

Labiak Eric
 Form 3
 April 13, 2012

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Labiak Eric		(Month/Day/Year)	ONLINE RESOURCES CORP [ORCC]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		03/27/2012		
C/O ONLINE RESOURCES, Â 4795 MEADOW WOOD LANE			(Check all applicable)	
	(Street)		<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
			<input type="checkbox"/> Officer	<input checked="" type="checkbox"/> Other
			(give title below) (specify below)	
			Chief Sales Officer	
			6. Individual or Joint/Group Filing(Check Applicable Line)	
			<input checked="" type="checkbox"/> Form filed by One Reporting Person	
			<input type="checkbox"/> Form filed by More than One Reporting Person	
CHANTILLY, Â VA Â 20151				
(City)	(State)	(Zip)		

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Restricted Stock Units	13,737	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Options	Â <u>(1)</u>	01/02/2015	Common Stock	3,423	\$ 12.01	D	Â
Stock Options	Â <u>(1)</u>	02/28/2015	Common Stock	1,379	\$ 10.24	D	Â
Stock Options	Â <u>(2)</u>	03/06/2016	Common Stock	12,194	\$ 3.44	D	Â
Restricted Stock Units	Â <u>(3)</u>	Â <u>(4)</u>	Common Stock	44,305	\$ 0	D	Â
Restricted Stock Units	Â <u>(5)</u>	Â <u>(4)</u>	Common Stock	3,950	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Labiak Eric C/O ONLINE RESOURCES 4795 MEADOW WOOD LANE CHANTILLY, VA 20151	Â	Â	Â	Chief Sales Officer

Signatures

/s/Eric Labiak 04/13/2012

 Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Stock options vest annually over a three year period on 1/1/2009, 1/1/2010 and 1/1/2011.
 - (2) Stock options vest annually over a three year period on 1/1/2010, 1/1/2011 and 1/1/2012.
 - (3) The restricted stock units vest equally on 8/15/2012 and 2/15/2013.
 - (4) Not Applicable.
 - (5) The restricted stock units vest equally on 5/11/2012 and 5/11/2013.

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.