

JOHNSTON KARL L

Form 4

December 22, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
JOHNSTON KARL L

(Last) (First) (Middle)

C/O WSFS FINANCIAL CORP, 838
MARKET STREET

(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)

12/21/2005

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Chief Operating Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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 Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price	
Common Stock	12/21/2005		M		1,630	A	\$ 12.75	12,265 D
Common Stock	12/21/2005		M		1,160	A	\$ 14.875	13,425 D
Common Stock	12/21/2005		M		3,560	A	\$ 17.2	16,985 D
Common Stock	12/21/2005		S		6,350	D	\$ 62.23	10,635 D

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

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(9-02)

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. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Options (Right to Buy)	\$ 12.75	12/21/2005		M	1,630	05/30/1998	05/30/2007	Common Stock	1,630
Stock Options (Right to Buy)	\$ 13.02					04/26/2002	04/26/2011	Common Stock	5,000
Stock Options (Right to Buy)	\$ 14.875	12/21/2005		M	1,160	11/16/2000	11/16/2010	Common Stock	1,160
Stock Options (Right to Buy)	\$ 17.2	12/21/2005		M	3,560	12/19/2002	12/19/2011	Common Stock	3,560
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 (Right to	\$ 43.7					12/18/2004	12/18/2013	Common Stock	5,350

Buy)

Stock

Options \$ 58.75
(Right to Buy)

12/16/2005 12/16/2014

Common
Stock 5,750

Stock

Options \$ 63.67
(Right to Buy)

12/15/2006 12/15/2010

Common
Stock 5,650

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

12/22/2005

__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.
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