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MARLIN BUSINESS SERVICES CORP

Form 4 March 14, 2007

FORM 4

OMB APPROVAL

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB 3235-0287 Number: January 31, Expires:

2005

if no longer subject to Section 16.

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * DYER DANIEL P

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

Symbol

MARLIN BUSINESS SERVICES CORP [MRLN]

(Check all applicable)

Chief Executive Officer

(Last) (First) (Middle)

3. Date of Earliest Transaction

_X__ Director 10% Owner X_ Officer (give title Other (specify

(Month/Day/Year) 03/14/2007

below)

Issuer

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

> (Street) 4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

(Instr. 8)

S

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

MOUNT LAUREL, NJ 08054

(State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Price

(1)

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) (Instr. 3)

Execution Date, if

(Month/Day/Year)

3. Transactionr Disposed of (D) Code (Instr. 3, 4 and 5)

4. Securities Acquired (A) 5. Amount of Securities Beneficially Owned

Following

Ownership Form: Direct (D)

or Indirect

7. Nature of Indirect Beneficial Ownership (Instr. 4)

Code V Amount (D)

(A)

Reported Transaction(s) (Instr. 4)

(Instr. 3 and 4)

Common Stock

(City)

03/14/2007

\$ 3.844 D 20.5721

162,874 (2)

D

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

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$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

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. Transacti Code (Instr. 8)	5. onNumber 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	\$ 17.52					01/11/2009(3)	01/10/2012	Common Stock	21,429
Option to Purchase Common Stock	\$ 4.23					04/03/2004(3)	04/03/2010	Common Stock	28,000
Option to Purchase Common Stock	\$ 10.18					10/04/2005(3)	10/04/2011	Common Stock	51,240
Option to Purchase Common Stock	\$ 3.39					01/17/2006(3)	01/17/2012	Common Stock	14,000
Option to Purchase Common Stock	\$ 3.39					01/13/2007(3)	01/13/2013	Common Stock	7,000
Option to Purchase Common Stock	\$ 10.18					01/13/2007(3)	01/13/2013	Common Stock	6,650
Option to Purchase Common Stock	\$ 18.8					01/29/2012(4)	01/28/2014	Common Stock	20,000
Option to Purchase Common	\$ 21.6					03/28/2010(3)	03/28/2013	Common Stock	8,016

Stock

Option to

Purchase Common \$ 21.6 03/28/2010(5) 03/28/2013 Common 12,026 Stock (6)

Stock

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

DYER DANIEL P

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

Chief Executive Officer

Signatures

/s/ George D. Pelose Attorney
in Fact

**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 average sales price per share.
- (2) Includes a total of 17,088 shares of restricted stock where, as of the date of this filing, the restrictions have not yet lapsed.
- (3) Date listed is the date of full vesting. Each grants vests 25% per year beginning on the first anniversary of the date of grant.
- 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.
- (5) Represents the date the options will cliff vest if certain four year average EPS growth targets are achieved.
- Represents the maximum number of options that may vest under this performance option grant. Vesting will be determined by EPS (6) 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; 4,008; 8,017; or 12,026.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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