

SCHOENHALS MARVIN N
 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 *
 SCHOENHALS MARVIN N

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, 500
 DELAWARE AVENUE

3. Date of Earliest Transaction
 (Month/Day/Year)
 02/24/2012

Director 10% Owner
 Officer (give title below) Other (specify below)

(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

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	02/24/2012		J(1)	814 D \$ 39.56	32,049	I	Restricted
Common Stock	02/24/2012		J(1)	814 D \$ 39.56	46,787	D	
Common Stock					4,120	I	IRA

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)	8. Price or Value of Underlying Securities (Instr. 3 and 4)
Stock Options (Right to Buy)	\$ 33.4					Date Exercisable: 12/19/2003 Expiration Date: 12/19/2012	Common Stock	16,800
Stock Options (Right to Buy)	\$ 43.7					Date Exercisable: 12/18/2004 Expiration Date: 12/18/2013	Common Stock	12,650
Stock Options (Right to Buy)	\$ 58.75					Date Exercisable: 12/16/2005 Expiration Date: 12/16/2014	Common Stock	9,500
Stock Options (Right to Buy)	\$ 53.39					Date Exercisable: 12/12/2008 Expiration Date: 12/12/2012	Common Stock	17,450

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCHOENHALS MARVIN N C/O WSFS FINANCIAL CORP 500 DELAWARE AVENUE WILMINGTON, DE 19801	X			

Signatures

/s/ Marvin N. Schoenhals 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).

(1) 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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