FORTUNE PETER S

Form 4

December 20, 2005

UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading FORTUNE PETER S Issuer Symbol **BOTTOMLINE TECHNOLOGIES** (Check all applicable) INC /DE/ [EPAY] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner Other (specify X_ Officer (give title (Month/Day/Year) below) 39A ST PETERS 12/16/2005 President of BT EU & CMO AVENUE,, CAVERSHAM, READING (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting UNITED KINGDOM, X0 RG4 7DH (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of Transaction(A) or Disposed of (D) Form: Direct Indirect Security (Month/Day/Year) Execution Date, if Securities (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially (D) or Beneficial (Month/Day/Year) (Instr. 8) Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) (Instr. 3 and 4) Amount (D) Price Code Common 12/16/2005 \$ 3.96 73,154 D M 500 Α Stock As trustee Common for Hariet 1,444 I Stock Fortune Trust Common 1,444 I As trustee Stock for Matthew

Fortune

OMB APPROVAL

								Trust
Common Stock	12/16/2005	M	6,250	A	\$ 5.129	79,404	D	
Common Stock						1,444	I	As trustee for Hariet Fortune Trust
Common Stock						1,444	I	As trustee for Matthew Fortune Trust
Common Stock	12/16/2005	M	937	A	\$ 5.4	80,341	D	
Common Stock						1,444	I	As trustee for Hariet Fortune Trust
Common Stock						1,444	I	As trustee for Matthew Fortune Trust
Common Stock	12/16/2005	M	1,113	A	\$ 5.87	81,454	D	
Common Stock						1,444	I	As trustee for Hariet Fotune Trust
Common Stock						1,444	I	As trustee for Matthew Fortune Trust
Common Stock	12/16/2005	S	1,000	D	\$ 12.15	80,454	D	
Common Stock						1,444	I	As trustee for Hariet Fortune Trust
Common Stock						1,444	I	As trustee for Matthew Fortune Trust

Common Stock	12/16/2005	S	100	D	\$ 12.11	80,354	D	
Common Stock						1,444	I	As trustee for Hariet Fortune Trust
Common Stock						1,444	I	As trustee for Matthew Fortune Trust
Common Stock	12/16/2005	S	7,700	D	\$ 12.1	72,654	D	
Common Stock						1,444	I	As trustee for Hariet Fortune Trust
Common Stock						1,444	I	As trustee for Matthew Fortune Trust

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

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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. Transactic Code (Instr. 8)	5. Number conf Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and Am Underlying Sec (Instr. 3 and 4)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title N
Non-Qualified Stock Options (right to buy)	\$ 3.96	12/16/2005		M	500	09/17/2002(1)	09/17/2011	Common Stock

Non-Qualified Stock Options (right to buy)	\$ 5.129	12/16/2005	M	6,250	09/19/2003(1) 09/19/2012 Common Stock	
Non-Qualified Stock Options (right to buy)	\$ 5.4	12/16/2005	M	937	06/29/2002(1) 06/29/2011 Common Stock	
Non-Qualified Stock Options (right to buy)	\$ 5.87	12/16/2005	M	1,113	05/13/2004(1) 05/13/2013 Common Stock	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

FORTUNE PETER S
39A ST PETERS AVENUE,
CAVERSHAM, READING
UNITED KINGDOM, X0 RG4 7DH

President of BT EU & CMO

Signatures

Kevin Donovan as POA for Peter S. Fortune

12/20/2005

**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).
- This grant is exercisable in installments over a four year period commencing one year after the grant date, with 25% becoming vested one (1) year after the date of grant and an additional 6.25% of the original number of shares at the end of each successive three-month period following the first anniversary of the grant date until the fourth anniversary of the grant date.

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.

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