

ONLINE RESOURCES CORP  
Form DEFA14A  
March 23, 2009

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  
FORM 8-K/A  
CURRENT REPORT**

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

Date of Report (Date of Earliest Event Reported): March 9, 2009

**Online Resources Corporation**  
(Exact name of registrant as specified in its charter)

Delaware

0-26123

52-1623052

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

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

4795 Meadow Wood Lane, Chantilly,  
Virginia

20151

(Address of principal executive offices)

(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.**

Matthew P. Lawlor, Chairman and CEO of Online Resources Corporation is scheduled to present at the Raymond James 30th Annual Institutional Investors Conference on Monday, March 9, 2009 at approximately 3:25pm. The slide presentation is shown as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

Attached as Exhibit 99.1 is the slide presentation that will be shown at the Raymond James 30th Annual Institutional Investors Conference on Monday, March 9, 2009.

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**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

*March 23, 2009*

By: *Catherine A. Graham*

Name: *Catherine A. Graham*

Title: *Executive Vice President, Chief Financial Officer  
and Treasurer*