

MARLIN BUSINESS SERVICES CORP
 Form 4
 December 14, 2006

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 *
 PELOSE GEORGE D

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)

3. Date of Earliest Transaction (Month/Day/Year)
 12/14/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Executive Vice President

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

(Street)

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

MOUNT LAUREL, NJ 08054

(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 Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	12/14/2006		M	A	\$ 5.01	73,909 ⁽¹⁾	D
Common Stock	12/14/2006		S ⁽²⁾	D	\$ 21.5543 ⁽³⁾	72,659 ⁽¹⁾	D

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Purchase Common Stock	\$ 5.01	12/14/2006		M	1,250	07/27/2004 ⁽⁴⁾	07/27/2010	Common Stock	21,000
Option to Purchase Common Stock	\$ 3.39					08/22/2005 ⁽⁴⁾	08/22/2011	Common Stock	7,000
Option to Purchase Common Stock	\$ 10.18					10/04/2005 ⁽⁴⁾	10/04/2011	Common Stock	42,700
Option to Purchase Common Stock	\$ 3.39					01/17/2006 ⁽⁴⁾	01/17/2012	Common Stock	28,000
Option to Purchase Common Stock	\$ 3.39					01/13/2007 ⁽⁴⁾	01/13/2013	Common Stock	7,000
Option to Purchase Common Stock	\$ 10.18					01/13/2007 ⁽⁴⁾	01/13/2013	Common Stock	6,055
Option to Purchase Common Stock	\$ 14					11/11/2007 ⁽⁴⁾	11/10/2013	Common Stock	10,000
Option to Purchase Common Stock	\$ 18.8					01/29/2012 ⁽⁶⁾	01/28/2014	Common Stock	12,500

Stock

Option to
Purchase
Common
Stock

\$ 17.52

01/11/2009⁽⁴⁾ 01/10/2012Common
Stock 9,246

Option to
Purchase
Common
Stock

\$ 21.6

03/28/2010⁽⁴⁾ 03/28/2013Common
Stock 3,891

Option to
Purchase
Common
Stock

\$ 21.6

03/28/2010⁽⁷⁾ 03/28/2013Common
Stock 5,838
⁽⁸⁾

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

PELOSE GEORGE D
C/O MARLIN BUSINESS SERVICES CORP.
300 FELLOWSHIP ROAD
MOUNT LAUREL, NJ 08054

Executive Vice President

Signatures

/s/ George D.
Pelose

12/14/2006

**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) Includes a total of 68,957 shares of restricted stock where, as of the date of this filing, the restrictions have not yet lapsed.
- (2) The sale of shares of Marlin Business Services Corp. on this Form 4 was executed pursuant to a written plan adopted by the reporting person on February 15, 2006, that is intended to comply with Rule 10b5-1(c) of the Securities and Exchange Act of 1934.
- (3) Represents average net sales price per share.
- (4) Date listed is the date of full vesting. Each grants vests 25% per year beginning on the first anniversary of the date of grant.
- (5) N/A
- (6) Date listed is date of scheduled full vesting. This grant vests over an eight year period at the following annual increments: 2.5% in first year; 5.0% in second year; 7.5% in third year; 10.0% in fourth year; 15.0% in fifth year; and 20.0% in each of the sixth, seventh and eighth years. Vesting can be accelerated upon the reporting person's achievement of certain performance goals set forth in the grant instrument.
- (7) Represents the date the options will cliff vest if certain four year average EPS growth targets are achieved.
- (8) Represents the maximum number of options that may vest under this performance option grant. Vesting will be determined by EPS growth rates averaged over a four year performance period. Depending on the average 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; 1,946; 3,892; or 5,838.

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