

ONLINE RESOURCES CORP  
Form 8-K  
April 29, 2011

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of report (Date of earliest event reported): April 29, 2011**

**Online Resources Corporation**

(Exact Name of Registrant as Specified in its Charter)

**Delaware**

(State or Other Jurisdiction of  
Incorporation)

**0-26123**

(Commission File  
Number)

**52-1623052**

(I.R.S. Employer Identification No.)

**4795 Meadow Wood  
Lane,  
Chantilly, Virginia  
20151**

(Address of Principal  
Executive Offices,  
including zip code)

Registrant's telephone number including area code: **703-653-3100**

**Not Applicable**

(Former Name or Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 8.01 Other Events**

On April 29, 2011, Online Resources Corporation issued a press release reporting a preliminary verdict in an employment related dispute with its former Chairman and CEO. The Company also provided commentary on its guidance and reset its first quarter earnings release date. A copy of the press release is furnished as Exhibit 99.1 to this Current Report on Form 8 K.

**Item 9.01. Financial Statements and Exhibits**

**(d) Exhibits.**

| <b>Exhibit Number</b> | <b>Description of Exhibit</b> |
|-----------------------|-------------------------------|
| 99.1                  | Press Release                 |

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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

*April 29, 2011*

**ONLINE RESOURCES CORPORATION**

By: /s/Catherine A. Graham

Name: *Catherine A. Graham*

Title: *Executive Vice President, Chief  
Financial Officer*

**EXHIBIT INDEX**

| <b>Exhibit Number</b> | <b>Description of Exhibit</b>        |
|-----------------------|--------------------------------------|
| 99.1                  | Press Release, dated April 29, 2011. |