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

FORM 8-K

CURRENT REPORT
Pursuant To Section 13 or 15(d)
of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 14, 2013 (November 14, 2013)

ACI WORLDWIDE, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

0-25346
(Commission
File Number)

47-0772104
(IRS Employer
Identification No.)

3520 Kraft Rd, Suite 300
Naples, FL 34105
(Address of principal executive offices) (Zip Code)

Registrant's Telephone Number, Including Area Code: (239) 403-4600

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

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:

- 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 7.01. Regulation FD Disclosure

On November 14, 2013, ACI Worldwide, Inc. posted investor relations materials on its website (www.aciworldwide.com) to be used in connection with Investor Day 2013. A copy of the presentation materials is attached hereto as Exhibit 99.1 and is incorporated by reference into this Item 7.01. The foregoing information (including the exhibits hereto) is being furnished under "Item 7.01- Regulation FD Disclosure." Such information (including the exhibits hereto) shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such filing.

The filing of this report and the furnishing of this information pursuant to Item 7.01 do not mean that such information is material or that disclosure of such information is required.

Item 9.01. Financial Statements and Exhibits.

99.1 Investor Presentation Materials dated March 2013

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.

ACI WORLDWIDE, INC.

/s/ Scott W. Behrens

Scott W. Behrens, Executive Vice President, Chief Financial Officer, and
Chief Accounting Officer

Date: November 14, 2013

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
99.1	Investor presentation materials dated November 14, 2013



ACI INVESTOR DAY 2013
WELCOME

Private Securities Litigation Reform Act of 1995

SAFE HARBOR FOR FORWARD-LOOKING STATEMENTS

This presentation contains forward-looking statements based on current expectations that involve a number of risks and uncertainties. The forward-looking statements are made pursuant to safe harbor provisions of the Private Securities Litigation Reform Act of 1995. A discussion of these forward-looking statements and risk factors that may affect them is set forth at the end of this presentation. The Company assumes no obligation to update any forward-looking statement in this presentation, except as required by law.



ACI INVESTOR DAY 2013

ACI[™]
UNIVERSAL PAYMENTS



ACI INVESTOR DAY
2013

Corporate Vision and Strategy

Phil Heasley
President & CEO

November 14, 2013



ACI INVESTOR DAY
2013

Corporate Marketing

Carl Gustin
SVP, Chief Marketing Officer

November 14, 2013

ACI Business Plan Models



ACI Business Plan Models



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Corporate Marketing



Market Profile: Sizing

IDC analysis shows ACI is in about a \$20B market, growing to about \$26B in 2018, a projected CAGR of 7-8%*

**Variability of data due to segment definitions and classifications, combinations of data.*

Biller market for EBPP services represents a new significant opportunity for ACI of ~\$6B (bottom-up analysis)

ACI has significant room to grow market share in all current segments, regardless of market growth rates

Per IDC data, ACI share does not exceed 10% in any segment



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Corporate Marketing



Market Profile: Competition

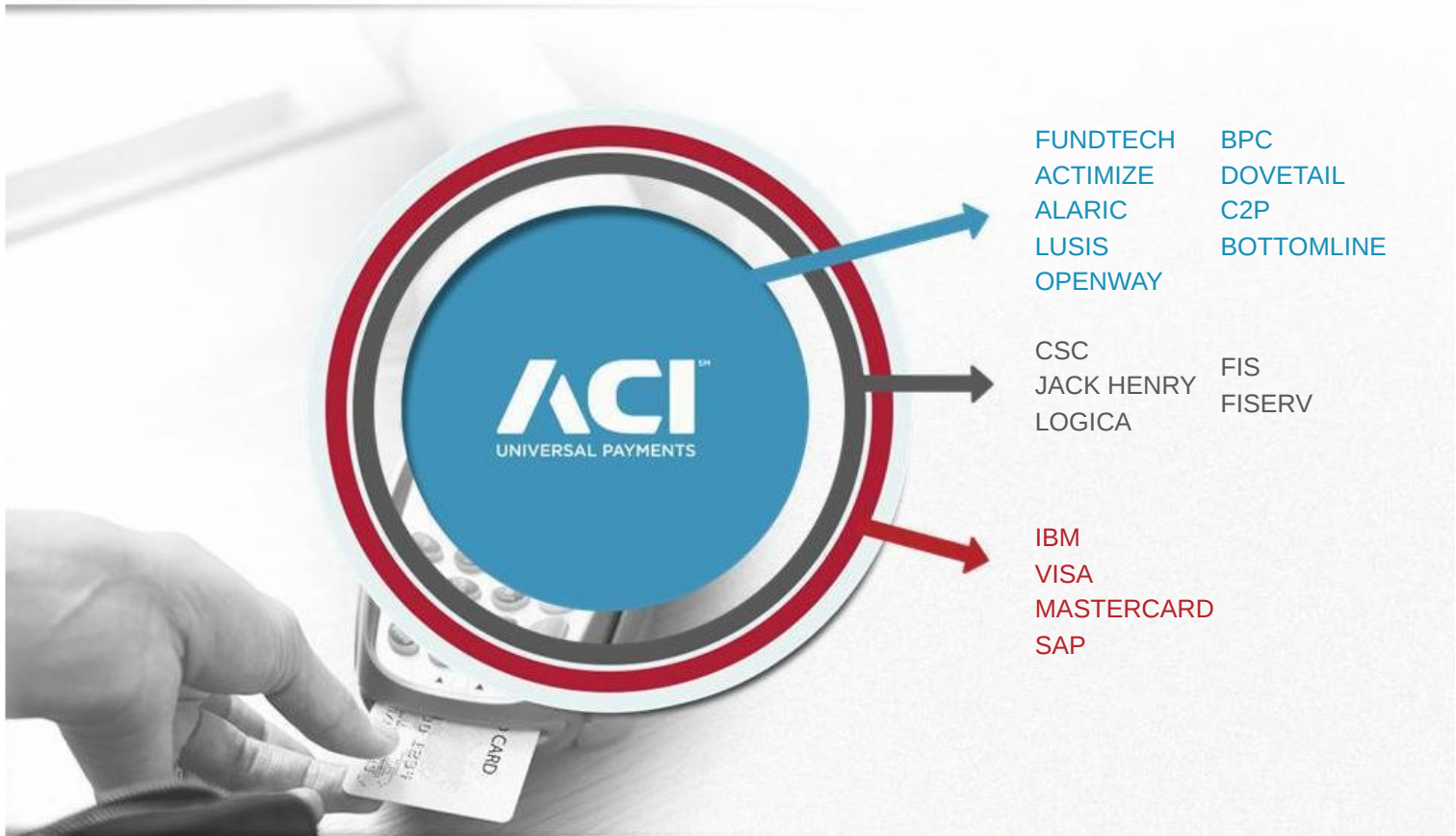


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Corporate Marketing



Market Profile: Competition

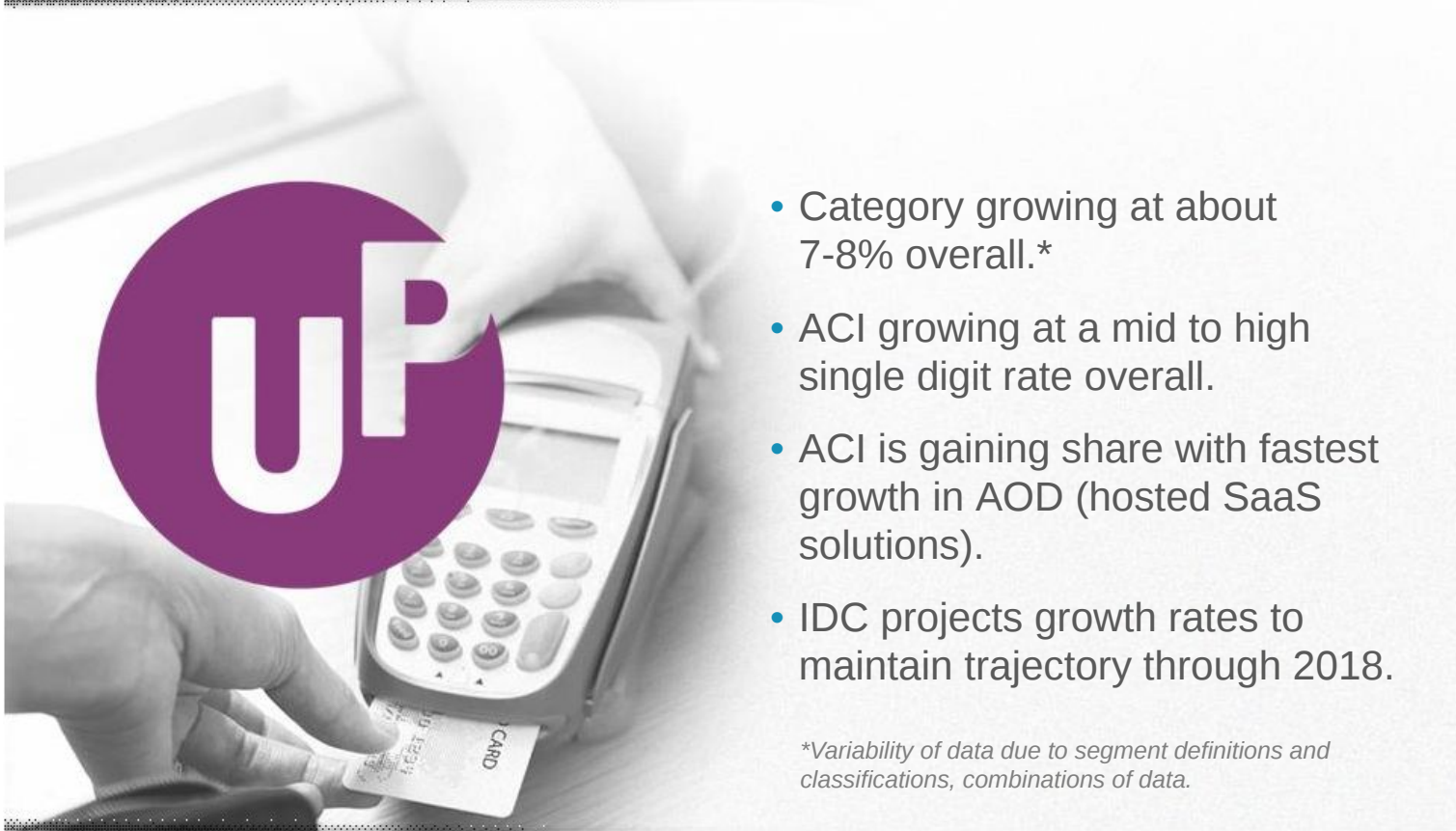


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Market Profile Summary



- Category growing at about 7-8% overall.*
- ACI growing at a mid to high single digit rate overall.
- ACI is gaining share with fastest growth in AOD (hosted SaaS solutions).
- IDC projects growth rates to maintain trajectory through 2018.

**Variability of data due to segment definitions and classifications, combinations of data.*



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MACRO

- Return to normal growth for global economy not yet realized.
- Emerging economies no longer simply “emerging”.

THE BUSINESS OF PAYMENTS

- FI’s under pressure to overhaul their business models.
- Online, real-time and ubiquitous access will transform Retail and Wholesale banking.





MARKET PRESSURES

- Consumer expectations changing dramatically.
- Global regulation continues to pressure ACI customers' margins.

TECHNOLOGY

- FI's SOA and ISO2022 are the architectural preference of the technology buyer.
- Expensive legacy systems in maintenance mode stalling migration to new technologies.



Strategic Imperatives

1
Online, real-time transcends all other trends.

2
Hosting, SaaS, and various Cloud alternatives will continue to develop.

3
Value Proposition to replace legacy systems must be clear and compelling.

4
FI's must become price-makers, not price-takers.

5
Processors are in a race to the bottom in fees they can charge.

6
Online and brick-and-mortar experience is blurring and retailers must respond.

7
Rapid growth in emerging markets will change the Global Payments landscape.

8
Regulation is a pervasive, strategic driver of payments and an opportunity for ACI to lead the market.



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Strategic Imperatives

1 Online, real-time transcends all other trends.

2 Hosting, SaaS, and various Cloud alternatives will continue to develop.

3 Value Proposition to replace legacy systems must be clear and compelling.

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7 Rapid growth in emerging markets will change the Global Payments landscape.

8 Regulation is a pervasive, strategic driver of payments and an opportunity for ACI to lead the market.



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Corporate Marketing



The UP Advantage – BEFORE

FI CORE SYSTEMS & REFERENCE ARCHITECTURE

Retail

Wholesale

Channels

Networks

...

Today's financial institutions are burdened with integration tasks:

- Massive customization needs
- High cost of maintenance
- Slow time-to-market
- Difficulty achieving differentiation



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The UP Advantage – BEFORE

FI CORE SYSTEMS & REFERENCE ARCHITECTURE

Retail

Wholesale

Channels

Networks

...

Integration:

- Complex systems
- Little control
- Little choice
- Inflexible



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The UP Advantage – AFTER

FI CORE SYSTEMS & REFERENCE ARCHITECTURE



Retail

Wholesale

Channels

Networks

...

Universal Payments aligns with existing and target infrastructure to:

- Lower unit costs
- Speed time-to-market
- Increase global readiness
- Enable data mining and cross-sell opportunities
- Controlled migration



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The UP Advantage – AFTER

WHY

- Control
- Choice
- Flexibility
- Peace of mind

HOW

WHAT

FI CORE SYSTEMS & REFERENCE ARCHITECTURE

UNIVERSAL PAYMENTS

Retail

Wholesale

Channels

Networks

...



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The UP Advantage – REACTIONS

***Best in class
payments
engine...***

CEB TowerGroup

***ACI positioned to
lead the enterprise
payments space...***

Adrian Hauser,
PayX International

***We develop and
integrate services
quickly (with UP)
while saving
costs...***

Peter Elliot, Head of
Solutions Design, Vocalink

***We see the future
with UP...***

Vincent Querrette, BNPP



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Corporate Marketing



The UP Brand: Go to Market Plan



HOW

Universal Payments

WHAT

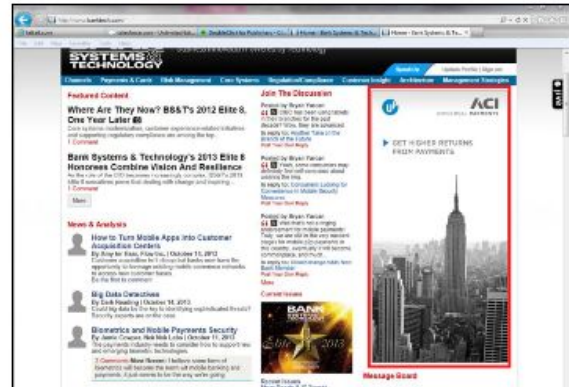
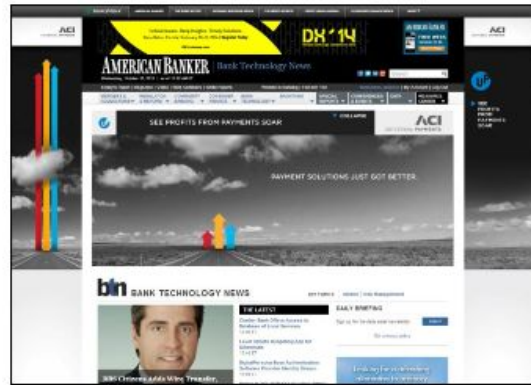
Strategic Products
(BASE24-eps, PRM, MTS, Mobility,
Universal Online
Banking, etc.)



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The UP Brand: Go to Market Plan



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The UP Brand: Go to Market Plan



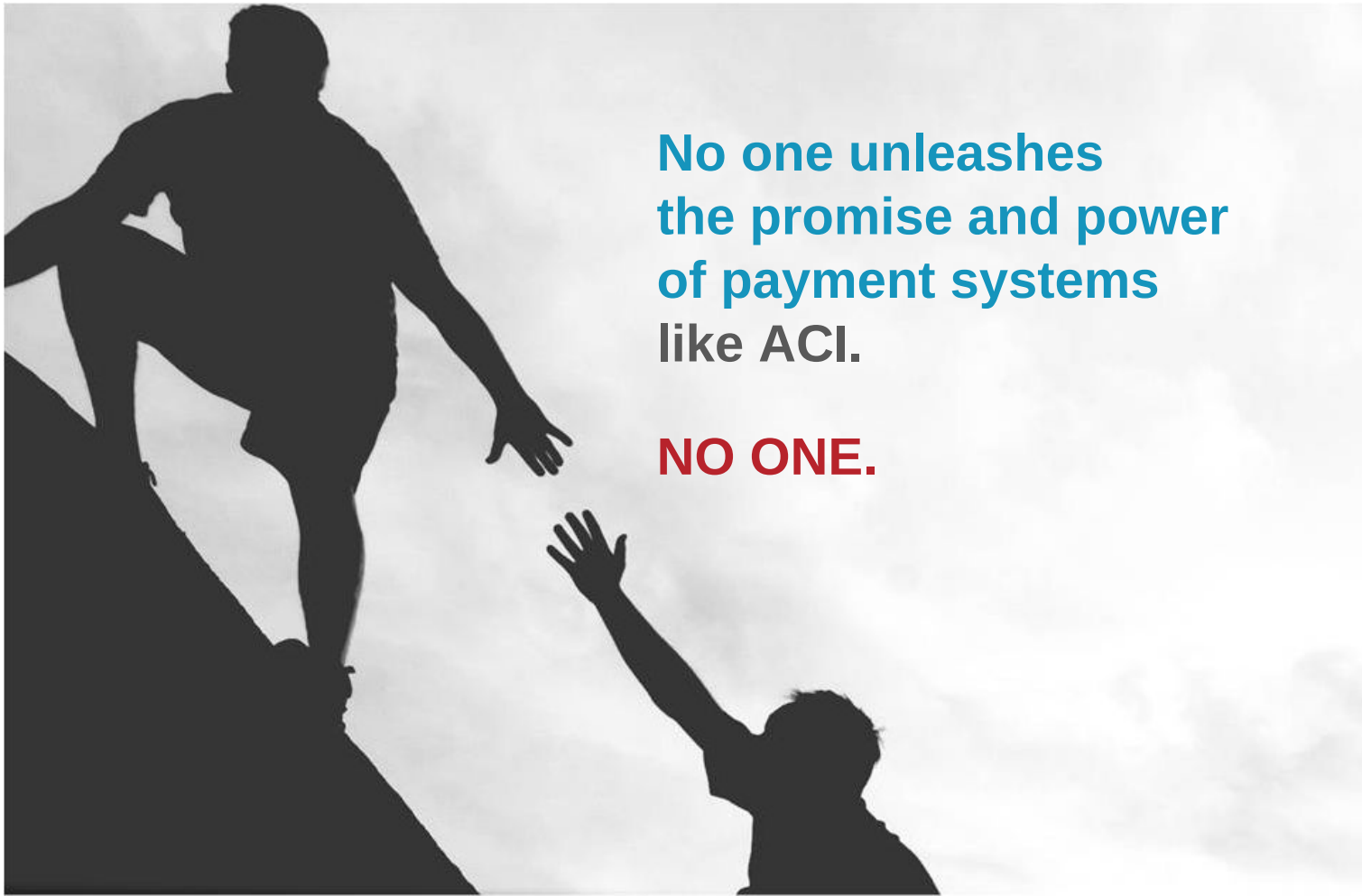
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No one unleashes
the promise and power
of payment systems
like ACI.

NO ONE.



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2013

Application Development

Tony Scotto
EVP, Application Development

November 14, 2013

ACI Application Development Overview

OVERVIEW

- Responsible for timely delivery of product and customer development projects
- Average of 346 projects per month (132 product, 214 customer)

SCALE

- **1,650** application development professionals
- Team members in **19 countries**
- **11** primary development locations

INVESTMENT

- More than 18% of revenue applied to R&D



UP Overview

FI CORE SYSTEMS & REFERENCE ARCHITECTURE



Retail

Wholesale

Channels

Networks

...

ACI Universal Payments aligns with existing and target infrastructure to:

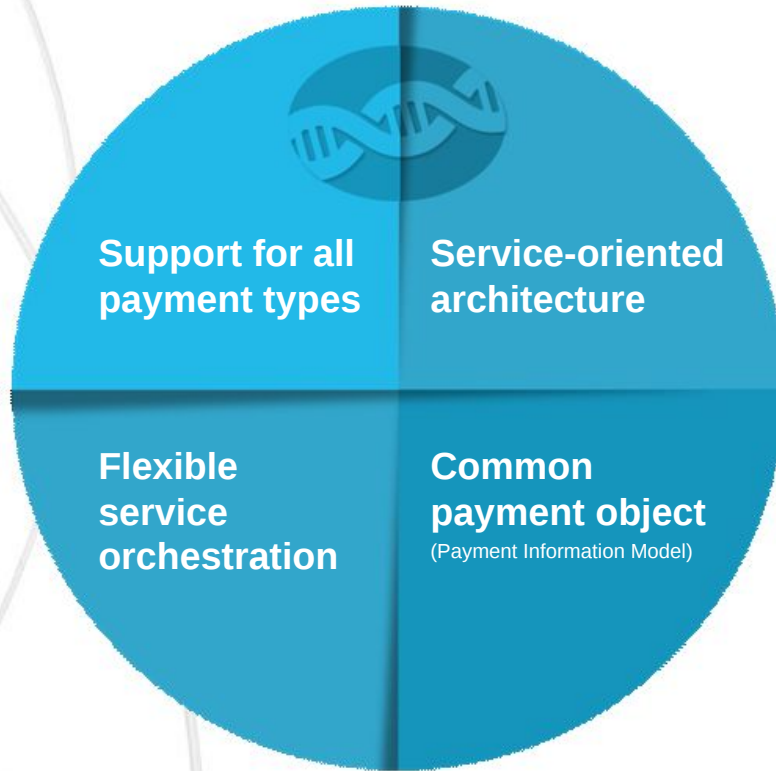
- Lower unit costs
- Speed time-to-market
- Increase global readiness
- Enable data mining and cross-sell opportunities
- Reduce maintenance costs



ACI INVESTOR DAY 2013
Application Development



UP Technical Differentiators



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Application Development



Customer Benefits of Control, Choice and Flexibility

- **Utilize and leverage existing investments:** renovation does not equal replacement
- **Get to market more quickly:** up to 50% faster
- **Reduce operations and maintenance costs:** up to 40% savings
- **Future-proof investment:** embrace continued industry disruption



ACI INVESTOR DAY 2013
Application Development



UP Use Case

PERSON-TO-PERSON (P2P) AND MOBILE PAYMENTS

CHALLENGE

- Extend existing payment systems to generate:
 - New revenue opportunities for developed markets
 - New ways to deliver payments to underserved and unbanked markets

RESULTS

- UP-enabled **cardless authorization** using a user ID, mobile phone number, customer ID or email address
- ABSA Bank mobile P2P solution – **120,000 transactions per month, growing at 10-15% monthly**



Today, tomorrow, together.

“[ACI] has increased our agility as a company and improved our ability to respond effectively to changing market conditions and increasing customer demands like mobile payments.”

*– Rafick Cassim, business manager,
self service at Absa*



ACI INVESTOR DAY 2013

Application Development



UP Use Case

WHOLESALE BANKING EXAMPLES

CHALLENGES

- Capitalize on new revenue opportunities
- Renovation vs. replacement of legacy systems

RESULTS

- **35% faster user interface** development
- **42% faster development of new** connection types
- Middle Eastern Bank capitalizes on **new revenue opportunity** for unbanked workers



“After a rigorous evaluation process, we found that ACI uniquely provides a robust, scalable and flexible payments infrastructure to manage all of our payments needs.”

-leading Middle Eastern Bank



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Application Development



UP Use Case

UK FASTER PAYMENTS

CHALLENGE

- Replace traditional 3-day settlement process with real-time settlement

RESULTS

- Reduces settlement to **30 minutes**
- UP orchestration enables any-to-any payments
- Clear and immediate financial visibility



Real-time Payments Solution

initiative touches 95% of UK transactions



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Application Development





Summary

UP VISION REALIZED TODAY

- UP deployed within ACI products
- Customers achieving significant benefits
- Talent, scale and investment to drive continued innovation



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Application Development



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BREAK



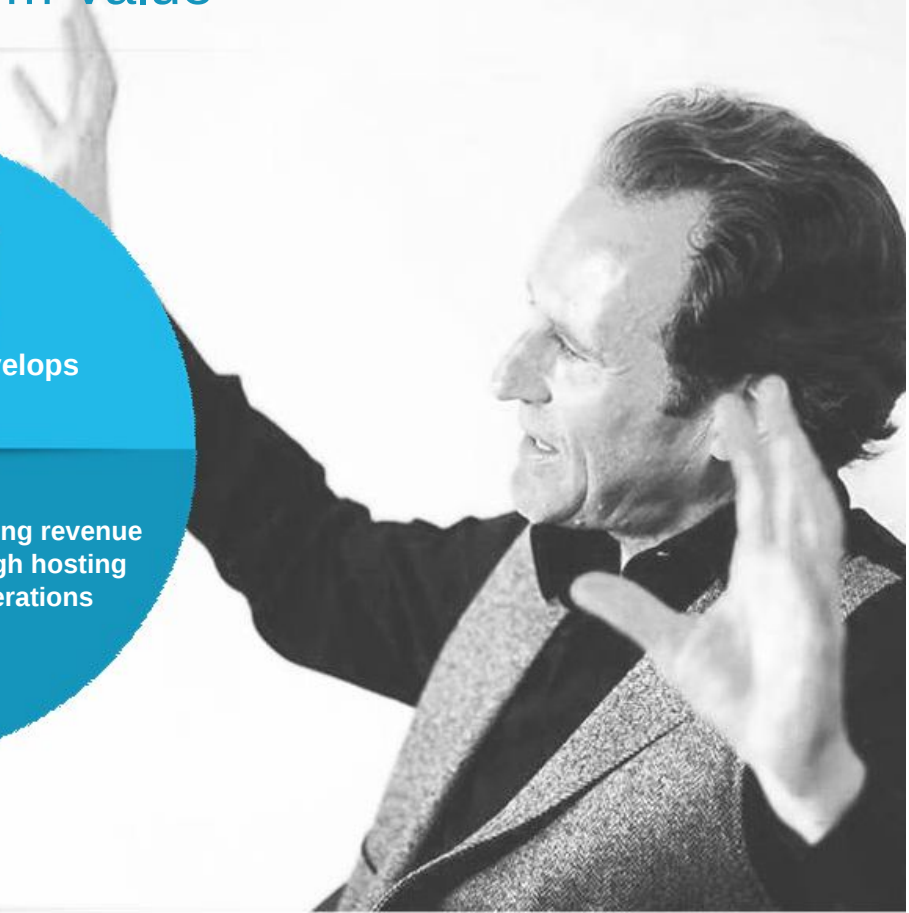
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2013

Global Markets

Dan Frate
EVP, Global Markets and Products

November 14, 2013

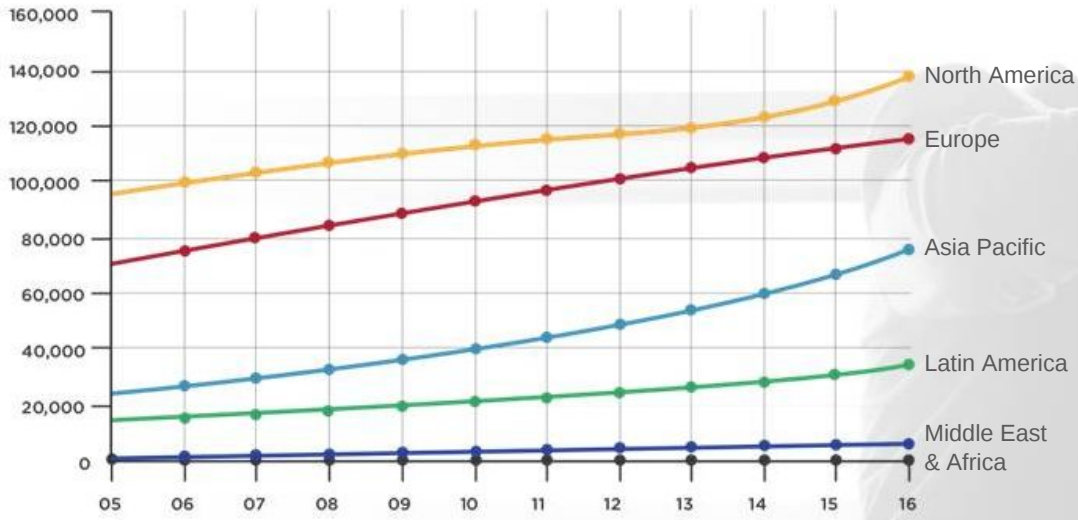
Developing Long-Term Value



Opportunity for ACI

TRENDS IN NONCASH TRANSACTION VOLUMES

NONCASH TRANSACTION VOLUMES (IN MILLIONS) BY REGION, 2005-2016 (E)



Source: CEB TowerGroup Payment Database (TGPD), 2011



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Global Markets

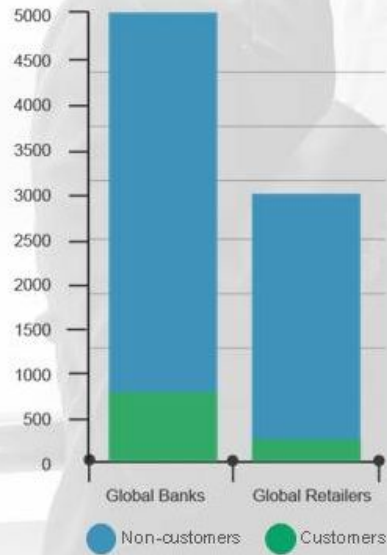


Opportunity for ACI

SOLUTIONS PER ACI CUSTOMER



of Existing Customers in the Top Banks and Retailers



ACI Worldwide: A Global Payments Company

4,500 employees in 35 countries

R+D ~18%



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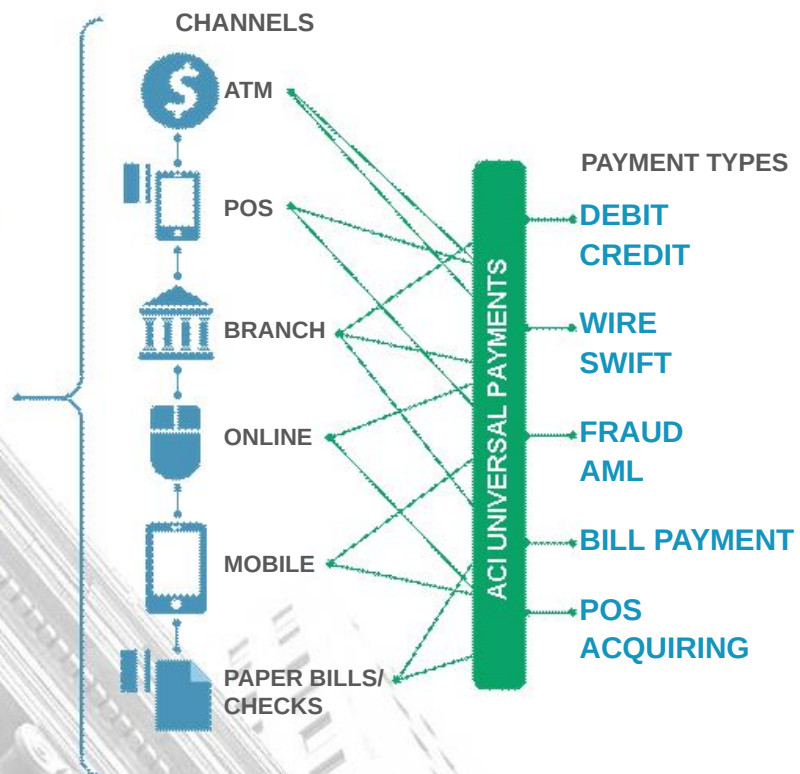


ACI Universal Payments

SOLUTIONS ACROSS THE PAYMENTS VALUE CHAIN



CONSUMER/BUSINESS



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Payment Channel Solutions

CUSTOMER
MOBILE
CONSOLIDATION
FRAUD
GROWTH
UBIQUITY

An omni-channel platform
for handling all the engagement points with consumers – from branch to online to mobile.

**A complete business and
wholesale banking solution**

Mobile, Online, Trade, and Payments



**Win new clients
in fast-paced Asian
business market**



Kaisikornbank
**Driving profit through
customer centricity**

ZIONS BANK®

**Significant cost savings
to compete with major
US banks**



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Payment Engine Solutions

GROWTH
CONSOLIDATION
REGULATIONS
DISRUPTION

Enabling consumer payments
securely from cards to mobile

A complete business and
wholesale banking solution

Mobile, Online, Trade, and Payments



Enabling innovation to win
new customers in India



Driving fraud rates below
5 basis points



Turning tough regulations
into competitive advantage



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Global Markets



Retailer Solutions

GROWTH
MOBILE
PCI CUSTOMER
FRAUD
CROSS-SELL

Security and control over
multi-channel retail payments



Managing payments across
12 retail store brands

LEADING CONSUMER
ELECTRONICS PROVIDER

Bringing the POS to the
consumer to maximize
satisfaction



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Global Markets



GROWTH
MOBILE
CUSTOMER
UBIQUITY
CROSS-SELL

Complete biller solutions

from mobile to online to physical to
drive up electronic payments



 **RBS Citizens**

**Delighting customers
consistently in any channel for
bill payment delivered 300%
adoption of bill payment**

 **INDIANA FARM
BUREAU INSURANCE**

**Driving up profitability
by moving bill payments
online**

 **IRS**

**Complete online payment
capabilities to drive tax-day**



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Global Markets

ACI
UNIVERSAL PAYMENTS



ACI Universal Payments

UP AHEAD OF THE INDUSTRY

- Significant growth opportunity
- Unparalleled global distribution
- Leading integrated payments solutions



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Global Markets





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2013

ACI On Demand

David Morem
EVP, ACI On Demand

November 14, 2013

ACI On Demand (AOD) Overview

OVERVIEW

AOD provides Software-as-a-Service (SaaS) hosted payment systems featuring the ACI UP product portfolio

SCALE

- **4119** financial institutions, retailers and billers
- **7 of the top 50** banks globally
- **3 of the top 10** brands globally
- **1 of the top 3** quick service restaurants in the world
- **5 of the top 10** banks in the U.S.

INVESTMENT

- Large financial institutions and retailers
- Community banks and credit unions
- Billers



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ACI On Demand



AOD Advantages Over On-Premise Operations

- Lower up-front investment, more consistent costs
- Faster time to market
- Reduced operational and regulatory burden
- Operational excellence
- Protection from code issues
- Faster time to service restoration
- Security and risk management



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ACI On Demand

ACI
UNIVERSAL PAYMENTS

Retail Payments Use Case

LARGE FAST FOOD RETAILER

CHALLENGE

- Build electronic payments infrastructure for a historically cash-based business
- Scale to address growing transaction volume, and increase in number of stores

RESULTS

- **2 billion transactions** in last year
- **Transaction processing up 31%** over last 2 years
- **Mobile handheld processing** for in-store queue busting



Retail Payment Solution

for one of the world's largest fast food retailers (14,200 stores, 60,000 tills)



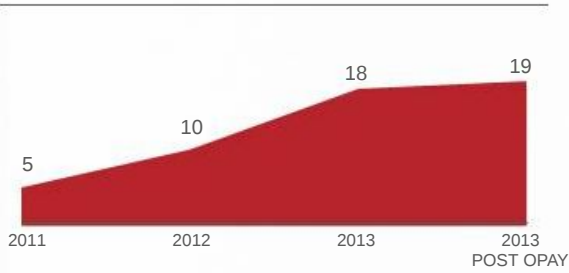
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ACI On Demand



Growth

Growth from 10% to 40% of ACI revenues

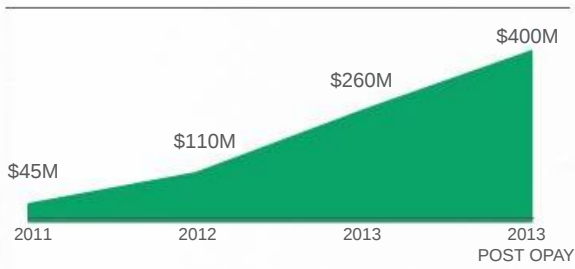
APPLICATIONS SUPPORTED



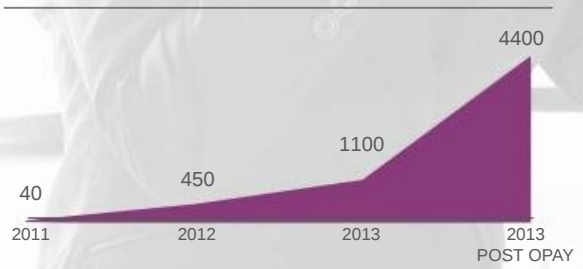
STAFF



REVENUE



CUSTOMERS



Major Growth Opportunities



EBPP: Grow market share and vertical reach in Electronic Bill Presentment and Payment market

SOLUTIONS: Grow revenue and reach with targeted, high-value solutions

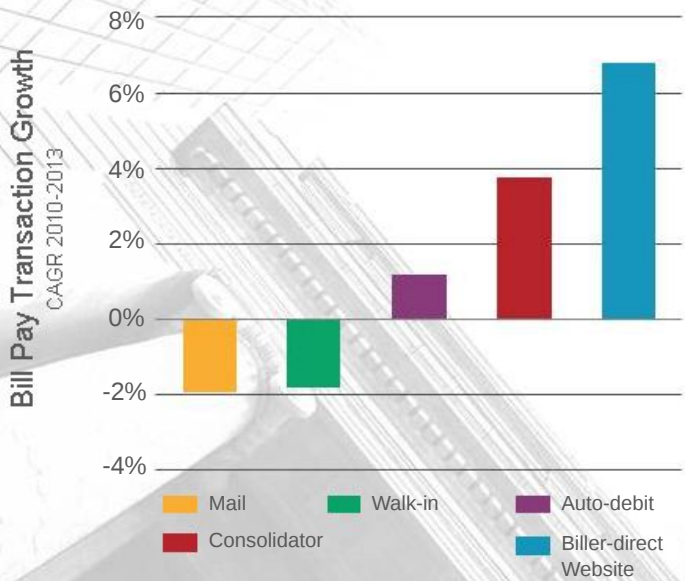


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ACI On Demand



ACI Biller Market Opportunity

BILLER DIRECT IS FASTEST-GROWING SEGMENT OF BILL PAY MARKET



Source: Aite Group

- Displacing in-house solutions is largest source of ACI growth in biller-direct
- 80% of transactions are processed by billers in-house today
- 3.7 billion payments per year are processed in-house
- Compliance, efficiency and speed to market are driving growth in outsourcing



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ACI On Demand

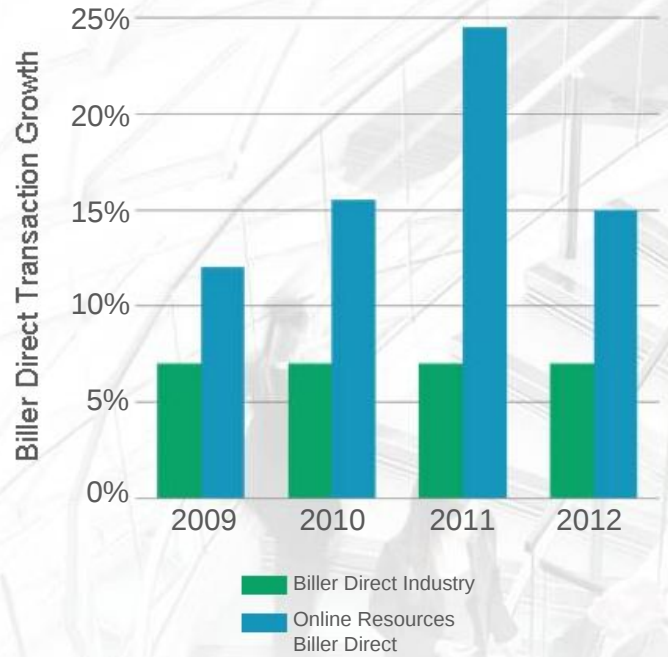


EBPP Growth Highlights

Acquisition of Online Resources

- Industry's fastest growing biller direct provider
- 600+ customers
- \$60 billion in payments annually

ONLINE RESOURCES GREW TRANSACTIONS AT MORE THAN DOUBLE INDUSTRY RATE



Source: Aite Group, 2013



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ACI On Demand

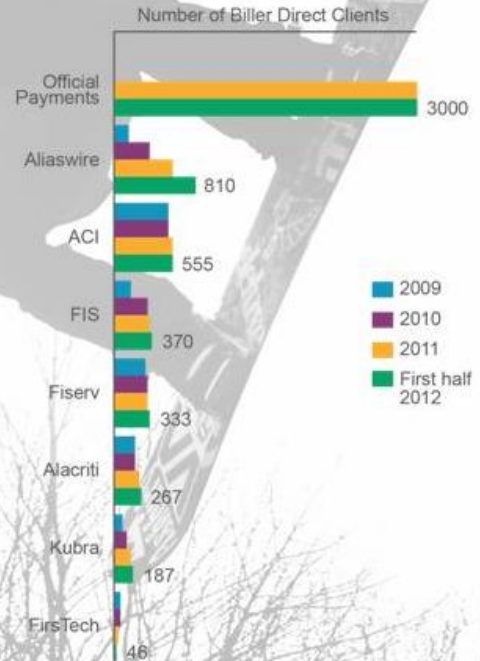


EBPP Growth Highlights

Acquisition of Official Payments

- \$9+ billion in payments annually
- Money transmitter licenses in all states where required
- 3,000 customers
 - US Internal Revenue Service
 - 23 state governments, Puerto Rico and the District of Columbia
 - Municipal utilities
 - Higher education institutions

OFFICIAL PAYMENTS LEADS INDUSTRY IN NUMBER OF CUSTOMERS



Source: Aite Group, 2013



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Vertical Market Opportunities

Online Resources

Consumer Finance
(Mortgage, card, auto,
other loans)

Insurance

Utilities

ARM
(Collection agencies,
debt buyers)

Official Payments

Federal, State & Local

Municipal Utilities

Real Property Taxes

Higher Education

Future Opportunities

Telecom
(TV, phone, Internet)

Healthcare

Charities

International



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ACI
UNIVERSAL PAYMENTS

EBPP Use Case

LARGE U.S. MORTGAGE LENDER

CHALLENGE

- Reduce high costs associated with paper-based payments
- Integration of remittance channels

RESULTS

- **73% of payments** received electronically vs. industry average of 44%
- **Turned off 21%** of paper statements vs. industry average of 16%



Integrated Bill Payments

One-time and recurring payments, and consolidated remittances across Web, IVR and call center



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ACI Universal Payments

SOLUTIONS ACROSS THE VALUE CHAIN



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ACI On Demand



Solutions Use Case

THE PALMETTO BANK

CHALLENGE

- Ability to compete with big bank offerings for online and mobile solutions
- Difficulty keeping up with security, redundancy and compliance concerns

RESULTS

- **24x7x365** customer self-service capabilities
- Consumer online banking **increased by 15%**
- Business online banking **increased by 10%**
- **Fully secure**, compliant



Community Bank Competes with Big Banks

Integrated mobile, online and voice banking solution



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ACI On Demand





Summary

- High-growth, high margin part of ACI business
- Source of recurring revenue
- Operational excellence
- EBPP represents key opportunity for growth and vertical expansion
- Solutions focus to develop deeper, bigger relationships



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ACI On Demand





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**Customer Management
and Maintenance**

Carolyn Homberger
SVP, Customer Management

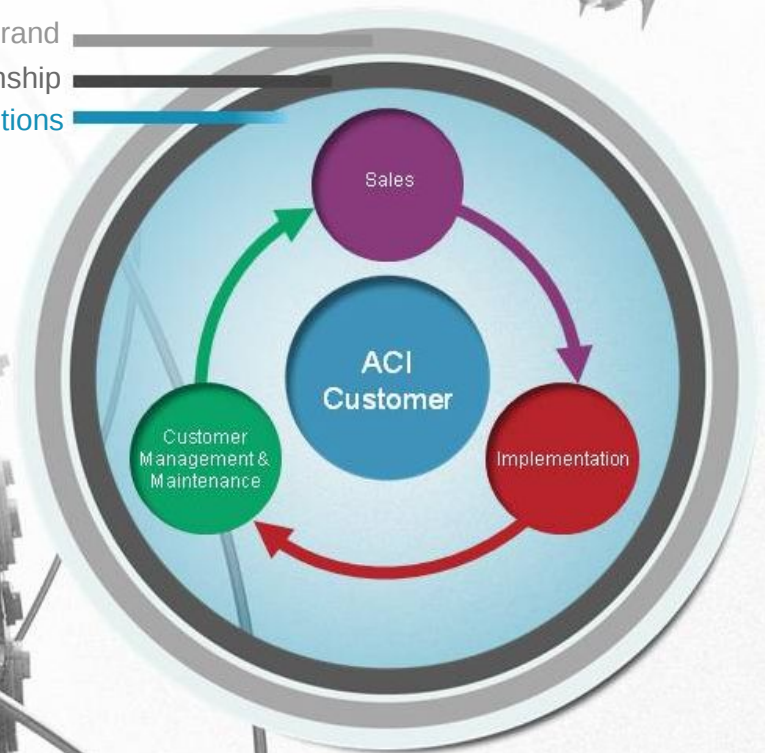
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What is Customer Management and Maintenance?

Brand
Relationship
Products & Solutions

Our focus

- Profitability management
- Customer satisfaction
- Customer loyalty and retention



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Customer Management and Maintenance



Customer Management and Maintenance

PROFITABILITY MANAGEMENT

P&L Model focused on recurring revenue and margin management

Maintenance and Premium Customer Support (PCS)

- Post-implementation support
- 100% recurring revenue comprised of standard and premium customer support
- Expenses are driven by:
 - Production support
 - Software mandates
 - Customer management shared services (billing, invoicing, etc.)

Extended Support Services (ESS)

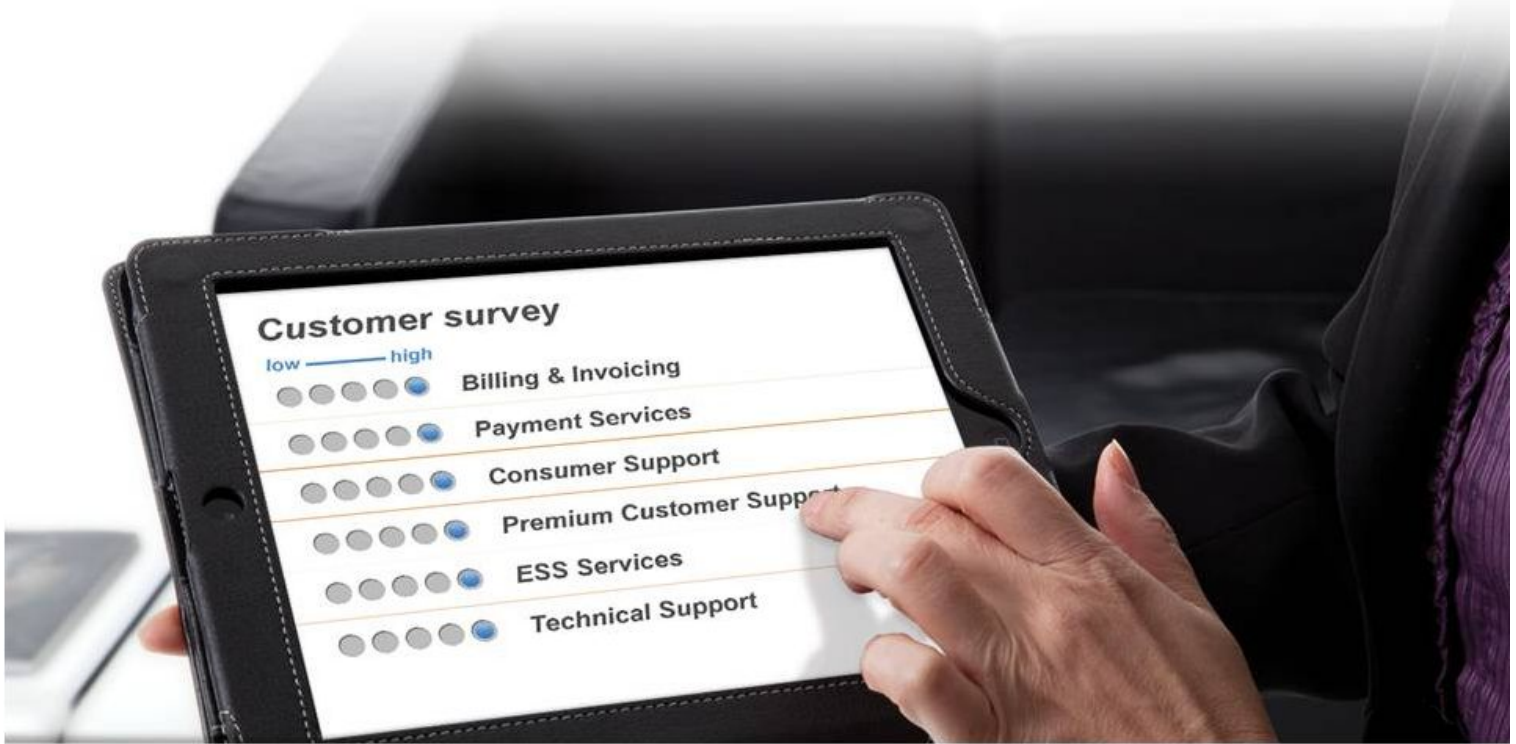
- Sunset products
- Revenue model driven by:
 - License fees and maintenance
 - Services
- Expenses are driven by product extension (CSMs)



Customer Management and Maintenance

CUSTOMER SATISFACTION

Customer satisfaction driven by world-class SLA performance



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Customer Management and Maintenance



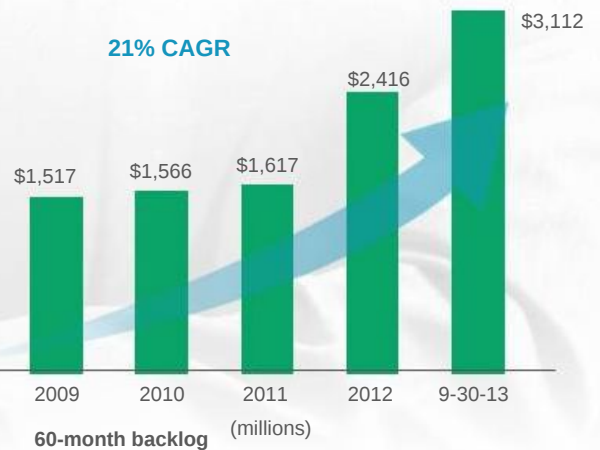
Customer Management and Maintenance

CUSTOMER LOYALTY & RETENTION

Customer loyalty drivers...

- “Cares about customers” and “Ease of doing business”
- Solutions and innovation
- Operational excellence

LOW SINGLE DIGIT ATTRITION AND IMPROVING



ACI INVESTOR DAY 2013
Customer Management and Maintenance



Customer Management and Maintenance

GROWTH

Organic License Fee & Maintenance Growth

- High electronic transaction growth rates
- Add-on sales

Cross-Sell

- UP & solutions focus
- 2X products / customer

Migration to Strategic Products

- Best-in-class migration tools

Premium Customer Support

- Customized support – annual system reviews, etc.
- Learning services





Summary

- Focus on **profitability**...
high margin, high predictability
- 100% **satisfaction** with
every customer interaction
- An experience that “delights”
driving customer **loyalty and
retention**



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Customer Management and Maintenance





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2013

Financials

Scott Behrens
Executive Vice President
Chief Financial Officer

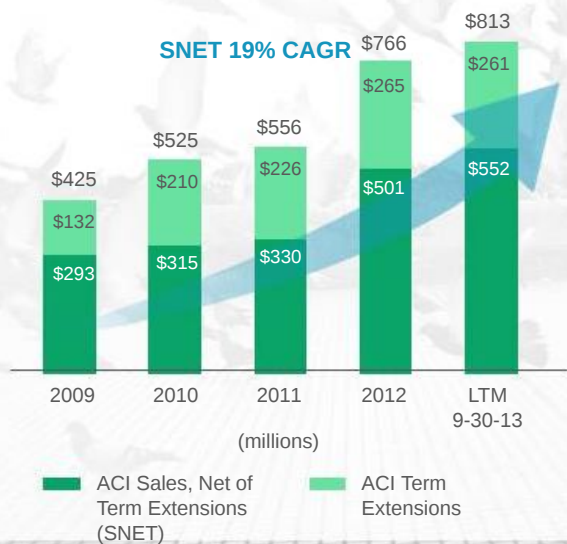
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Bookings Growth Leads to Large Backlog

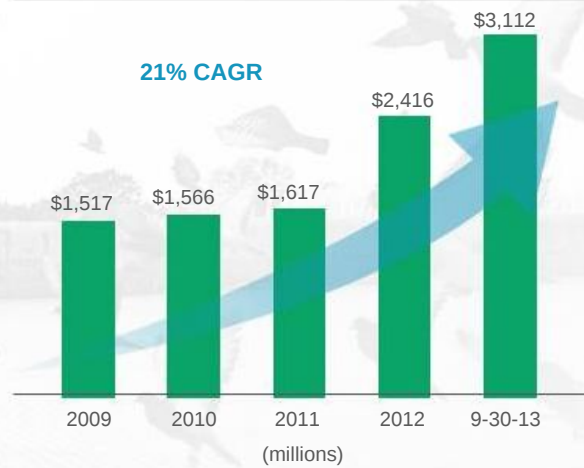
PROVIDES REVENUE AND EARNINGS VISIBILITY

- Renewal rates across ACI products >96%
- >95% of our contracts are transaction-based

SALES BOOKINGS



HISTORICAL 60-MONTH BACKLOG



ACI INVESTOR DAY 2013
Financials

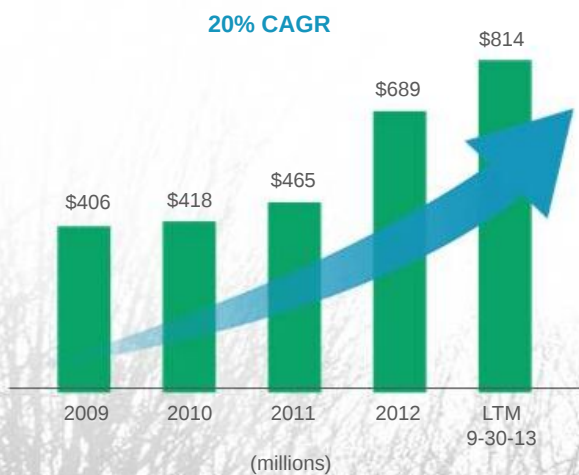


ACI's Financial Summary

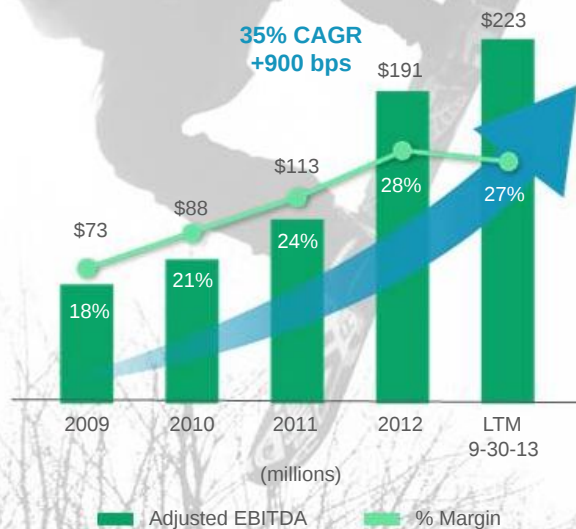
2009 – LTM 9/30/2013

- No customer accounts for >3% of revenue
- LTM 9/30/13 revenue geographic mix: 70% Americas, 20% EMEA and 10% Asia Pacific

NON-GAAP REVENUE



ADJUSTED EBITDA

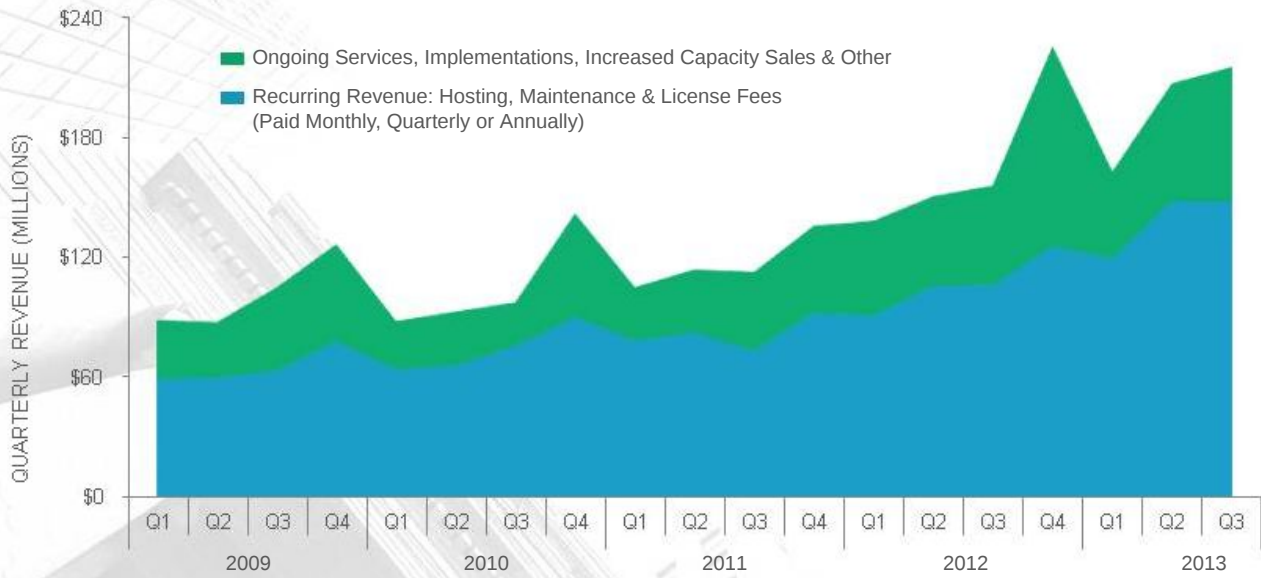


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>70% Recurring Revenue and Growing

STRONG RECURRING REVENUE GROWTH



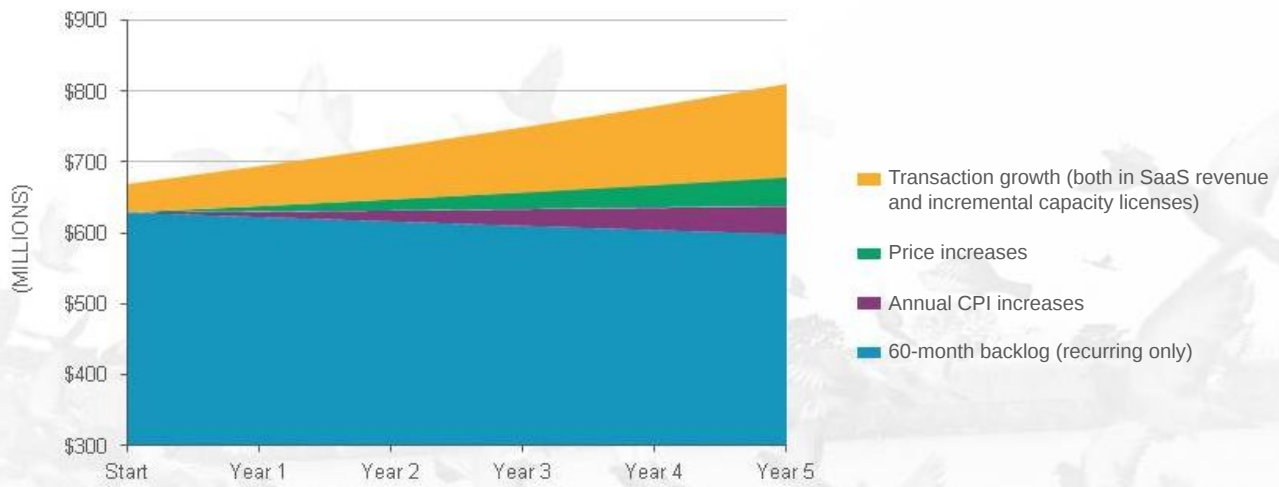
- Recurring revenue has increased in dollar amount and as a percent of revenue
- Virtually all components of revenue are seasonally stronger in the latter half of the year



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Economic Value of Existing Customer Base is Growing



Low Cap Ex and Strong Cash Flow

CAPITAL EXPENDITURES



Low capital expenditures needed to maintain existing client base

OPERATING FREE CASH FLOW



ACI consistently generates strong free cash flow

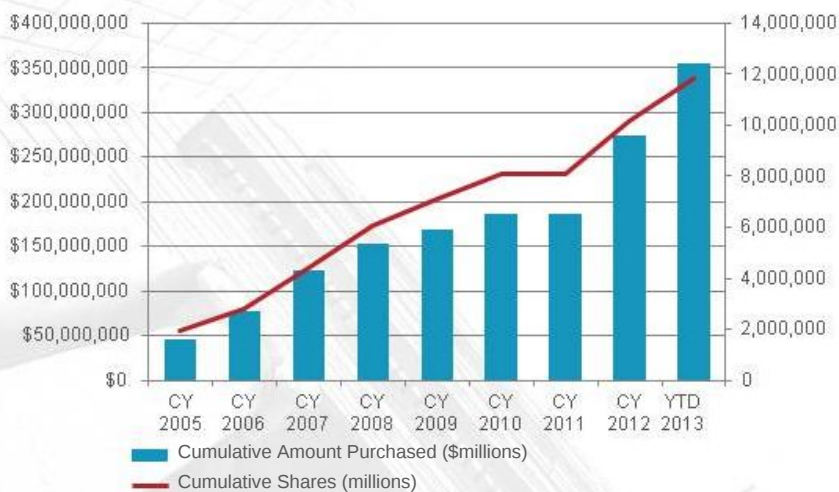
- NOLs starting to contribute and cash taxes much lower than GAAP



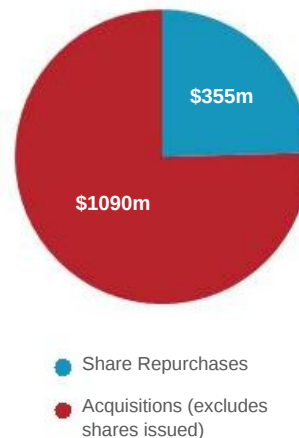
Efficient Use of Cash

AGGRESSIVE SHARE REPURCHASES

CUMULATIVE SHARE REPURCHASES
Average price \$29.96/share



HISTORICAL USE OF CASH/BORROWINGS
SINCE 2005



- \$108 million remains authorized
- Current leverage ratio 2.8x

*2012 Includes \$30m in IBM warrant purchases

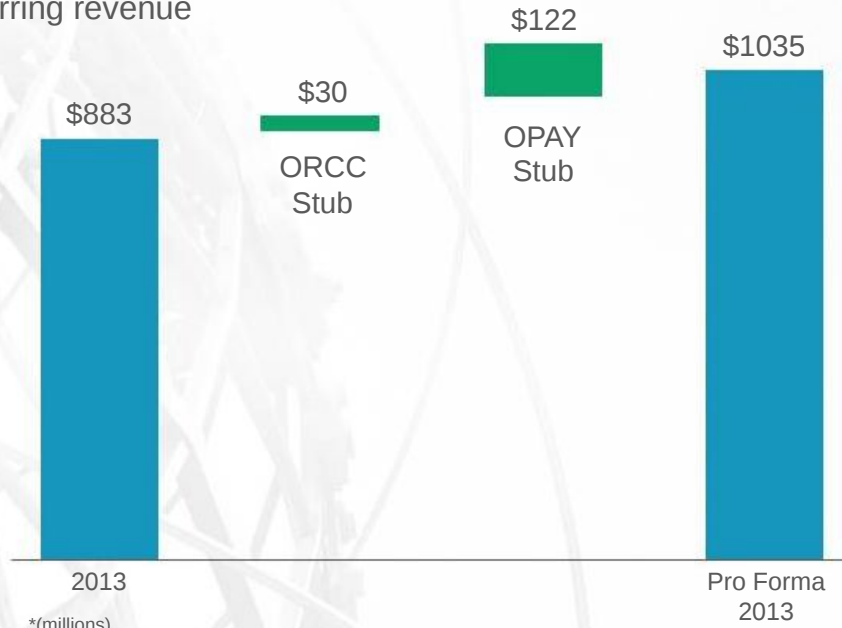


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2013 Pro Forma Non-GAAP Revenue Bridge

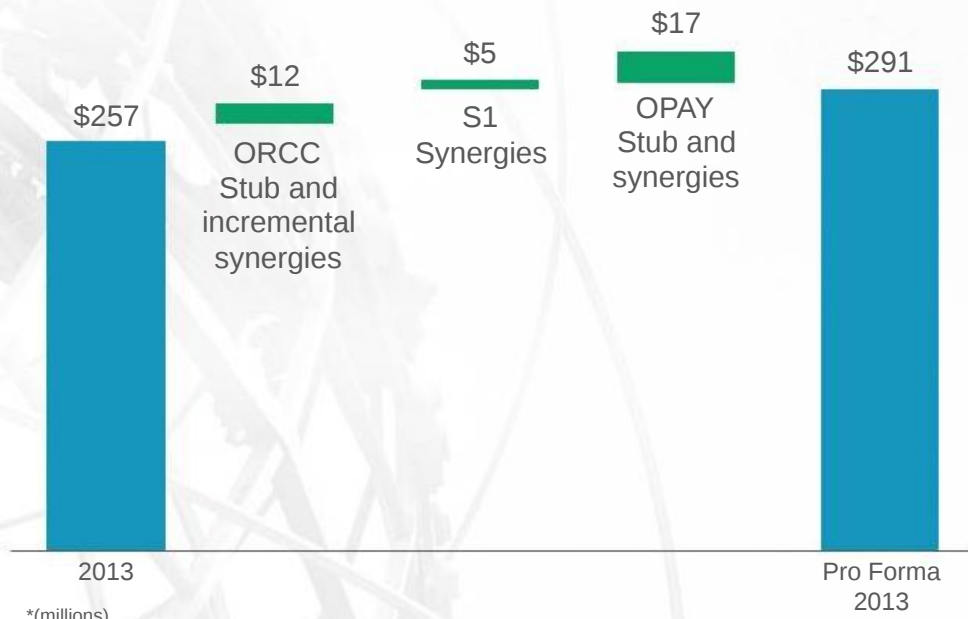
- Normalized 2013 revenue mix:
 - 40% Hosting (SaaS), 24% Maintenance and 36% License & Services
 - 75% recurring revenue



*(millions)
Represents low end of guidance
Stub additions normalize for full year contribution



2013 Pro Forma Adjusted EBITDA Bridge



*(millions)
 Represents low end of guidance
 Stub additions normalize for full year contribution

Summary

FINANCIAL SUMMARY – FIVE YEAR TARGETS

- Organic revenue growth – Mid to upper single digits
- Adjusted EBITDA margin – 100 bps expansion per year
- Operating free cash flow – Track adjusted EBITDA growth
- Sales net of term extension growth – High single digits



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High Quality Software Model Drives Superior Performance

- Leading market position
- High retention and renewal rates
- Pricing power and large barriers to entry
- Significant recurring revenue
- Scalable model with improving margin
- Low cash investment required
- Strong cash flow and balance sheet
- Value enhancing capital allocation



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QUESTIONS AND ANSWERS

Non-GAAP Financial Measures

To supplement our financial results presented on a GAAP basis, we use the non-GAAP measure indicated in the tables, which exclude certain business combination accounting entries related to the acquisitions of ORCC and S1 and significant transaction related expenses, as well as other significant non-cash expenses such as depreciation, amortization and share-based compensation, that we believe are helpful in understanding our past financial performance and our future results. The presentation of these non-GAAP financial measures should be considered in addition to our GAAP results and are not intended to be considered in isolation or as a substitute for the financial information prepared and presented in accordance with GAAP. Management generally compensates for limitations in the use of non-GAAP financial measures by relying on comparable GAAP financial measures and providing investors with a reconciliation of non-GAAP financial measures only in addition to and in conjunction with results presented in accordance with GAAP. We believe that these non-GAAP financial measures reflect an additional way of viewing aspects of our operations that, when viewed with our GAAP results, provide a more complete understanding of factors and trends affecting our business. Certain non-GAAP measures include:

- Non-GAAP revenue: revenue plus deferred revenue that would have been recognized in the normal course of business by S1, Online Resources and Official Payments if not for GAAP purchase accounting requirements. Non-GAAP revenue should be considered in addition to, rather than as a substitute for, revenue.
- Non-GAAP operating income: operating income (loss) plus deferred revenue that would have been recognized in the normal course of business by S1, Online Resources and Official Payments if not for GAAP purchase accounting requirements and significant transaction related expenses. Non-GAAP operating income should be considered in addition to, rather than as a substitute for, operating income.
- Adjusted EBITDA: net income (loss) plus income tax expense, net interest income (expense), net other income (expense), depreciation, amortization and non-cash compensation, as well as deferred revenue that would have been recognized in the normal course of business by S1, Online Resources and Official Payments if not for GAAP purchase accounting requirements and significant transaction related expenses. Adjusted EBITDA should be considered in addition to, rather than as a substitute for, operating income.



Non-GAAP Financial Measures

Non-GAAP Revenue (millions)					9 months		LTM
	2009	2010	2011	2012	Q4 2012	9-30-13	9-30-13
Revenue	\$ 406	\$ 418	\$ 465	\$ 667	\$ 224	\$ 582	\$ 806
Deferred revenue fair value adjustment	-	-	-	22	4	4	8
Non-GAAP revenue	\$ 406	\$ 418	\$ 465	\$ 689	\$ 228	\$ 586	\$ 814

Adjusted EBITDA (millions)					9 months		LTM
	2009	2010	2011	2012	Q4 2012	9-30-13	9-30-13
Net income (loss)	\$ 20	\$ 27	\$ 46	\$ 49	\$ 50	\$ 13	\$ 63
Plus:							
Income tax expense (benefit)	13	22	18	16	24	5	29
Net interest expense	2	1	1	10	3	17	20
Net other expense	7	4	1	-	(1)	2	1
Depreciation expense	6	6	8	13	4	14	18
Amortization expense	17	20	21	38	10	36	46
Non-cash compensation expense	8	8	11	15	3	11	14
Adjusted EBITDA	73	88	106	141	93	98	191
Deferred revenue fair value adjustment	-	-	-	22	4	5	9
Employee related actions	-	-	-	11	-	9	9
Facility closure costs	-	-	-	5	1	1	2
IT exit costs	-	-	-	3	-	-	-
Other significant transaction related expenses	-	-	7	9	3	9	12
Adjusted EBITDA excluding significant transaction related expenses	\$ 73	\$ 88	\$ 113	\$ 191	\$ 101	\$ 122	\$ 223



Non-GAAP Financial Measures

Reconciliation of Operating Free Cash Flow (millions)					9 months		LTM
	2009	2010	2011	2012	Q4 2012	9-30-13	9-30-13
Net cash provided (used) by operating activities	\$ 44	\$ 81	\$ 83	\$ (9)	\$ 4	\$ 87	\$ 91
Net after-tax payments associated with employee-related actions	3	-	-	6	-	5	5
Net after-tax payments associated with facility closures	-	-	-	3	2	1	3
Net after-tax payments associated with significant transaction related expenses	-	-	4	9	-	7	7
Net after-tax payments associated with cash settlement of S1 options	-	-	-	10	-	-	-
Net after-tax payments associated with IBM IT Outsourcing Transition	-	1	1	1	-	-	-
Plus IBM Alliance liability repayment	-	-	-	21	21	-	21
Less capital expenditures	(10)	(13)	(19)	(17)	(3)	(18)	(21)
Less IBM Alliance technical enablement expenditures	(7)	(6)	(2)	-	-	-	-
Operating Free Cash Flow	\$ 30	\$ 63	\$ 67	\$ 24	\$ 24	\$ 82	\$ 106



Non-GAAP Financial Measures

ACI is also presenting operating free cash flow, which is defined as net cash provided by operating activities, plus net after-tax payments associated with employee-related actions and facility closures, net after-tax payments associated with significant transaction related expenses, net after-tax payments associated with IBM IT outsourcing transition and termination, and less capital expenditures. Operating free cash flow is considered a non-GAAP financial measure as defined by SEC Regulation G. We utilize this non-GAAP financial measure, and believe it is useful to investors, as an indicator of cash flow available for debt repayment and other investing activities, such as capital investments and acquisitions. We utilize operating free cash flow as a further indicator of operating performance and for planning investing activities. Operating free cash flow should be considered in addition to, rather than as a substitute for, net cash provided by operating activities. A limitation of operating free cash flow is that it does not represent the total increase or decrease in the cash balance for the period. This measure also does not exclude mandatory debt service obligations and, therefore, does not represent the residual cash flow available for discretionary expenditures. We believe that operating free cash flow is useful to investors to provide disclosures of our operating results on the same basis as that used by our management.

Reconciliation of Operating Free Cash Flow (millions)					9 months		LTM
	2009	2010	2011	2012	Q4 2012	9-30-13	9-30-13
Net cash provided (used) by operating activities	\$ 44	\$ 81	\$ 83	\$ (9)	\$ 4	\$ 87	\$ 91
Net after-tax payments associated with employee-related actions	3	-	-	6	-	5	5
Net after-tax payments associated with facility closures	-	-	-	3	2	1	3
Net after-tax payments associated with significant transaction related expenses	-	-	4	9	-	7	7
Net after-tax payments associated with cash settlement of S1 options	-	-	-	10	-	-	-
Net after-tax payments associated with IBM IT Outsourcing Transition	-	1	1	1	-	-	-
Plus IBM Alliance liability repayment	-	-	-	21	21	-	21
Less capital expenditures	(10)	(13)	(19)	(17)	(3)	(18)	(21)
Less IBM Alliance technical enablement expenditures	(7)	(6)	(2)	-	-	-	-
Operating Free Cash Flow	\$ 30	\$ 63	\$ 67	\$ 24	\$ 24	\$ 82	\$ 106



Non-GAAP Financial Measures

ACI also includes backlog estimates, which include all software license fees, maintenance fees and services specified in executed contracts, as well as revenues from assumed contract renewals to the extent that we believe recognition of the related revenue will occur within the corresponding backlog period. We have historically included assumed renewals in backlog estimates based upon automatic renewal provisions in the executed contract and our historic experience with customer renewal rates.

Backlog is considered a non-GAAP financial measure as defined by SEC Regulation G. Our 60-month backlog estimate represents expected revenues from existing customers using the following key assumptions:

- Maintenance fees are assumed to exist for the duration of the license term for those contracts in which the committed maintenance term is less than the committed license term.
- License, facilities management, and software hosting arrangements are assumed to renew at the end of their committed term at a rate consistent with our historical experiences.
- Non-recurring license arrangements are assumed to renew as recurring revenue streams.
- Foreign currency exchange rates are assumed to remain constant over the 60-month backlog period for those contracts stated in currencies other than the U.S. dollar.
- Our pricing policies and practices are assumed to remain constant over the 60-month backlog period.

Estimates of future financial results are inherently unreliable. Our backlog estimates require substantial judgment and are based on a number of assumptions as described above. These assumptions may turn out to be inaccurate or wrong, including for reasons outside of management's control. For example, our customers may attempt to renegotiate or terminate their contracts for a number of reasons, including mergers, changes in their financial condition, or general changes in economic conditions in the customer's industry or geographic location, or we may experience delays in the development or delivery of products or services specified in customer contracts which may cause the actual renewal rates and amounts to differ from historical experiences. Changes in foreign currency exchange rates may also impact the amount of revenue actually recognized in future periods. Accordingly, there can be no assurance that contracts included in backlog estimates will actually generate the specified revenues or that the actual revenues will be generated within the corresponding 60-month period.

Backlog should be considered in addition to, rather than as a substitute for, reported revenue and deferred revenue.



Forward-Looking Statements

This presentation contains forward-looking statements based on current expectations that involve a number of risks and uncertainties. Generally, forward-looking statements do not relate strictly to historical or current facts and may include words or phrases such as “believes,” “will,” “expects,” “anticipates,” “intends,” and words and phrases of similar impact. The forward-looking statements are made pursuant to safe harbor provisions of the Private Securities Litigation Reform Act of 1995.

Forward-looking statements in this presentation include, but are not limited to, statements regarding:

- expectations regarding the financial impact of the Official Payments acquisition;
- expectations regarding future increases in organic revenue, adjusted EBITDA, operating free cash flow and sales net of term extension;
- expectations that we will generate annual cost synergies with respect to recent prior acquisitions; and
- expectations regarding 2013 financial guidance related to revenue, operating income and adjusted EBITDA.



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Forward-Looking Statements



Forward-Looking Statements

All of the foregoing forward-looking statements are expressly qualified by the risk factors discussed in our filings with the Securities and Exchange Commission. Such factors include but are not limited to, increased competition, the performance of our strategic product, BASE24-eps, demand for our products, restrictions and other financial covenants in our credit facility, consolidations and failures in the financial services industry, customer reluctance to switch to a new vendor, the accuracy of management's backlog estimates, the maturity of certain products, our strategy to migrate customers to our next generation products, ratable or deferred recognition of certain revenue associated with customer migrations and the maturity of certain of our products, failure to obtain renewals of customer contracts or to obtain such renewals on favorable terms, delay or cancellation of customer projects or inaccurate project completion estimates, volatility and disruption of the capital and credit markets and adverse changes in the global economy, our existing levels of debt, impairment of our goodwill or intangible assets, litigation, future acquisitions, strategic partnerships and investments, risks related to the expected benefits to be achieved in the transaction with Online Resources, the complexity of our products and services and the risk that they may contain hidden defects or be subjected to security breaches or viruses, compliance of our products with applicable legislation, governmental regulations and industry standards, our compliance with privacy regulations, the protection of our intellectual property in intellectual property litigation, the cyclical nature of our revenue and earnings and the accuracy of forecasts due to the concentration of revenue generating activity during the final weeks of each quarter, business interruptions or failure of our information technology and communication systems, our offshore software development activities, risks from operating internationally, including fluctuations in currency exchange rates, exposure to unknown tax liabilities, and volatility in our stock price. For a detailed discussion of these risk factors, parties that are relying on the forward-looking statements should review our filings with the Securities and Exchange Commission, including our most recently filed Annual Report on Form 10-K, Registration Statement on Form S-4, and subsequent reports on Forms 10-Q and 8-K.



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Forward-Looking Statements

