

WILSON LYNNE C
Form 4
March 03, 2009

FORM 4

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

OMB APPROVAL

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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 *
WILSON LYNNE C

2. Issuer Name and Ticker or Trading Symbol
MARLIN BUSINESS SERVICES CORP [MRLN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director
 Officer (give title below) _____ Other (specify below)
Chief Financial Officer

(Last) (First) (Middle)

C/O MARLIN BUSINESS SERVICES CORP., 300 FELLOWSHIP ROAD

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/27/2009

MOUNT LAUREL, NJ 08054

(City) (State) (Zip)

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)
				(A) or (D)	Amount (D) Price		
Common Stock	02/27/2009		F	802 (1) D	\$ 3.75	79,665 (2) D	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)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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.	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Purchase Common Stock	\$ 21.32					06/05/2010 ⁽³⁾	06/05/2013	Common Stock	2,538
Option to Purchase Common Stock	\$ 21.32					06/05/2010 ⁽⁴⁾	06/05/2013	Common Stock	3,808 ⁽⁵⁾
Option to Purchase Common Stock	\$ 20.77					03/16/2011 ⁽³⁾	03/16/2014	Common Stock	3,457
Option to Purchase Common Stock	\$ 20.77					03/16/2011 ⁽⁴⁾	03/16/2014	Common Stock	4,794 ⁽⁶⁾
Option to Purchase Common Stock	\$ 9.52					03/01/2012 ⁽³⁾	03/01/2015	Common Stock	8,948
Option to Purchase Common Stock	\$ 9.52					03/01/2012 ⁽⁴⁾	03/01/2012	Common Stock	12,265 ⁽⁷⁾

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WILSON LYNNE C C/O MARLIN BUSINESS SERVICES CORP. 300 FELLOWSHIP ROAD MOUNT LAUREL, NJ 08054			Chief Financial Officer	

Signatures

/s/ George D. Pelose
Attorney-in-fact

03/03/2009

__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) Represents the delivery of shares to pay the tax liability associated with the vesting of certain shares of restricted stock.
- (2) Includes a total of 72,275 shares of restricted stock, where as of the date of this filing, the restrictions have not yet lapsed.
- (3) Date listed is date of full vesting. This grant vests 25% per year beginning on the first anniversary of the grant date.
- (4) Represents the date the options will cliff vest if certain four year diluted EPS compounded average growth rate targets are achieved.
Represents the maximum number of options that may vest under this performance option grant. Vesting will be determined by diluted
- (5) EPS compounded average growth rates over a four year performance period. Depending on the diluted EPS compounded average growth rate achieved for the four year period, the number of options that vest at the end of the four year period could be 0; 1,269; 2,539; or 3,808.
Represents the maximum number of options that may vest under this performance option grant. Vesting will be determined by diluted
- (6) EPS compounded average growth rates over a four year performance period. Depending on the diluted EPS compounded average growth rate achieved for the four year period, the number of options that vest at the end of the four year period could be 0; 1,598; 3,196; or 4,794.
Represents the maximum number of options that may vest under this performance option grant. Vesting will be determined by diluted
- (7) EPS growth rates averaged over a four year performance period. Depending on the average diluted EPS growth rate achieved for the four year period, the number of shares that vest at the end of the four year period could be 0; 4,088; 8,177; or 12,265.

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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