

ONLINE RESOURCES CORP  
Form 8-K  
January 21, 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):

January 21, 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  
(Address of principal  
executive offices)

20151

(Zip Code)

Registrant's telephone number, including area code:

703-653-3100

Not Applicable

Former name or former 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))
-

**Item 7.01 Regulation FD Disclosure.**

On January 21, 2011, Online Resources Corporation issued a press release announcing that it was evaluating unsolicited expressions of interest in potential business combinations that it has received from third parties against its long-term strategic growth plan. A copy of the press release is furnished as Exhibit 99.1 to this Current Report on Form 8 K.

---

**SIGNATURES**

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.

Online Resources Corporation

*January 21, 2011*

By: /s/ Catherine A. Graham  
Name: *Catherine A. Graham*  
*Executive Vice President,*  
Title: *Chief*  
*Financial Officer*

---

**Exhibit Index**

**Exhibit**

**No.**

**Description**

99.1

Press Release dated January 21, 2011

---