

PELOSE GEORGE D
Form 4
May 20, 2011

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

(Last) (First) (Middle)
C/O MARLIN BUSINESS SERVICES CORP., 300 FELLOWSHIP ROAD
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/19/2011

MOUNT LAUREL, NJ 08054
(City) (State) (Zip)

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

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	05/19/2011		F	(A) or (D) D	Amount 8,167 (1) Price \$ 12.03	248,006 (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	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Purchase Common Stock	\$ 12.41					05/24/2014 ⁽³⁾	05/24/2017	Common Stock	29,348
Option to Purchase Common Stock	\$ 12.41					05/24/2013 ⁽⁴⁾	05/24/2017	Common Stock	6,616 ⁽⁵⁾
Option to Purchase Common Stock	\$ 3.39					08/22/2005 ⁽⁶⁾	08/22/2011	Common Stock	7,000
Option to Purchase Common Stock	\$ 10.18					10/04/2005 ⁽⁶⁾	10/04/2011	Common Stock	42,700
Option to Purchase Common Stock	\$ 3.39					01/17/2006 ⁽⁶⁾	01/17/2012	Common Stock	28,000
Option to Purchase Common Stock	\$ 3.39					01/13/2007 ⁽⁶⁾	01/13/2013	Common Stock	7,000
Option to Purchase Common Stock	\$ 10.18					01/13/2007 ⁽⁶⁾	01/13/2013	Common Stock	6,055
Option to Purchase Common Stock	\$ 9.52					03/01/2012 ⁽⁶⁾	03/01/2015	Common Stock	17,394
	\$ 9.52					03/01/2012 ⁽⁴⁾	03/01/2015		

Option to
Purchase
Common
Stock

Common 23,842
Stock (7)

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			Chief Operating Officer	

Signatures

/s/ George D. Pelose 05/20/2011

**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) Includes a total of 159,514 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. Vests 25% per year beginning on the first anniversary of the date of grant.

(4) 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

(5) 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; 2,205; 4,410; or 6,616.

(6) Date listed is the date of full vesting. Each grants vests 25% per year beginning on the first anniversary of the date of grant.

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; 7,947; 15,895; or 23,842.

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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