

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>ACI WORLDWIDE, INC.</u> (Last) (First) (Middle) 3520 KRAFT RD SUITE 300 (Street) NAPLES FL 34105 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 03/11/2013	3. Issuer Name and Ticker or Trading Symbol <u>ONLINE RESOURCES CORP [ORCC]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) 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

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)
Common Stock, par value \$0.0001 per share ⁽¹⁾	28,588,101 ⁽²⁾	I	See Footnote ⁽³⁾

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 Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

1. Name and Address of Reporting Person*
ACI WORLDWIDE, INC.
 (Last) (First) (Middle)
 3520 KRAFT RD
 SUITE 300
 (Street)
 NAPLES FL 34105
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Ocelot Acquisition Corp.
 (Last) (First) (Middle)
 3520 KRAFT RD
 SUITE 300
 (Street)
 NAPLES FL 34105
 (City) (State) (Zip)

Explanation of Responses:

- This form is a joint filing by ACI Worldwide, Inc., a Delaware corporation ("ACI"), and Ocelot Acquisition Corp., a Delaware corporation and direct wholly owned subsidiary of ACI ("Merger Sub").
- Shares of common stock, par value \$0.0001 per share (the "Shares"), of Online Resources Corporation ("ORCC") acquired pursuant to the tender offer effected pursuant to the Transaction Agreement, dated as of January 30, 2013, by and among ACI, Merger Sub and ORCC.
- Shares are held by Merger Sub. As Merger Sub is a direct wholly owned subsidiary of ACI, ACI may be deemed to have acquired indirect beneficial ownership of the Shares.

/s/ Dennis P. Byrnes, Executive Vice President, Chief Administrative Officer, 03/12/2013
 General Counsel and Secretary for ACI Worldwide, Inc.
 /s/ Dennis P. Byrnes, President 03/12/2013

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.