

DIGITAL INSIGHT CORP  
Form 8-K  
December 03, 2004

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(D) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

Date of report (Date of earliest event reported): December 3, 2004

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**DIGITAL INSIGHT CORPORATION**

(Exact name of Registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction of  
incorporation or organization)

**0-27459**  
(Commission File Number)

**77-0493142**  
(I.R.S. Employer  
Identification No.)

**26025 Mureau Road, Calabasas, California 91302**

(Address of principal executive offices, including zip code)

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**(818) 871-0000**

**(Registrant's telephone number, including area code)**

**(Former Name or Former Address, if Changed Since Last Report)**

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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 (see General Instruction A.2. below):

- ..  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))

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ITEM 1.01. ENTRY INTO MATERIAL DEFINITIVE AGREEMENT

Digital Insight Corporation (the Company) and Jeffrey Stiefler, the Company's chairman, president and chief executive officer, are parties to an Employment Agreement dated August 5, 2003. On December 2, 2004, the parties amended the Agreement to fix the minimum annual incentive bonus to be equal to 80% of his annual base salary, with a maximum bonus opportunity of 100% of annual base salary, based upon the achievement of performance objectives established by the Company's board of directors or its compensation committee. A copy of the amendment is attached as an exhibit to this report.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS

(c) *Exhibits.*

10.1 Employment Agreement Amendment One by and between the registrant and Jeffrey Stiefler dated December 2, 2004.

**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.

Date: December 3, 2004

DIGITAL INSIGHT CORPORATION

By: /s/ Jeffrey Stiefler

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Jeffrey Stiefler  
Chairman, Chief Executive Officer & President