

BROOKS CHRISTOPHER L  
 Form 4  
 December 27, 2004

**FORM 4**

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

OMB APPROVAL

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**STATEMENT OF CHANGES IN 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 \*  
**BROOKS CHRISTOPHER L**

(Last) (First) (Middle)

3400 NW JOHN OLSEN PLACE

(Street)

HILLSBORO, OR 97124

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**CORILLIAN CORP [CORI]**

3. Date of Earliest Transaction  
 (Month/Day/Year)  
**12/27/2004**

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**CTO**

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |
| Common Stock                    | 12/27/2004                           |  | M                              |   | 4,929   | A  | \$ 2.85                           |
| Common Stock                    | 12/27/2004                           |  | M                              |   | 10,071  | A  | \$ 3.32                           |
| Common Stock <sup>(1)</sup>     | 12/27/2004                           |  | M                              |   | 900   | D  | \$ 5.01                           |
| Common Stock <sup>(1)</sup>     | 12/27/2004                           |  | M                              |   | 14,100  | D  | \$ 5                              |

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

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 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. Transaction Code (Instr. 8) | 5. Number of 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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Stock Option (right to buy) <sup>(2)</sup> | \$ 2.85  | 12/27/2004                           |  | M                              | 4,929   | 02/11/2003 02/11/2012                                    | Common Stock  | 4,929                      |
| Stock Option (right to buy) <sup>(3)</sup> | \$ 3.32  | 12/27/2004                           |  | M                              | 10,071  | 04/30/2002 04/30/2011                                    | Common Stock  | 10,071                     |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| BROOKS CHRISTOPHER L<br>3400 NW JOHN OLSEN PLACE<br>HILLSBORO, OR 97124 |               |           | CTO     |       |

## Signatures

/s/Erich J. Litch,  
Attorney-in-fact

12/27/2004

\_\_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) All sales were made pursuant to a written Rule 10b5-1(c) sales plan.
- (2) One-fourth of the shares vested on 2/11/03, and the remaining shares vest in equal installments over the next 12 quarters.
- (3) One-fourth of the shares vested on 4/30/02, and the remaining shares vest in equal installments over the next 12 quarters.

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