

MARLIN BUSINESS SERVICES CORP
 Form 4
 November 17, 2006

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 *
**PRIMUS VENTURE PARTNERS
 IV INC**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 5900 LANDERBROOK DR, STE
 200

3. Date of Earliest Transaction
 (Month/Day/Year)
 11/15/2006

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

(Street)
 CLEVELAND, OH 44124

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 ___ Form filed by One Reporting Person
 X 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 Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|-----------|---|--|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 11/15/2006 | | S | | 835,200 | D | \$ 20.79 <u>(1)</u> | 1,070,412 | I | Shares directly owned by Primus Capital Fund IV Limited Partnership <u>(2)</u> |
| Common Stock | 11/15/2006 | | S | | 34,800 | D | \$ 20.79 | 44,601 | I | Shares directly |

| | | | | | (1) | | | | owned by |
|--------|------------|---|---------|---|-------|---------|---|--|-------------|
| | | | | | | | | | Primus |
| | | | | | | | | | Executive |
| | | | | | | | | | Fund |
| | | | | | | | | | Limited |
| | | | | | | | | | Partnership |
| | | | | | | | | | (3) |
| | | | | | | | | | Shares |
| | | | | | | | | | directly |
| | | | | | | | | | owned by |
| Common | 11/17/2006 | S | 124,800 | D | \$ | 945,612 | I | | Primus |
| Stock | | | | | 20.79 | | | | Capital |
| | | | | | (1) | | | | Fund IV |
| | | | | | | | | | Limited |
| | | | | | | | | | Partnership |
| | | | | | | | | | (2) |
| | | | | | | | | | Shares |
| | | | | | | | | | directly |
| | | | | | | | | | owned by |
| Common | 11/17/2006 | S | 5,200 | D | \$ | 39,401 | I | | Primus |
| Stock | | | | | 20.79 | | | | Executive |
| | | | | | (1) | | | | Fund |
| | | | | | | | | | Limited |
| | | | | | | | | | Partnership |
| | | | | | | | | | (3) |

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

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

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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. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | Code | V | (A) | (D) | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| PRIMUS VENTURE PARTNERS IV INC 5900 LANDERBROOK DR, STE 200 CLEVELAND, OH 44124 | | X | | |
| PRIMUS VENTURE PARTNERS IV LTD PARTNERSHIP 5900 LANDERBROOK DR, STE 200 CLEVELAND, OH 44124 | | X | | |

Signatures

Steven Rothman
(4) (5) 11/17/2006

 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) Proceeds were net of an underwriting discount of \$1.21 per share.
The shares are held directly by Primus Capital Fund IV Limited Partnership ("PCV IV LP"). The general partner of PCV IV LP is Primus Venture Partners IV Limited Partnership ("PVP IV LP"). The general partner of PVP IV LP is Primus Venture Partners IV, Inc. ("PVP IV Inc.").
- (2) The shares are held directly by Primus Executive Fund Limited Partnership ("PEF LP"). The general partner of PEF LP is PVP IV LP. The general partner of PVP IV LP is PVP IV Inc.
- (3) The general partner of PVP IV LP is PVP IV Inc.

Remarks:

(4) On behalf of PVP IV Inc. Mr. Rothman is the Secretary and Treasurer of PVP IV Inc. (5) On behalf of PVP IV LP. M

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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