



**Quarterly and Full Year Results
December 31, 2015**

**ACI Worldwide
February 25, 2016**

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.



2015 IN REVIEW

Phil Heasley
Chief Executive Officer

2015 in Review

- Total sales bookings up 19% from 2014, FX adjusted
- Net new bookings (SNET) up 8% for the year, FX adjusted
- Merchant retailer sales bookings nearly doubled in 2015
- Cash flows from operations of \$183 million, up 23% for the year
- 60-month backlog grew to \$4.3 billion
- Acquisition of PAY.ON enhances retailer offering and global connectivity
- CFS divestiture
- Accelerating organic growth in 2016





FINANCIAL REVIEW

Scott Behrens
Chief Financial Officer

Key Takeaways from the Quarter

- Sales Bookings
 - Q4 net new sales bookings up 10% over Q4 2014, FX adjusted
 - Strong growth in new account and new application sales
 - Key Universal Payments (UP) sale to one of Australia's largest banks as part of a broader next-generation/modernization project
 - Q4 total sales bookings up 14% over Q4 2014, FX adjusted
- Backlog
 - 12-month backlog of \$918 million, up \$27 million from Q3 2015, after adjusting for FX fluctuations
 - 60-month backlog of \$4.3 billion, up \$110 million from Q3 2015, after adjusting for FX fluctuations
 - Backlog growth excludes PAY.ON acquisition, which contributed \$12 million and \$57 million to the 12-month and 60-month backlogs, respectively
- Revenue Growth
 - Revenue of \$309 million, up 8% over Q4 2014, or 7% organically, FX adjusted
- Adjusted EBITDA
 - Adjusted EBITDA of \$115 million, up 8% from Q4 2014

Key Takeaways from the Year

- Sales Bookings
 - 2015 new sales bookings up 8% over 2014 or **11% excluding CFS business**, FX adjusted
 - Total sales bookings up 19% over 2014 or **21% excluding CFS business**, FX adjusted
- Revenue Growth
 - Revenue up 5% over 2014 or **7% excluding CFS business**, FX adjusted
- Adjusted EBITDA
 - Adjusted EBITDA of \$260 million, flat with 2014 or up **2% excluding CFS business**
- Operating Free Cash Flow
 - Operating free cash flow of \$143 million, up 6% over 2014 or up **8% excluding CFS business**
 - GAAP cash flows from operating activities up 23% over 2014
- Debt and Liquidity
 - Ended the year with \$102 million in cash and \$939 million in debt
 - Received cash proceeds of \$35 million and recognized a \$24 million gain on the sale of Yodlee
 - \$200 million of proceeds expected from sale of CFS business
 - \$138 million remaining on share buy-back authorization



2016 Guidance

	2015 Actual	Deduct CFS	PAY.ON	FX Impact	2015 Proforma	2016 Non-GAAP Guidance		Implied Growth Rate
						Low	High	
Non-GAAP Revenue	1,047	(95)	12	(10)	954	990	1,020	4-7%
Adjusted EBITDA	260	(13)	-	-	247	265	275	7-11%
Adjusted EBITDA %	28.4%	13.7%			30.0%	31.0%	31.2%	100-120 bps

\$'s in millions
 Foreign currency rates as of 12/31/15
 EBITDA % computed net of interchange of \$140 million and \$130 million for 2016 and 2015, respectively
 PAY.ON adjustment to normalize for annualized contribution

- **Guidance**

- 2015 pro forma adjusted to exclude CFS business and reflect a full-year impact of PAY.ON acquisition and fx rate changes
- 2016 guidance excludes any contribution from CFS business
- Net new sales growth expected to be in the upper single digits
- Revenue and margin phasing by quarter consistent with seasonal history
- Q1 non-GAAP revenue expected to represent \$205 to \$215 million, excluding CFS
- CFS may contribute up to \$23 million of incremental revenue in Q1 2016



2016 Guidance

- **Other Guidance Assumptions**

- Interest expense of \$42 million and cash interest of \$36 million
- Capital expenditures to be \$50-\$60 million, excluding one-time investments in EMEA data center of \$20 million and cyber security of \$5 million
- Depreciation and amortization expected to approximate \$95-\$100 million
- Non-cash compensation expense of approximately \$48 million including \$6 million related to acquisition of PAY.ON
- Pass through interchange revenues to approximate \$140 million
- GAAP tax rate of 35% and cash taxes paid of \$25-\$30 million
- Diluted share count to approximate 120 million (excluding future share buy-back activity)
- These metrics exclude approximately \$15 million in one-time integration related expenses for PAY.ON, the CFS divestiture, data center and facilities consolidation, and bill payment platform rationalization
- CFS transaction completed in Q1 2016. ACI and Fiserv will be operating under a Transition Services Agreement through the remainder of 2016. Financial impact of this agreement will be separately disclosed from the ongoing business operations.





APPENDIX

Monthly Recurring Revenue

Monthly Recurring Revenue (millions)	Quarter Ended	
	December 31,	
	2015	2014
Monthly Software license fees	\$20.6	\$22.9
Maintenance fees	63.0	67.4
Processing services	117.0	112.6
Monthly Recurring Revenue	\$200.6	\$202.8



Historic Sales Bookings By Quarter

Quarter-End	Total Economic Value of Sales	Sales Mix by Category		
		New Accounts / New Applications	Add-on Business inc. Capacity Upgrades & Services	Term Extension
3/31/2013	\$111,588	\$5,778 5%	\$70,736 63%	\$35,074 31%
6/30/2013	\$180,107	\$33,717 19%	\$95,461 53%	\$50,929 28%
9/30/2013	\$211,827	\$42,345 20%	\$105,609 50%	\$63,874 30%
12/31/2013	\$384,322	\$45,846 12%	\$200,748 52%	\$137,729 36%
3/31/2014	\$170,212	\$36,928 22%	\$84,974 50%	\$48,311 28%
6/30/2014	\$234,346	\$44,321 19%	\$106,056 45%	\$83,969 36%
9/30/2014	\$250,802	\$63,396 25%	\$94,071 38%	\$93,336 37%
12/31/2014	\$391,120	\$99,972 26%	\$172,387 44%	\$118,761 30%
3/31/2015	\$210,200	\$38,555 18%	\$72,977 35%	\$98,668 47%
6/30/2015	\$291,657	\$32,919 11%	\$144,054 49%	\$114,683 39%
9/30/2015	\$294,270	\$22,916 8%	\$143,933 49%	\$127,420 43%
12/31/2015	\$443,547	\$173,206 39%	\$124,224 28%	\$146,118 33%
	Sales	New Accounts / New Applications	Add-on Business inc. Capacity Upgrades & Services	Term Extension
DEC YTD 15	\$1,239,673	\$267,596	\$485,188	\$486,889
DEC YTD 14	\$1,046,479	\$244,616	\$457,487	\$344,377
Variance	\$193,194	\$22,980	\$27,701	\$142,513



Sales Bookings, Net of Term Extensions (SNET)

Sales Net of Term Extensions			
Channel	Qtr Ended Dec 15	Qtr Ended Dec 14	% Growth or Decline
Americas	\$178,855	\$144,422	23.8%
EMEA	88,564	105,631	-16.2%
Asia-Pacific	30,011	22,306	34.5%
Total Sales (Net of Term Ext.)	\$297,429	\$272,358	9.2%



Non-GAAP Operating Income

Non-GAAP Operating Income (millions)	Quarter Ended December 31,	
	2015	2014
Operating income	\$74.0	\$79.3
Plus:		
Deferred revenue fair value adjustment	0.1	0.3
Employee related actions	2.4	3.4
Significant transaction related expenses	3.4	2.9
Non-GAAP Operating Income	\$ 79.9	\$ 85.9

Non-GAAP Operating Income (millions)	Year Ended December 31,	
	2015	2014
Operating income	\$127.9	\$138.2
Plus:		
Deferred revenue fair value adjustment	0.7	1.8
Employee related actions	6.3	10.4
Significant transaction related expenses	8.7	12.5
Non-GAAP Operating Income	\$ 143.6	\$ 162.9



Adjusted EBITDA

Adjusted EBITDA (millions)	Quarter Ended December 31,	
	2015	2014
Net income	\$43.8	\$46.4
Plus:		
Income tax expense	18.9	23.3
Net interest expense	10.1	10.7
Net other expense (income)	1.3	(1.1)
Depreciation expense	5.7	5.4
Amortization expense	20.8	18.0
Non-cash compensation expense	8.3	(2.7)
Adjusted EBITDA	\$108.9	\$100.0
Deferred revenue fair value adjustment	0.1	0.3
Employee related actions	2.4	3.4
Significant transaction related expenses	3.4	2.9
Adjusted EBITDA excluding significant transaction related expenses	\$ 114.8	\$ 106.6

Adjusted EBITDA (millions)	Year Ended December 31,	
	2015	2014
Net income	\$85.4	\$67.6
Plus:		
Income tax expense	27.9	31.2
Net interest expense	41.0	39.2
Net other expense (income)	(26.4)	0.2
Depreciation expense	21.7	20.5
Amortization expense	75.8	66.2
Non-cash compensation expense	18.4	11.0
Adjusted EBITDA	\$243.8	\$235.9
Deferred revenue fair value adjustment	0.7	1.8
Employee related actions	6.3	10.4
Significant transaction related expenses	8.7	12.5
Adjusted EBITDA excluding significant transaction related expenses	\$ 259.5	\$ 260.6



Operating Free Cash Flow

	Quarter Ended December 31,	
	2015	2014
Net cash provided by operating activities	\$64.1	\$77.0
Payments associated with acquired opening balance sheet liabilities	-	0.2
Net after-tax payments associated with employee-related actions	2.0	1.5
Net after-tax payments associated with significant transaction related expenses	1.1	1.8
Less capital expenditures	(17.3)	(8.9)
Operating Free Cash Flow	\$49.9	\$71.6

	Year Ended December 31,	
	2015	2014
Net cash provided by operating activities	\$183.1	\$149.0
Payments associated with acquired opening balance sheet liabilities	0.1	4.8
Net after-tax payments associated with employee-related actions	5.0	6.3
Net after-tax payments associated with lease terminations	0.3	1.0
Net after-tax payments associated with significant transaction related expenses	3.3	8.1
Less capital expenditures	(48.9)	(34.9)
Operating Free Cash Flow	\$142.9	\$134.3

* Tax effected at 35%

60-Month Backlog

Backlog 60-Month (millions)	Quarter Ended	
	December 31, 2015	December 31, 2014
Americas	\$3,086	\$3,014
EMEA	898	855
Asia/Pacific	318	291
Backlog 60-Month	\$4,302	\$4,160
Deferred Revenue	\$171	\$181
Other	4,131	3,979
Backlog 60-Month	\$4,302	\$4,160



Backlog as a Contributor of Quarterly Revenue

Revenue			
Revenue	Qtr Ended Dec 15	Qtr Ended Dec 14	% Growth or Decline
Revenue from Backlog	\$287,111	\$268,586	6.9%
Revenue from Sales	21,526	21,638	-0.5%
Total Revenue	\$308,637	\$290,224	6.3%
Revenue from Backlog	93%	93%	
Revenue from Sales	7%	7%	

- Backlog from monthly recurring revenues and project go-lives continues to drive current quarter GAAP revenue
- Revenue from current quarter sales consistent with prior quarters

EPS Impact of Non-Cash and Significant Transaction Related Items

EPS impact of non-cash and significant transaction related items (millions)	Quarter Ended			
	December 31,			
	2015		2014	
	per share	\$ in Millions (Net of Tax)	per share	\$ in Millions (Net of Tax)
GAAP Net Income	\$ 0.36	\$ 43.8	\$ 0.40	\$ 46.4
Significant transaction related expenses	0.03	3.8	0.04	4.1
Deferred revenue fair value adjustment	-	0.1	0.00	0.2
Amortization of acquisition-related intangibles	0.03	3.8	0.04	4.1
Amortization of acquisition-related software	0.04	4.8	0.04	4.1
Non-cash equity-based compensation	0.04	5.4	(0.02)	(1.8)
Total	\$ 0.14	\$ 17.9	\$ 0.09	\$ 10.7
Diluted EPS adjusted for non-cash and significant transaction related items	\$ 0.50	\$ 61.7	\$ 0.49	\$ 57.1
* Tax Effected at 35%				
EPS impact of non-cash and significant transaction related items (millions)	YTD			
	December 31,			
	2015		2014	
	per share	\$ in Millions (Net of Tax)	per share	\$ in Millions (Net of Tax)
GAAP Net Income	\$ 0.72	\$ 85.4	\$ 0.58	\$ 67.6
Significant transaction related expenses	0.08	9.8	0.13	14.9
Deferred revenue fair value adjustment	-	0.5	0.01	1.2
Amortization of acquisition-related intangibles	0.13	14.9	0.14	16.0
Amortization of acquisition-related software	0.14	16.8	0.12	14.5
Non-cash equity-based compensation	0.10	11.9	0.06	7.2
Total	\$ 0.45	\$ 53.9	\$ 0.46	\$ 53.8
Diluted EPS adjusted for non-cash and significant transaction related items	\$ 1.17	\$ 139.3	\$ 1.04	\$ 121.4
* Tax Effected at 35%				

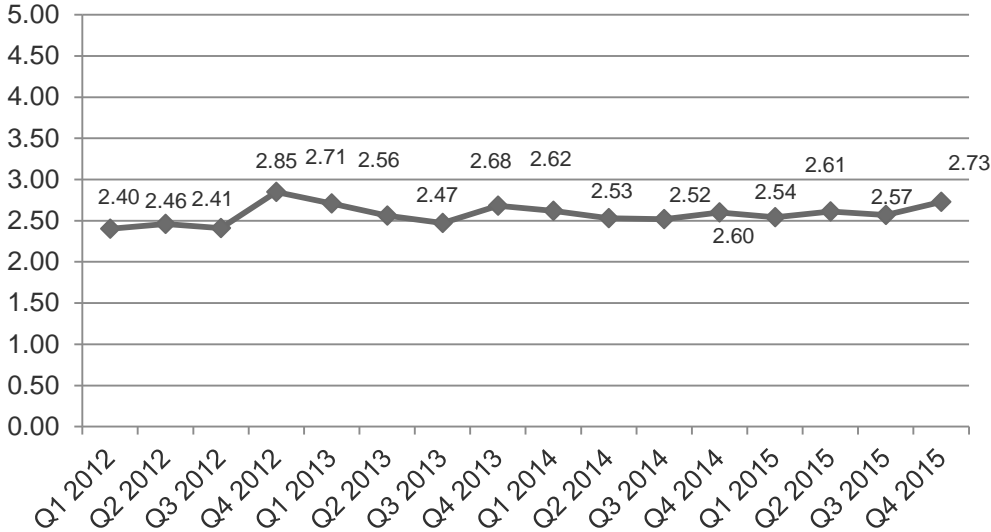


Historical Financials from CFS Operations

		2014	2015	2014-15 Chg %
ACI Total - reported	SNET	702	753	7%
	Total sales	1,046	1,240	18%
	Revenue	1,018	1,047	3%
	Net EBITDA margin	28.9%	28.4%	
CFS Business	SNET	45	33	-27%
	Total sales	90	93	3%
	Revenue	101	95	-6%
	Net EBITDA margin	17.2%	13.7%	
ACI excl CFS	SNET	657	720	10%
	Total sales	956	1,147	20%
	Revenue	917	952	4%
	Net EBITDA margin	30.4%	30.0%	



Contract Duration Metric



- Represents dollar average remaining contract life (in years) for term license software contracts
- Excludes perpetual contracts (primarily heritage S1 licensed software contracts)
- Excludes all hosted contracts as both cash and revenue are ratable over the contract term



Non-GAAP Financial Measures

To supplement our financial results presented on a GAAP basis, we use the non-GAAP measures indicated in the tables, which exclude certain business combination accounting entries related to the acquisition of Online Resources Corporation and significant transaction related expenses, as well as other significant non-cash expenses such as depreciation, amortization, and non-cash 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 to view 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 Online Resources 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 plus deferred revenue that would have been recognized in the normal course of business by Online Resources 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 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 Online Resources 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

ACI is also presenting operating free cash flow, which is defined as net cash provided by operating activities, plus payments associated with acquired opening balance sheet liabilities, net after-tax payments associated with employee-related actions and facility closures, net after-tax payments associated with significant transaction related expenses 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.

ACI also includes backlog estimates, which include all license, maintenance, services, and hosting 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.

Non-GAAP Financial Measures

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, but not limited to, 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 2016 financial guidance related to revenue and adjusted EBITDA;
- Expectations regarding net new sales bookings;
- Expectations regarding Q1 2016 revenue;
- Expectations regarding CFS contribution and pro forma impact of excluding CFS;
- Expectations regarding full year pass through interchange revenues; and
- Expectations regarding other guidance assumptions.

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, UP, 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 PAY.ON, 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 and our Quarterly Reports on Form 10-Q.



ACI UNIVERSAL
PAYMENTS

