Edgar Filing: Cole Stephen S - Form 4

Cala Stanhan S

Form 4											
	June 09, 2011 FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION						OMB APPROVAL				
	UNITED S	TATES SE			ND EXC D.C. 205		NGE (COMMISSION	OMB Number:	3235-0287	
Check this if no long subject to Section 16 Form 4 or Form 5	^{er} STATEM	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,							Expires: January 31, 2005 Estimated average burden hours per response 0.5		
obligation may contin <i>See</i> Instruct 1(b).	s Section 17(a)		ic Utilit	ty Holdi	ing Com	pany	Act o	f 1935 or Sectio	n		
(Print or Type R	esponses)										
1. Name and Address of Reporting Person <u>*</u> Cole Stephen S			2. Issuer Name and Ticker or Trading Symbol ONLINE RESOURCES CORP				-	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) 1042 GREEM	(Last) (First) (Middle)			[ORCC] 3. Date of Earliest Transaction (Month/Day/Year) 06/08/2011				_X_ Director 10% Owner Officer (give title Other (specify below)			
			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 			
WILMETTE	, IL 60091							Person	Aore than One Re	eporting	
(City)	(State) (Z	Zip)	Table I	- Non-De	erivative S	ecuri	ties Ac	quired, Disposed o	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Da any (Month/Day/	C Year) (I	Transactio Code Instr. 8)	4. Securit nAcquired Disposed (Instr. 3,	(A) o of (D 4 and (A) or) 5)	Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	06/08/2011	06/08/2011		Code V M	Amount 2,407	(D) A	Price \$ 0		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 displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactio Code (Instr. 8)	5. Number on f 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
Restricted Stock Units	\$ 0	06/08/2011	06/08/2011	М	2,407	06/08/2011 <u>(1)</u>	(2)	Common Stock	2,407

Reporting Owners

Reporting Owner Name / Addre	SS	Relationships						
	Director	10% Owner	Officer	Other				
Cole Stephen S 1042 GREENWOOD WILMETTE, IL 60091	Х							
Signatures								
/s/Stephen S. Cole	06/09/2011							

<u>**</u>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) The restricted stock units vest equally on a quarterly basis on 12/8/2010, 3/8/2011, 6/8/2011 and 9/8/2011.
- (2) Not Applicable.

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