

MARLIN BUSINESS SERVICES CORP  
 Form 4/A  
 March 03, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
 Estimated average burden hours per response... 0.5

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 \*  
**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)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
 02/11/2014

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
 Chief Financial Officer

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

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)  
 02/14/2014

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	02/11/2014		F	(A) or (D) D	Amount 1,938 (1) (2) Price \$ 23.97	88,126 (3)	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	\$ 12.41					05/24/2014 <sup>(4)</sup> 05/24/2017	Common Stock	3,952
Option to Purchase Common Stock	\$ 12.41					05/24/2013 <sup>(5)</sup> 05/24/2017	Common Stock	3,196 <sup>(6)</sup>
Option to Purchase Common Stock	\$ 9.52					03/01/2012 <sup>(5)</sup> 03/01/2012	Common Stock	12,265 <sup>(7)</sup>

## 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/ Edward R. Dietz  
Attorney-in-fact

03/03/2015

\*\*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) This amount was erroneously reported as 2,850 in the original filing. Consequently, 912 shares were omitted from the Forms 4 filed by the reporting person until March 3, 2015.

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- (3) Includes a total of 22,267 shares of restricted stock where, as of the date of this filing, the restrictions have not yet lapsed. This amount was erroneously reported as 22,297 in the original filing.
- (4) Date listed is the date of full vesting. Vests 25% per year beginning on the first anniversary of the date of grant.
- (5) 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
- (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; 1,065; 2,130; or 3,196.
- 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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