Common Stock                    | 02/23/2012                           |                                                    | A <sup>(1)</sup>               | 4,891                                                             | \$ 40.89                                                                                      | 27,005                                                   | I Restricted                      |
| Common Stock                    | 02/23/2012                           |                                                    | A <sup>(2)</sup>               | 1,805                                                             | \$ 40.89                                                                                      | 28,810                                                   | I Restricted                      |
| Common Stock                    | 02/24/2012                           |                                                    | J <sup>(3)</sup>               | 1,174                                                             | \$ 39.56                                                                                      | 27,636                                                   | I Restricted                      |
| Common Stock                    | 02/24/2012                           |                                                    | J <sup>(3)</sup>               | 1,174                                                             | \$ 39.56                                                                                      | 23,178                                                   | D                                 |
| Common Stock                    | 02/24/2012                           |                                                    | F                              | 402                                                               | \$ 39.56                                                                                      | 22,776                                                   | D                                 |

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|              |        |   |       |
|--------------|--------|---|-------|
| Common Stock | 10,670 | I | 401-K |
| Common Stock | 2,500  | I | IRA   |

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

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**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) | 8. Price of Underlying Securities (Instr. 3 and 4) |                            |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|----------------------------------------------------|----------------------------|
|                                            |                                                        |                                      |                                                    |                                |                                                                                         | Date Exercisable                                         | Expiration Date                                               | Title                                              | Amount or Number of Shares |
|                                            |                                                        |                                      |                                                    |                                |                                                                                         | Code                                                     | V                                                             | (A)                                                | (D)                        |
| Stock Options (Right to buy)               | \$ 33.4                                                |                                      |                                                    |                                |                                                                                         | 12/19/2003 12/19/2012                                    |                                                               | Common Stock                                       | 12,900                     |
| Stock Options (Right to buy)               | \$ 43.7                                                |                                      |                                                    |                                |                                                                                         | 12/18/2004 12/18/2013                                    |                                                               | Common Stock                                       | 7,700                      |
| Stock Options (Right to buy)               | \$ 58.75                                               |                                      |                                                    |                                |                                                                                         | 12/16/2005 12/16/2014                                    |                                                               | Common Stock                                       | 5,950                      |
| Stock Options (Right to buy)               | \$ 65.2                                                |                                      |                                                    |                                |                                                                                         | 12/13/2007 12/13/2011                                    |                                                               | Common Stock                                       | 6,850                      |
| Stock Options (Right to buy)               | \$ 53.39                                               |                                      |                                                    |                                |                                                                                         | 12/12/2008 12/12/2012                                    |                                                               | Common Stock                                       | 14,000                     |

## Reporting Owners

| Reporting Owner Name / Address                                                          | Relationships |           |                         |       |
|-----------------------------------------------------------------------------------------|---------------|-----------|-------------------------|-------|
|                                                                                         | Director      | 10% Owner | Officer                 | Other |
| TURNER MARK A<br>C/O WSFS FINANCIAL CORP<br>500 DELAWARE AVENUE<br>WILMINGTON, DE 19801 | X             |           | Chief Executive Officer |       |

## Signatures

/s/ Mark A. Turner By: Robert F. Mack, Power of Attorney

02/27/2012

\_\_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).

The restricted stock shall not become transferable any earlier than as permitted under the following schedule (except as necessary to reflect a merger or acquisition of the Company): (i) 25% of the shares at the time of repayment of 25% of the aggregate financial assistance (the "financial assistance") received by the Company under the Emergency Economic Stabilization Act of 2008 ("EESA") as

- (1) amended by the American Recovery and Reinvestment Act of 2009; (ii) an additional 25% of the shares (50% in the aggregate) at the time of repayment of 50% of the aggregate financial assistance; (iii) an additional 25% of the shares (75% in the aggregate) at the time of repayment of 75% of the aggregate financial assistance and (iv) the remainder of the shares granted at the time of repayment of 100% of the financial assistance.
- (2) 25% will vest after year 1 25% will vest after year 2 25% will vest after year 3 25% will vest after year 4
- (3) Transaction reflects change in ownership only from indirect to direct as a result of vesting of restricted award.

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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