

FEDERAL DEPOSIT INSURANCE CORPORATION

In Re: Marlin Business Bank (Proposed)
Salt Lake City, Salt Lake County, Utah
Request to Modify Condition in an Order Regarding an
Application for Federal Deposit Insurance
(Deposit Insurance Fund)

ORDER

The Board of Directors (Board) of the Federal Deposit Insurance Corporation (FDIC) has fully considered all available facts and information relevant to Section 6 of the Federal Deposit Insurance Act in evaluating the request for modification of paragraph 1 of the March 20, 2007, Order approving the application for Federal deposit insurance for Marlin Business Bank (the Bank), a proposed new Utah industrial bank to be located at 2795 East Cottonwood Parkway, Suite 120, Salt Lake City, Salt Lake County, Utah. Based on that evaluation, the Board concluded that the request should be approved subject to the modification of paragraph 27 of the Order.

Accordingly, it is hereby **ORDERED**, for the reasons set forth in the attached Statement, that the Bank's request for modification of the deposit insurance Order issued on March 20, 2007, is approved and that paragraphs 1 and 27 in the Order be modified as follows:

1. That beginning paid-in capital funds of not less than \$12,000,000 be provided.
27. That during the first three years of operation, the Bank shall obtain written approval from the FDIC prior to any major deviation or material change from its business plan. A major deviation in the Bank's business plan would include exceeding \$87 million in total assets in its first year of operations, \$104 million in total assets in its second year of operations, and \$128 million in total assets in its third year of operations.

All other terms and conditions of the Order shall remain in full force and effect.

Dated at Washington, D.C., this 12th day of February, 2008.

FEDERAL DEPOSIT INSURANCE CORPORATION

By: _____ /s/
Robert E. Feldman
Executive Secretary

FEDERAL DEPOSIT INSURANCE CORPORATION

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STATEMENT

Pursuant to the provisions of Section 5 of the Federal Deposit Insurance Act (12 U.S.C. §1815), an application for Federal deposit insurance was filed on behalf of Marlin Business Bank (the Bank), a proposed new Utah industrial bank, to be located at 2795 East Cottonwood Parkway, Suite 120, Salt Lake City, Salt Lake County, Utah. The application was approved by the Board of Directors of the Federal Deposit Insurance Corporation, and a deposit insurance Order (Order) was issued on March 20, 2007. The Bank subsequently requested a modification of the minimum initial paid-in-capital requirement contained in paragraph 1 of the Order.

The Bank will be a wholly-owned subsidiary of Marlin Business Services Corporation, a publicly traded company with its principal offices in Mount Laurel, New Jersey (MBSC). MBSC is a holding company for Marlin Leasing Corporation, Mount Laurel, New Jersey (Marlin). Marlin has been in operation since 1997, and is the primary operating subsidiary of MBSC. Marlin provides nationwide equipment leasing primarily to the small-ticket segment of the market.

For the purposes of this proposal, capital and management are considered satisfactory, projections for future earnings prospects are favorable, and the investment in fixed assets is reasonable. Corporate powers to be exercised are consistent with the purpose of the Federal Deposit Insurance Act. No undue risk to the insurance fund is apparent.

Accordingly, based upon careful evaluation of all available facts and information, the Board of Directors of the Federal Deposit Insurance Corporation has approved the request. In addition, the Board of Directors modified paragraph 27 of the Order to establish precise parameters as to what constitutes a major deviation or material change in the Bank's business plan in terms of asset growth. All previously approved terms and conditions dated in the March 20, 2007, Order will remain in full force and effect.

**BOARD OF DIRECTORS
FEDERAL DEPOSIT INSURANCE CORPORATION**