

DYER DANIEL P
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 *
DYER DANIEL P

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)
02/27/2009

Director 10% Owner
 Officer (give title below) Other (specify below)
Chief Executive Officer

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock | 02/27/2009 | | F | (A) or (D) D | Amount 1,919 (1) Price \$ 3.75 | 325,298 (2) | 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. 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 Stock | \$ 21.6 | | | | | 03/28/2010 ⁽³⁾ 03/28/2013 | Common Stock | 8,016 |
| | \$ 21.6 | | | | | 03/28/2010 ⁽⁵⁾ 03/28/2013 | | |

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(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.

Represents the maximum number of options that may vest under this performance option grant. Vesting will be determined by EPS

(7) 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; 4,306; 8,612; or 12,919.

Represents the maximum number of options that may vest under this performance option grant. Vesting will be determined by EPS

(8) 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; 10,345; 20,689; or 31,034.

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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