### Edgar Filing: MARLIN BUSINESS SERVICES CORP - Form 4

#### MARLIN BUSINESS SERVICES CORP

Form 4 July 26, 2006

# FORM 4

#### **OMB APPROVAL**

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

OMB 3235-0287 Number:

if no longer subject to Section 16. Form 4 or

Check this box

January 31, Expires: 2005

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

Estimated average burden hours per response... 0.5

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 \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading DYER DANIEL P Issuer Symbol MARLIN BUSINESS SERVICES (Check all applicable) CORP [MRLN] (Last) (First) (Middle) 3. Date of Earliest Transaction \_X\_\_ Director 10% Owner Other (specify X\_ Officer (give title (Month/Day/Year) below) C/O MARLIN BUSINESS 07/24/2006 Chief Executive Officer SERVICES CORP., 300 FELLOWSHIP ROAD (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting MOUNT LAUREL, NJ 08054 (City) (State) (Zip)

(City)	(State)	Table 1 - 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)		sed of	` '	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)
Common Stock	07/24/2006		S <u>(1)</u>	1,100	D	\$ 21.0046 (2)	230,550 (3)	D	
Common Stock	07/25/2006		S <u>(1)</u>	1,100	D	\$ 21.0018 (2)	229,450 (3)	D	

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

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# 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. Transactic Code (Instr. 8)	5. orNumber 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(4)	01/10/2012	Common Stock	21,429
Option to Purchase Common Stock	\$ 4.23					04/03/2004(4)	04/03/2010	Common Stock	28,000
Option to Purchase Common Stock	\$ 10.18					10/04/2005(4)	10/04/2011	Common Stock	51,240
Option to Purchase Common Stock	\$ 3.39					01/17/2006(4)	01/17/2012	Common Stock	14,000
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	6,650
Option to Purchase Common Stock	\$ 18.8					01/29/2012(5)	01/28/2014	Common Stock	20,000

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Option to Purchase Common Stock	\$ 21.6	03/28/2010(4)	03/28/2013	Common Stock	8,016
Option to Purchase Common Stock	\$ 21.6	03/28/2010(6)	03/28/2013	Common Stock	12,026 (7)

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
• 6	Director	10% Owner	Officer	Other		
DYER DANIEL P C/O MARLIN BUSINESS SERVICES CORP. 300 FELLOWSHIP ROAD MOUNT LAUREL, NJ 08054	X		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) The sale of shares of Marlin Business Services Corp. reported on this Form 4 was executed pursuant to a written plan adopted by the reporting person on June 13, 2006, that is intended to comply with Rule 10b5-1(c) of the Securities and Exchange Act of 1934.
- (2) Represents average sales price per share.
- (3) Includes a total of 25,367 shares of restricted stock where, as of the date of this filing, the restrictions have not yet lapsed.
- (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.
- 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
- (5) 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.
- (6) 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 (7) growth rates averaged over a four year 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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