#### **CORILLIAN CORP**

Form 5

March 15, 2006

# FORM 5

**OMB APPROVAL** 

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Washington, D.C. 20549

ANNUAL STATEMENT OF CHANGES OWNERSHIP OF SECURIT

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL
OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 1.0

See Instruction
1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
Reported

Form 4

may continue.

30(h) of the Investment Company Act of 1940

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Transactions Reported

1. Name and Address of Reporting Person \* 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer Litch Erich J Symbol CORILLIAN CORP [CORI] (Check all applicable) (Last) (First) (Middle) 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) Director 10% Owner \_X\_\_ Officer (give title Other (specify 12/31/2005 below) below) 3400 NW JOHN OLSEN PLACE SVP Corp. Dev. & GC (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line)

### HILLSBORO, ORÂ 97124

(State)

(7in)

(City)

\_X\_ Form Filed by One Reporting Person \_\_\_ Form Filed by More than One Reporting Person

| Security (Month/Day/Year) Execution Date, if Transaction (A) or Disposed of (D) Securities Ownership India (Instr. 3)  (Month/Day/Year) (Instr. 8)  (Month/Day/Year) (Instr. 8)  (A) Or Disposed of (D) Securities Ownership India (D) or Ownership India (D |            |                        |                     |            |   |            |   |   | ly Owned  |
|--|------------|------------------------|---------------------|------------|---|------------|---|---|---|
| Security   |            | Execution Date, if any | Transaction<br>Code | (A) or Dis | Disposed of (D)<br>3, 4 and 5)<br>(A)<br>or |            | Securities<br>Beneficially<br>Owned at end<br>of Issuer's<br>Fiscal Year<br>(Instr. 3 and | Ownership<br>Form: Direct<br>(D) or<br>Indirect (I) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
| Common<br>Stock  | 08/01/2003 | Â                      | S4                  | 2,733      | D<br>(1)                                    | \$ 3       | 600   | D   | Â   |
| Common<br>Stock  | 08/04/2003 | Â                      | S4                  | 600        | D<br>(1)                                    | \$ 2.9     | 0   | D   | Â   |
| Common<br>Stock  | 10/27/2003 | Â                      | M4                  | 14,063     | A   | \$<br>3.15 | 14,063  | D   | Â   |
| Common<br>Stock  | 10/27/2003 | Â                      | M4                  | 18,750     | A   | \$<br>2.85 | 32,813  | D   | Â   |

| Common<br>Stock | 10/27/2003 | Â | S4 | 32,813 | D        | \$ 5.7     | 0      | D | Â |
|-----------------|------------|---|----|--------|----------|------------|--------|---|---|
| Common<br>Stock | 10/31/2003 | Â | M4 | 500    | A        | \$<br>3.15 | 500    | D | Â |
| Common<br>Stock | 10/31/2003 | Â | S4 | 500    | D        | \$<br>6.65 | 0      | D | Â |
| Common<br>Stock | 11/03/2003 | Â | M4 | 1,062  | A        | \$<br>3.15 | 1,062  | D | Â |
| Common<br>Stock | 11/03/2003 | Â | S4 | 1,062  | D        | \$ 6.8     | 0      | D | Â |
| Common<br>Stock | 02/06/2004 | Â | M4 | 1,562  | A        | \$<br>3.15 | 1,562  | D | Â |
| Common<br>Stock | 02/06/2004 | Â | M4 | 3,125  | A        | \$<br>2.85 | 4,687  | D | Â |
| Common<br>Stock | 02/06/2004 | Â | S4 | 3,333  | D<br>(1) | \$6        | 4,687  | D | Â |
| Common<br>Stock | 02/06/2004 | Â | S4 | 4,687  | D        | \$6        | 0      | D | Â |
| Common<br>Stock | 02/11/2004 | Â | M4 | 3,125  | A        | \$<br>2.85 | 3,125  | D | Â |
| Common<br>Stock | 02/11/2004 | Â | S4 | 3,125  | D        | \$<br>5.85 | 0      | D | Â |
| Common<br>Stock | 05/04/2004 | Â | M4 | 1,563  | A        | \$<br>3.15 | 1,563  | D | Â |
| Common<br>Stock | 05/04/2004 | Â | M4 | 31,250 | A        | \$<br>0.86 | 32,813 | D | Â |
| Common<br>Stock | 05/04/2004 | Â | S4 | 32,813 | D        | \$<br>4.36 | 0      | D | Â |
| Common<br>Stock | 05/25/2004 | Â | M4 | 3,125  | A        | \$<br>2.85 | 3,125  | D | Â |
| Common<br>Stock | 05/25/2004 | Â | S5 | 3,125  | D        | \$ 4.5     | 0      | D | Â |
| Common<br>Stock | 07/27/2004 | Â | M4 | 7,813  | A        | \$<br>0.86 | 7,813  | D | Â |
| Common<br>Stock | 07/27/2004 | Â | M4 | 1,563  | A        | \$<br>3.15 | 9,376  | D | Â |
| Common<br>Stock | 07/27/2004 | Â | S4 | 9,376  | D        | \$<br>5.08 | 0      | D | Â |
| Common<br>Stock | 07/28/2004 | Â | M4 | 5,969  | A        | \$ 3       | 5,969  | D | Â |
|                 | 07/28/2004 | Â | S4 | 5,969  | D        |            | 0      | D | Â |

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| Common<br>Stock |            |   |    |        |          | \$<br>5.08 |        |   |   |
|-----------------|------------|---|----|--------|----------|------------|--------|---|---|
| Common<br>Stock | 08/02/2004 | Â | S4 | 3,333  | D<br>(1) | \$<br>4.85 | 0      | D | Â |
| Common<br>Stock | 08/10/2004 | Â | M4 | 93     | A        | \$ 3       | 93     | D | Â |
| Common<br>Stock | 08/10/2004 | Â | S4 | 93     | D        | \$ 4.5     | 0      | D | Â |
| Common<br>Stock | 08/11/2004 | Â | M4 | 10,141 | A        | \$ 3       | 10,141 | D | Â |
| Common<br>Stock | 08/11/2004 | Â | S4 | 10,141 | D        | \$ 4.5     | 0      | D | Â |
|                 |            |   |    |        |          |            |        |   |   |

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 displays a currently valid OMB control number.

SEC 2270 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and 5) |        | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                    | 7. Title and Underlying (Instr. 3 and |
|---|---|---|---|---|---|--------|--|--------------------|---------------------------------------|
|   |   |   |   |   | (A)   | (D)    | Date Exercisable   | Expiration<br>Date | Title                                 |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 0.86   | 04/22/2003                              | Â   | A                                       | 125,000   | Â      | 04/22/2004(2)  | 04/22/2013         | Common                                |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 3  | 07/28/2003                              | Â   | A                                       | 90,000  | Â      | 07/28/2004(3)  | 07/28/2013         | Common                                |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 3.15   | 10/27/2003                              | Â   | M4                                      | Â   | 14,063 | 04/25/2002(4)  | 04/25/2011         | Common                                |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 2.85   | 10/27/2003                              | Â   | M4                                      | Â   | 18,750 | 02/11/2003(5)  | 02/11/2012         | Common                                |
| Stock<br>Option                                     | \$ 3.15   | 10/31/2003                              | Â   | M4                                      | Â   | 500    | 04/25/2002(4)  | 04/25/2011         | Common                                |

| (Right to Buy)                       |         |            |   |    |   |        |               |            |        |
|--------------------------------------|---------|------------|---|----|---|--------|---------------|------------|--------|
| Stock<br>Option<br>(Right to<br>Buy) | \$ 3.15 | 11/03/2003 | Â | M4 | Â | 1,062  | 04/25/2002(4) | 04/25/2011 | Common |
| Stock<br>Option<br>(Right to<br>Buy) | \$ 3.15 | 02/06/2004 | Â | M4 | Â | 1,562  | 04/25/2002(4) | 04/25/2011 | Common |
| Stock<br>Option<br>(Right to<br>Buy) | \$ 2.85 | 02/06/2004 | Â | M4 | Â | 3,125  | 02/11/2003(5) | 02/11/2012 | Common |
| Stock<br>Option<br>(Right to<br>Buy) | \$ 2.85 | 02/11/2004 | Â | M4 | Â | 3,125  | 02/11/2003(5) | 02/11/2012 | Common |
| Stock<br>Option<br>(Right to<br>Buy) | \$ 3.15 | 05/04/2004 | Â | M4 | Â | 1,563  | 04/25/2002(4) | 04/25/2011 | Common |
| Stock<br>Option<br>(Right to<br>Buy) | \$ 0.86 | 05/04/2004 | Â | M4 | Â | 31,250 | 04/22/2004(2) | 04/22/2013 | Common |
| Stock<br>Option<br>(Right to<br>Buy) | \$ 2.85 | 05/25/2004 | Â | M4 | Â | 3,125  | 02/11/2003(5) | 02/11/2012 | Common |
| Stock<br>Option<br>(Right to<br>Buy) | \$ 3.15 | 07/27/2004 | Â | M4 | Â | 1,563  | 04/25/2002(4) | 04/25/2011 | Common |
| Stock<br>Option<br>(Right to<br>Buy) | \$ 0.86 | 07/27/2004 | Â | M4 | Â | 7,813  | 04/22/2004(2) | 04/22/2013 | Common |
| Stock<br>Option<br>(Right to<br>Buy) | \$ 3    | 07/28/2004 | Â | M4 | Â | 5,969  | 07/28/2004(3) | 07/28/2013 | Common |
| Stock<br>Option<br>(Right to         | \$ 3    | 08/10/2004 | Â | M4 | Â | 93     | 07/28/2004(3) | 07/28/2013 | Common |

| Buy)                                 |         |            |   |    |         |        |               |            |        |
|--------------------------------------|---------|------------|---|----|---------|--------|---------------|------------|--------|
| Stock<br>Option<br>(Right to<br>Buy) | \$ 3    | 08/11/2004 | Â | M4 | Â       | 10,141 | 07/28/2004(3) | 07/28/2013 | Common |
| Stock<br>Option<br>(Right to<br>Buy) | \$ 3    | 08/13/2004 | Â | M4 | Â       | 2,000  | 07/28/2004(3) | 07/28/2013 | Common |
| Stock<br>Option<br>(Right to<br>Buy) | \$ 3    | 08/17/2004 | Â | M4 | Â       | 4,297  | 07/28/2004(3) | 07/28/2013 | Common |
| Stock Option (Right to Buy)          | \$ 2.85 | 08/24/2004 | Â | M4 | Â       | 3,125  | 02/11/2003(5) | 02/11/2012 | Common |
| Stock<br>Option<br>(Right to<br>Buy) | \$ 0.86 | 10/25/2004 | Â | M4 | Â       | 7,812  | 04/22/2004(2) | 04/22/2013 | Common |
| Stock<br>Option<br>(Right to<br>Buy) | \$ 3.15 | 10/29/2004 | Â | M4 | Â       | 1,562  | 04/25/2002(4) | 04/25/2011 | Common |
| Stock<br>Option<br>(Right to<br>Buy) | \$ 3    | 10/29/2004 | Â | M4 | Â       | 5,625  | 07/28/2004(3) | 07/28/2013 | Common |
| Stock<br>Option<br>(Right to<br>Buy) | \$ 2.85 | 11/11/2004 | Â | M4 | Â       | 3,125  | 02/11/2003(5) | 02/11/2012 | Common |
| Stock<br>Option<br>(Right to<br>Buy) | \$ 0.86 | 02/14/2005 | Â | M4 | Â       | 7,813  | 04/22/2004(2) | 04/22/2013 | Common |
| Stock<br>Option<br>(Right to<br>Buy) | \$ 2.87 | 03/14/2005 | Â | A4 | 250,000 | Â      | 03/14/2006    | 03/14/2015 | Common |

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Reporting Owners 5

Director 10% Owner Officer Other

Litch Erich J

3400 NW JOHN OLSEN PLACE SVP Corp. Dev. & GC HILLSBORO, ORÂ 97124

**Signatures** 

/s/Paul Wilde 03/15/2006

\*\*Signature of Date

Reporting Person

### **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) Sale of shares purchased under the Corillian Corporation Employee Stock Purchase Plan ("ESPP") in an exempt transaction pursuant to Rule 16b-3(c).
- (2) One-fourth of the shares vest on April 22, 2004, and one-sixteenth of the shares vest in quarterly installments thereafter.
- (3) One-fourth of the shares vest on July 28, 2004, and one-sixteenth of the shares vest in quarterly installments thereafter.
- (4) One-fourth of the shares vest on April 25, 2002, and one-sixteenth of the shares vest in quarterly installments thereafter.
- (5) One-fourth of the shares vest on February 11, 2003, and one-sixteenth of the shares vest in quarterly installments thereafter.

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#### **Remarks:**

Form 1 of 2

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.

Signatures 6