

Dietz Edward Ralph Jr.
Form 4
April 02, 2019

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Dietz Edward Ralph Jr.

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)
03/29/2019

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
General Counsel

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)
____X____ 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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------------|---|---|---|--|--|--|---|
| Common Stock | 03/29/2019 | | A | (A) or (D) Amount 2,441 (1) | \$ 0 29,934 (2) | D | |
| Common Stock | 03/31/2019 | | F | 148 (3) D | \$ 21.5 29,786 (4) | D | |

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

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form
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SEC 1474
(9-02)

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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. 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) | | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|---|-----------------|--------------|----------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Option to Purchase Common Stock | \$ 25.75 | 03/31/2017 | | A | | 5,716 | | 03/31/2020 ⁽⁵⁾ | 03/31/2024 | Common Stock | 5,716 |
| Option to Purchase Common Stock | \$ 28.25 | 03/20/2018 | | A | | 5,201 | | 03/20/2021 ⁽⁵⁾ | 03/20/2025 | Common Stock | 5,201 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-----------------|
| | Director | 10% Owner | Officer | Other |
| Dietz Edward Ralph Jr. C/O MARLIN BUSINESS SERVICES CORP. 300 FELLOWSHIP ROAD MOUNT LAUREL, NJ 08054 | | | | General Counsel |

Signatures

/s/ Edward R.
Dietz, Jr. 04/02/2019

____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 grants of restricted stock units as part of long term incentive plan. This grant consists of 2,441 restricted stock units where the restrictions will lapse over the three year period following the grant date on a pro-rata basis (one-third per year).
- (2) Includes 955 shares of restricted stock where, as of the date of this filing, the restrictions have not yet lapsed and 4,297 restricted stock units.
- (3) Represents the delivery of shares to pay the tax liability associated with the vesting of certain restricted stock units.

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(4) Includes 955 shares of restricted stock where, as of the date of this filing, the restrictions have not yet lapsed and 3,812 restricted stock units.

(5) Date listed is the date of full vesting. Vests one-third per year beginning on the first anniversary of the date of grant.

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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