

DIGITAL INSIGHT CORP  
Form 4  
February 08, 2007

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
Morken CeCelia

(Last) (First) (Middle)

C/O DIGITAL INSIGHT CORPORATION, 26025 MUREAU ROAD

(Street)

CALABASAS, CA 91302

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

DIGITAL INSIGHT CORP [DGIN]

3. Date of Earliest Transaction (Month/Day/Year)

02/06/2007

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)  
EVP Sales, Marketing, Delivery

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	02/06/2007		M <sup>(1)</sup>		204	A	\$ 15.98
Common Stock	02/06/2007		F <sup>(1)</sup>		84	D	\$ 39
Common Stock	02/06/2007		M <sup>(1)</sup>		4,632	A	\$ 13.72
Common Stock	02/06/2007		F <sup>(1)</sup>		2,938	D	\$ 39
Common Stock	02/06/2007		M <sup>(1)</sup>		10,564	A	\$ 16

Edgar Filing: DIGITAL INSIGHT CORP - Form 4

Common Stock	02/06/2007	<u>F(1)</u>	7,041	D	\$ 39	70,438	D
Common Stock	02/06/2007	<u>M(1)</u>	4,875	A	\$ 27.37	75,313	D
Common Stock	02/06/2007	<u>F(1)</u>	4,054	D	\$ 39	71,259	D
Common Stock	02/06/2007	<u>M(1)</u>	13,000	A	\$ 33.05	84,259	D
Common Stock	02/06/2007	<u>F(1)</u>	11,879	D	\$ 39	72,380	D
Common Stock	02/06/2007	<u>M(1)</u>	19,500	A	\$ 30.89	91,880	D
Common Stock	02/06/2007	<u>F(1)</u>	17,207	D	\$ 39	74,673	D
Common Stock	02/06/2007	<u>F(8)</u>	3,963	D	\$ 39	70,710	D
Common Stock	02/06/2007	<u>F(8)</u>	3,397	D	\$ 39	67,313	D
Common Stock	02/06/2007	<u>F(8)</u>	2,013	D	\$ 39	65,300	D
Common Stock	02/06/2007	<u>F(8)</u>	3,019	D	\$ 39	62,281	D
Common Stock	02/06/2007	<u>J(1)(8)</u>	62,281	D	\$ 39	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.**

SEC 1474  
(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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share

Edgar Filing: DIGITAL INSIGHT CORP - Form 4

Employee Stock Option (right to buy)	\$ 15.98	02/06/2007	M <sup>(1)</sup>	204	06/02/2003	05/01/2013	Common Stock	204
Employee Stock Option (right to buy)	\$ 13.72	02/06/2007	M <sup>(1)</sup>	4,632	08/13/2005	08/12/2014	Common Stock	4,632
Employee Stock Option (right to buy)	\$ 16	02/06/2007	M <sup>(1)</sup>	10,564	01/31/2006	01/30/2015	Common Stock	10,564
Employee Stock Option (right to buy)	\$ 27.37	02/06/2007	M <sup>(1)</sup>	4,875	09/08/2006	09/07/2015	Common Stock	4,875
Employee Stock Option (right to buy)	\$ 33.05	02/06/2007	M <sup>(1)</sup>	13,000	<u>(1)</u>	09/07/2015	Common Stock	13,000
Employee Stock Option (right to buy)	\$ 30.89	02/06/2007	M <sup>(1)</sup>	19,500	<u>(1)</u>	07/23/2016	Common Stock	19,500
Employee Stock Option (right to buy)	\$ 15.98	02/06/2007	D <sup>(2)</sup>	213	<u>(2)</u>	05/01/2013	Common Stock	213
Employee Stock Option (right to buy)	\$ 13.72	02/06/2007	D <sup>(3)</sup>	2,494	<u>(3)</u>	08/12/2014	Common Stock	2,494
Employee Stock Option (right to buy)	\$ 16	02/06/2007	D <sup>(4)</sup>	5,687	<u>(4)</u>	01/30/2015	Common Stock	5,687
	\$ 27.37	02/06/2007	D <sup>(5)</sup>	2,625	<u>(5)</u>	09/07/2015		2,625

Employee  
Stock  
Option  
(right to  
buy)

Common  
Stock

Employee  
Stock  
Option  
(right to  
buy)

\$ 33.05

02/06/2007

D<sup>(6)</sup>

7,000

(6)

09/07/2015

Common  
Stock

7,000

Employee  
Stock  
Option  
(right to  
buy)

\$ 30.89

02/06/2007

D<sup>(7)</sup>

10,500

(7)

07/23/2016

Common  
Stock

10,500

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Morken CeCelia C/O DIGITAL INSIGHT CORPORATION 26025 MUREAU ROAD CALABASAS, CA 91302			EVP Sales, Marketing, Delivery	

## Signatures

Myra E. Stevens, as Attorney-in-fact for CeCelia  
Morken

02/08/2007

\_\_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) Upon completion of the merger between the Issuer and Intuit Inc., unvested stock options held by the Reporting Person are accelerated and net exercised and the Reporting Person will receive a cash payment, without interest, for the net exercised stock options equal to the difference between \$39.00 per share multiplied by the number of Issuer's shares subject to the stock options, less the aggregate exercise price of the stock options.

(2) This represents 35% of unvested options held by the Reporting Person prior to the consummation of the merger between the Issuer and Intuit Inc. In connection with the merger, such option was assumed by Intuit Inc. and replaced with an option to purchase 265 shares of common stock for \$12.85 per share, and will continue to vest in accordance with th original vesting schedule.

(3) This represents 35% of unvested options held by the Reporting Person prior to the consummation of the merger between the Issuer and Intuit Inc. In connection with the merger, such option was assumed by Intuit Inc. and replaced with an option to purchase 3,102 shares of common stock for \$11.03 per share, and will continue to vest in accordance with th original vesting schedule.

(4) This represents 35% of unvested options held by the Reporting Person prior to the consummation of the merger between the Issuer and Intuit Inc. In connection with the merger, such option was assumed by Intuit Inc. and replaced with an option to purchase 7,073 shares of common stock for \$12.86 per share, and will continue to vest in accordance with th original vesting schedule.

(5) This represents 35% of unvested options held by the Reporting Person prior to the consummation of the merger between the Issuer and Intuit Inc. In connection with the merger, such option was assumed by Intuit Inc. and replaced with an option to purchase 3,265 shares of

## Edgar Filing: DIGITAL INSIGHT CORP - Form 4

common stock for \$22.01 per share, and will continue to vest in accordance with th original vesting schedule.

This represents 35% of unvested options held by the Reporting Person prior to the consummation of the merger between the Issuer and

- (6) Intuit Inc. In connection with the merger, such option was assumed by Intuit Inc. and replaced with an option to purchase 8,706 shares of common stock for \$26.57 per share, and will continue to vest in accordance with th original vesting schedule.

This represents 35% of unvested options held by the Reporting Person prior to the consummation of the merger between the Issuer and

- (7) Intuit Inc. In connection with the merger, such option was assumed by Intuit Inc. and replaced with an option to purchase 13,060 shares of common stock for \$24.84 per share, and will continue to vest in accordance with th original vesting schedule.

Upon completion of the merger between the Issuer and Intuit Inc., unvested restricted stock held by the Reporting Person is accelerated

- (8) and net exercised and the Reporting Person will receive a cash payment, without interest, for the net exercised restricted stock equal to the difference between \$39.00 per share multiplied by the number of Issuer's shares subject to the restricted stock, less the aggregate exercise price of the restricted stock.

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.