



September 30, 2009 Quarterly Results

November 5, 2009

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.

-
- Phil Heasley, Chief Executive Officer
 - Ron Totaro, Chief Operating Officer
 - Scott Behrens, Chief Financial Officer
 - Q&A: Phil Heasley, Ron Totaro and Scott Behrens

Phil Heasley, Chief Executive Officer

Market Commentary

- **Mega-bank Trends**
 - Banks used to regard each unit and country as disparate entities
 - Now we are seeing banks moving towards global deals in software infrastructure to improve efficiencies
 - The good news is that deals under discussion are larger and more comprehensive projects
 - The bad news is that these type of deals take longer to close
- **Still seeing lots of interest in payments system investments**
 - Speed hampered by rigid approval processes
 - Banks paying cash closer to final contractual date
- **Seeing usual YE sales volatility**
 - Band of possible sales outcomes for 2009
 - Our preference is to maintain moderate growth with good operating margins, not growth for its own sake
- **Product alliances**



Ron Totaro, Chief Operating Officer

Quarterly Business Review

Q3 2009 Business Performance

- Revenues mostly flat when adjusting for impact of tail end of deals related to Faster Payments in Q3 2008
 - EMEA ILF business was significantly lower than last year's quarter
 - Consistent monthly recurring revenue
- Expenses strongly improved, YTD-09 ~\$33 million less than YTD-08
 - Restructuring HR savings at approximately \$5.2 million reduction over prior-year quarter
 - Prior year also had significant IT outsourcing and service contractor/HR costs which did not recur in 2009 largely due to Faster Payments/Middle East switch
 - Good discretionary expense management throughout the business
- IBM System z fraud system sale at a major European bank, several significant System z deals with all product engines in current pipeline in both North and South America
 - Fraud is seeing more individual pipeline opportunities right now than wholesale

Q3 2009 Sales Results

Sales Type			
Sales Type	Qtr. Ended Sep. 09	Qtr. Ended Sep. 08	% Growth or Decline
New Account	5,435	14,345	-62%
New Application	5,729	7,180	-20%
Add-on Business	63,168	52,133	21%
Term Extension	22,028	32,936	-33%
Total Sales	96,360	106,594	-10%

Product Division			
Product Division	Qtr. Ended Sep. 09	Qtr. Ended Sep. 08	% Growth or Decline
Retail Payments	73,057	70,003	4%
Application Services	5,480	13,530	-59%
Risk Management	7,339	5,438	35%
Wholesale Payments	10,485	17,623	-41%
Total Sales	96,360	106,594	-10%

- Q3 2009 Sales Highlights:
 - Significant add-on activity as relationship management deals continue to do well in this environment:
 - Both Americas and EMEA saw major sales in Retail system add-ons
 - Term extension activity in developed markets:
 - Key Americas term extensions: JPMC, Target, Redeban, Transbank
 - Key EMEA extensions included major credit card firm, ABN, The Co-Op Bank (UK)
- Q3 2009 sales down 10% relative to prior-year quarter
 - Decline in new account/ new application sales globally as customers are slow to commit capital to new vendor relationship in current economy
- Wholesale payments business contraction led by \$7 million in term extensions in Q3-2008 which did not recur in Q3-09; however, we booked \$1.1 million higher add-on sales in the current quarter compared to prior-year quarter
- Application sales impacted by fewer terms and, therefore, fewer add-ons vs prior-year quarter

Q3 2009 Channel Sales Results

Sales (net of Term Extensions)

Sales Net of Term Extensions			
Channel	Qtr. Ended Sep. 09	Qtr. Ended Sep. 08	% Growth or Decline
Americas	48,749	28,755	70%
EMEA	21,550	39,124	-45%
Asia-Pacific	4,034	5,779	-30%
Total Sales (Net of Term Ext.)	74,333	73,657	1%

Term Extension Sales

Term Extension Sales			
Channel	Qtr. Ended Sep. 09	Qtr. Ended Sep. 08	% Growth or Decline
Americas	16,760	18,078	-7%
EMEA	1,782	13,812	-87%
Asia-Pacific	3,485	1,046	233%
Term Extension Sales	22,028	32,936	-33%

Total Sales

Total Sales			
Channel	Qtr. Ended Sep. 09	Qtr. Ended Sep. 08	% Growth or Decline
Americas	65,509	46,833	40%
EMEA	23,332	52,936	-56%
Asia-Pacific	7,519	6,825	10%
Total Sales	96,360	106,594	-10%

Q3 2009 v Q3 2008 Channel Performance:

Total top 5 customers accounted for 45% of sales dollars in the quarter compared to 35% in Q2-09 and 12% in Q3-08 due to size of renewals in current quarter

- **Americas:**

- Top 5 customers accounted for \$41.4 million of sales in Q3- 09 vs. \$16.0 million of sales in Q3- 08.
- JPMC renewal led Americas sales, also aided by range of US retail customers and Latin banks

- **EMEA:**

- Top 5 customers accounted for \$12.8 million of sales in Q3- 09 vs. \$22.6 million of sales in Q3- 08.
- Sales figure driven by credit card agencies, processors, UK banks.

- **Asia-Pacific:**

- Top 5 customers accounted for \$5.5 million of sales in Q3- 09 vs. \$4.1 million of sales in Q3- 08.
- Renewals and add-ons across region

Historic Sales By Quarter 2008-2009

Quarter-End	Total Economic Value of Sales	Sales Mix by Category			
		New Accounts	New Applications	Add-on Business inc. Capacity Upgrades & Services	Term Extentions
3/31/2008	\$63,813	\$1,311 2%	\$9,621 15%	\$38,101 60%	\$14,781 23%
6/30/2008	\$99,938	\$15,856 16%	\$23,487 24%	\$45,434 45%	\$15,160 15%
9/30/2008	\$106,594	\$14,345 13%	\$7,180 7%	\$52,133 49%	\$32,936 31%
12/31/2008	\$189,337	\$16,490 9%	\$17,014 9%	\$82,509 44%	\$73,324 39%
3/31/2009	\$60,802	\$9,719 16%	\$8,963 15%	\$33,616 55%	\$8,504 14%
6/30/2009	\$97,328	\$12,053 12%	\$4,897 5%	\$36,453 37%	\$43,925 45%
9/30/2009	\$96,360	\$5,435 6%	\$5,729 6%	\$63,168 66%	\$22,028 23%

	Sales	New Accounts	New Applications	Add-on Business inc. Capacity Upgrades & Services	Term Extentions
Sept. YTD 09	\$254,490	\$27,207	\$19,590	\$133,237	\$74,456
Sept. YTD 08	\$270,344	\$31,511	\$40,287	\$135,668	\$62,878
Variance	(\$15,853)	(\$4,304)	(\$20,697)	(\$2,430)	\$11,578

Channel Summary

- Americas

- Monthly recurring revenue reduction of \$1.4 million or 4% compared to prior-year due to higher deferred MLF revenue releases in prior-year quarter, monthly recurring revenue rise of \$1.0 million or 3% compared to June quarter
- 14 “Go Live” deals moved out of backlog into revenue in the quarter
- Continued to protect revenue base with renewals across the Latin America region (Redeban Multicolor SA, Transbank, Red Link SA)
- US significant term renewal revenue events: JPMC renewal, Target (XPNET™)
- Two new On-Demand customers (large national fast food retailer, credit union)

- EMEA

- Closed SEPA-compliant domestic and cross-border cash management solution for major Euro bank
- 17 “Go Live” deals moved out of backlog into revenue in the quarter
- In Q3-08 we experienced large renewal bookings of \$14 million versus \$1.7m in Q3- 09, further reinforced last year by strong New Accounts and New Apps activity
- Services revenue increased \$4.2m underpinned by revenue releases on major projects at a large European retailer, Wincor, First Data and Saudi Hollandi Bank.

- Asia-Pacific

- Overall revenue grew ~4% year-over-year but was reduced by \$0.6M or ~ 6% versus June quarter due to revenue booking for significant project go-live (BPI in Philippines) in Q2-09.
- 10 “Go Live” deals moved out of backlog into revenue in the quarter
- Key deliveries noted in four ACI Global Banker/ACI Payments File Manager projects which comprised ~49% of Q3-09 service revenue
- Secured renewals in ASEAN, Korea, Pacific, new customer go-live events in Malaysia and Thailand

Q3 Product Development Summary

- Wholesale
 - 6 ACI On Demand customers already live on ACI Enterprise Banker™ 7.5 (released in June)
 - Reduced conversion time to bring new customer onto ACI Enterprise Banker from 9-12 months to 5 months
- Introduced Agile Payment Solution Strategy
 - Excitement surrounding thought leadership at SIBOS
 - Many customers discussing how they will implement Agile Payment Solution with us
 - Tightly integrating our products such as new combination between our testing tool “ASSET” and our financial crimes solution ACI Proactive Risk Manager™

Agile Payments Solution Strategy

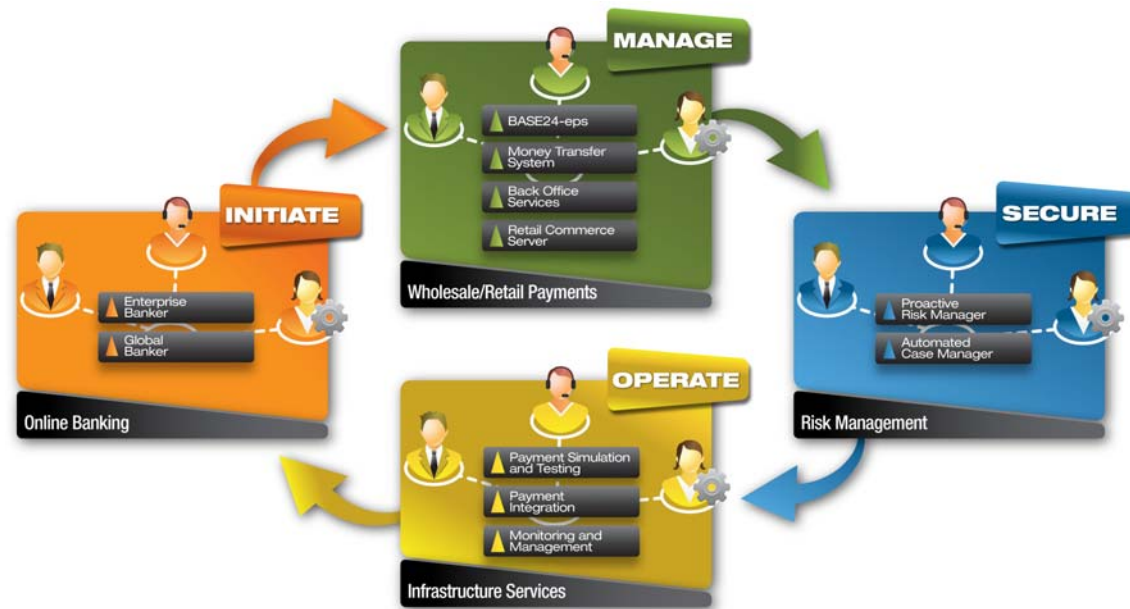


ACI WORLDWIDE

Agile
Payments
Solution

Be the leading provider of a unified solution that **initiates**, **manages**, **secures** and **operates** payments to maximize the total economic impact for our customers.

- Identified 11 key products to comprise Agile Payment Solution functionality required for a holistic solution.
- Deconstructing products into software services.
- Planning organic and inorganic events to build out services.
- Software services will create a single platform that breaks down the silos across customers, channels, networks, payment types, and technology vendors.



Product & Development Investments

- Improved Delivery
 - BASE24-eps™ to extend global leadership in fast-growing markets
 - Cut customer install time for ACI Enterprise Banker by 50%
 - Organized a new function in the company completely focused on innovation to drive common architecture and new product concepts
- Diversifying product toolbox from retail into wholesale/fraud and back office opportunities
 - Alliance with Bell ID to distribute ANDiS
 - Announced exclusive alliance to provide a global smart/chip card life cycle management solution

Financial Review

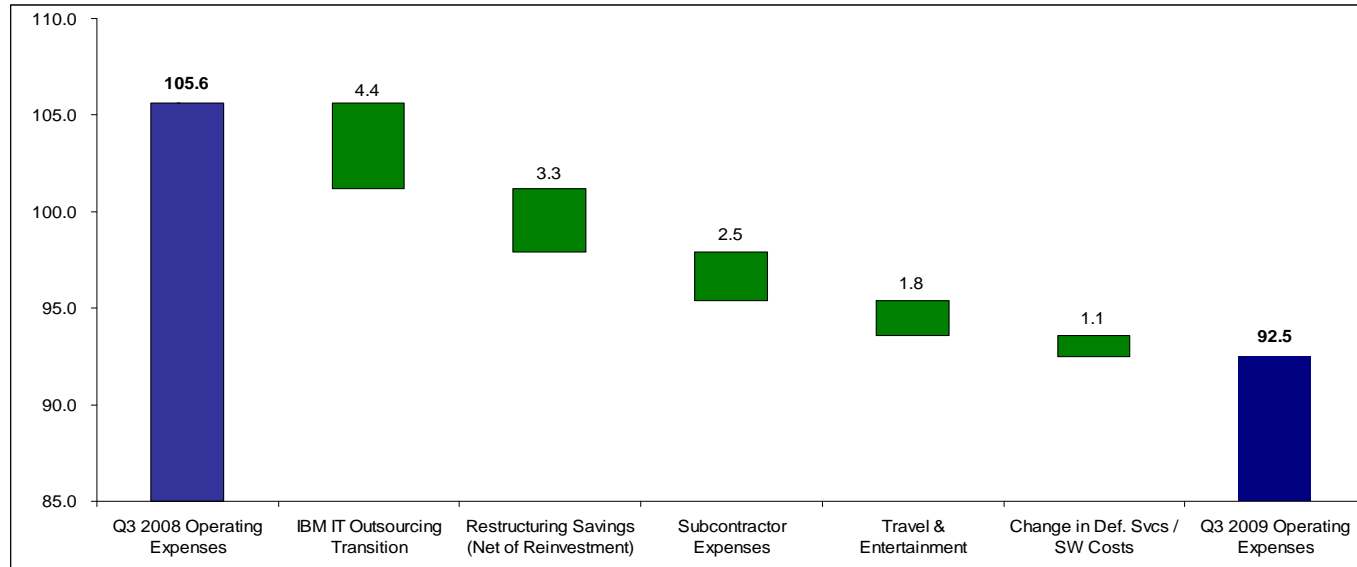
Scott Behrens, Chief Financial Officer

Key Takeaways from the Quarter

- Sales: Down 10% or \$10.2 million versus prior-year third quarter or down 1% or \$1.0 million compared to June quarter
- Revenue: Achieved \$104.5 million in the current quarter versus \$108.6 million in Q3-08 quarter, Q3-09 represented a \$17.3 million improvement over Q2-09 performance
 - Variance was mostly driven by the EMEA channel where we had the final Faster Payments/Middle East switch revenues in prior- year quarter
 - Saw \$2 million difference driven by currency fluctuations
 - Consistent monthly recurring revenues representing 60% of total revenues

Takeaways from the Quarter (cont)

- Operating Expenses: Decreased \$13.1 million (12%) versus prior-year quarter



- Other Income and Expense: ~ \$0.4 million loss versus a gain of \$0.4 million in Q3-08
 - Negative variance of \$0.5 million in FX gain, Interest income/expense variance essentially offset one another
- OFCF: \$(10.4) million in Q3-09 vs \$(0.3) million in Q3-08 represents a \$10.1 million decrease
 - Impacted by timing of receipt of term renewal cash in Q4 rather than in Q3
 - Annual OFCF number will be negatively impacted by the 8% reduction in anticipated sales

Backlog is Still a Significant Contributor to Current Period Revenue

Revenue			
Revenue	Qtr. Ended Sep. 09	Qtr. Ended Sep. 08	% Growth or Decline
Revenue from Backlog	89,232	88,398	1%
Revenue from Sales	15,229	20,162	-24%
Total Revenue	104,461	108,560	-4%
Revenue from Backlog	85%	81%	
Revenue from Sales	15%	19%	

- Revenue from sales reduced as absolute volume of renewals, particularly in Europe, was lower than in prior year quarter
- ‘Go lives’ from backlog continue to show consistent growth
- Revenue from backlog increased particularly when considering the currency fluctuations between the two periods



Guidance reiterates stronger operating margins

Key Metrics	2008 Actuals	August 09 Guidance	Risks/Opportunities
Sales	\$460	\$450	(5-8)%
GAAP Revenues	418	415	(-2)%
GAAP Operating Income	22	35	5-10%

- At this point in time, anticipate full risk/opportunity adjustment is necessary
 - Sales should come within the risk-adjusted range of \$414-428 million
 - GAAP Revenues are expected at approximately \$406 million as sales perform to the risk-adjusted number
 - Stronger operating income performance of \$36.8- 38.5 million due to expense management

Appendix

Operating Free Cash Flow* (\$ millions)

	Quarter Ended September 30,	
	2009	2008
Net cash provided (used) by operating activities	\$(8.0)	\$ 3.2
Net after-tax payments associated with employee-related actions	0.3	0.4
Net after-tax payments associated with IBM IT Outsourcing Transition and Severance	0.3	0.6
Adjustments:		
Less capital expenditures	(0.7)	(2.6)
Less alliance Technical enablement expenditures	(2.3)	(1.9)
Operating Free Cash Flow	\$(10.4)	\$(0.3)

Tax effected at 35%

*OFCF is defined as net cash provided (used) by operating activities, less cash payments for employee related actions and IBM IT Outsourcing transition and severance, less capital expenditures and plus or minus net proceeds from IBM.

60-Month Backlog (\$ millions)

	Quarter Ended		
	September 30, 2009	June 30, 2009	September 30, 2008
Americas	827	\$817	\$744
EMEA	504	504	511
Asia/Pacific	156	155	159
Backlog 60-Month	\$1,487	\$1,476	\$1,414
ACI Deferred Revenue	132	\$140	\$131
ACI Other	1,355	\$1,336	\$1,283
Backlog 60-Month	\$1,487	\$1,476	\$1,414

Revenues by Channel (\$ millions)

	Quarter Ended September 30,	
	2009	2008
Revenues:		
United States	\$46.2	\$39.8
Americas International	12.5	13.3
Americas	\$58.7	\$53.1
EMEA	35.2	45.4
Asia/Pacific	10.6	10.1
Revenues	\$104.5	\$108.6

Monthly Recurring Revenue (\$ millions)

	Quarter Ended September 30,	
	2009	2008
Monthly license fees	\$19.5	\$21.3
Maintenance fees	35.0	34.0
Processing Services	8.4	8.1
Monthly Recurring Revenue	\$62.9	\$63.4

Deferred Revenue & Expense (\$ millions)

	Quarter Ended			
	September 30, 2009	June 30, 2009	September 30, 2008	June 30, 2008
Short Term Deferred Revenue	\$103.4	\$107.7	\$107.3	\$123.0
Long Term Deferred Revenue	28.7	32.4	23.3	23.2
Total Deferred Revenue	\$132.1	\$140.1	\$130.6	\$146.2
Total Deferred Expense	\$13.0	\$13.9	\$10.7	\$11.3

Non-Cash Compensation and Acquisition Intangibles

	Quarter ended September 30, 2009		Quarter ended September 30, 2008	
	EPS Impact*	\$ in Millions	EPS Impact*	\$ in Millions
Employee-Related	\$0.05	\$1.6	\$0.07	\$2.3
IBM IT Outsourcing Severance Cost	0.00	0.0	0.01	0.3
IBM IT Outsourcing Transition Costs	0.00	0.0	0.08	2.8
Non-recurring items	0.05	\$1.6	0.16	\$5.4
Amortization of acquisition-related intangibles	0.03	1.0	0.03	1.0
Amortization of acquisition-related software	0.03	0.9	0.03	0.9
Non-cash equity-based compensation	0.04	1.3	0.05	1.7
Total:	\$0.14	\$4.8	\$0.26	\$9.0
* Tax Effected at 35%				

Other Income / Expense (\$ millions)

	Quarter Ended			
	September 30, 2009	June 30, 2009	September 30, 2008	June 30, 2008
Interest Income	\$0.1	\$0.4	\$0.6	\$0.7
Interest Expense	(\$0.5)	(0.5)	(\$1.1)	(1.0)
FX Gain / Loss	\$1.1	(4.3)	\$1.6	(0.7)
Interest Rate Swap Loss	(\$0.7)	(0.3)	(\$0.8)	2.9
Other	(\$0.4)	1.0	\$0.1	0.1
Total Other Income (Expense)	(\$0.4)	(\$3.7)	\$0.4	\$2.0

Sales by Channel and Product Division (\$ millions)

	Quarter Ended				
	September 30, 2009	June 30, 2009	March 31, 2009	December 31, 2008	September 30, 2008
Sales by Channel:					
Americas	\$65.5	\$43.8	\$38.9	\$119.6	\$46.8
EMEA	23.3	44.7	17.4	47.1	53.0
Asia Pacific	7.5	8.8	4.6	22.6	6.8
Total Sales	\$96.4	\$97.3	\$60.8	\$189.3	\$106.6
Sales by Product Division:					
Retail Products	\$73.1	\$62.9	\$36.3	\$134.3	\$70.0
Wholesale Payments	10.5	18.7	11.4	30.3	17.6
Risk Management	7.3	5.6	4.9	14.7	5.5
Application Services	5.5	10.1	8.2	10.0	13.5
Total Sales	\$96.4	\$97.3	\$60.8	\$189.3	\$106.6

Reclassification Recast

(\$ Thousands)	Year Ended December 31,	
	2007	2008
Cost of software license fees	9,763	12,846
Cost of maintenance and services	95,607	117,087
Research and development	83,258	75,850
Selling and marketing	72,466	73,236
General and administrative	97,259	100,272
Depreciation and amortization	15,552	16,649
Total operating expenses	373,905	395,940

- The Company redefined its cost of software license fees in order to better conform to industry practice.
- The definition has been revised to be third-party software royalties as well as the amortization of purchased technology. Previously, cost of software license fees also included certain costs associated with maintaining software products that have already been developed and directing future product development efforts. These costs included human resource costs and other incidental costs related to product management, documentation, publications and education. These costs have now been reclassified to research and development and cost of maintenance and services.
- All products are trademarks or registered trademarks of their respective companies.

Non-GAAP Financial Measures

ACI is presenting operating free cash flow, which is defined as net cash provided (used) by operating activities, excluding after-tax cash payments for employee related actions and IBM IT Outsourcing transition and severance less capital expenditures and plus or minus net proceeds from IBM. 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 (used) by operating activities. Operating free cash flow may not be computed in a similar manner by other companies. 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. We also believe that this measure can assist investors in comparing our performance to that of other companies on a consistent basis without regard to certain items, which do not directly affect our ongoing cash flow.

Reconciliation of Operating Free Cash Flow (millions)	Quarter Ended September 30,	
	2009	2008
Net cash provided by operating activities	(\$8.0)	\$3.2
Net after-tax payments associated with employee related actions	\$0.3	\$0.4
Net after-tax payments associated with IBM IT Outsourcing Transition and Severance	\$0.3	\$0.6
Less capital expenditures	(0.7)	(2.6)
Less alliance technical enablement expenditures	(2.3)	(1.9)
Operating Free Cash Flow	(\$10.4)	(\$0.3)
* Tax Effectuated at 35%		

Non-GAAP Financial Measures

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.

ACI also includes backlog estimates which are 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 and facilities management 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.

Non-GAAP Financial Measures

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. Backlog may not be computed in a similar manner by other companies.

The presentation of these non-GAAP financial measures should be considered in addition to our GAAP results and is not intended to be considered in isolation or as a substitute for the financial information prepared and presented in accordance with GAAP.

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”, “looks forward to,” 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 that banks will be moving towards global deals in software infrastructure to improve efficiencies and that this trend will lead to larger, more comprehensive projects;
- Belief that there is lots of interest in payments system investments;
- Expectations relating to year-end sales volatility;
- Belief that fraud offerings are seeing more pipeline opportunities than wholesale offerings;
- The company’s Agile Payments Solution strategy, market perception of this strategy and the expectation that this will result in a greater number of customer implementations and enhanced financial results;
- The company’s 12- and 60-month backlog estimates; and
- Expectations relating to 2009 financial guidance, including sales, GAAP revenues and GAAP operating income.

Forward Looking Statements

Any or all of the forward-looking statements may turn out to be wrong. They can be affected by the judgments and estimates underlying such assumptions or by known or unknown risks and uncertainties. Many of these factors will be important in determining our actual future results. Consequently, no forward-looking statement can be guaranteed. Actual future results may vary materially from those expressed or implied in any forward-looking statement. In addition, we disclaim any obligation to update any forward-looking statement after the date of this presentation.

All of the foregoing forward-looking statements are expressly qualified by the risk factors discussed in our filings with the Securities and Exchange Commission. 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 Form 10-K filed on March 4, 2009, and our subsequent quarterly reports on Form 10-Q and current reports on Form 8-K.

The risks identified in our filings with the Securities and Exchange Commission include:

- The global financial crisis affecting the banking system and financial markets and the current global economic conditions which could reduce the demand for our products and services or otherwise adversely impact our cash flows, operating results and financial condition;
- Restrictions and other financial covenants contained in our current credit facility that limit our flexibility in operating our business;
- The volatility and disruption of the capital and credit markets and adverse changes in the global economy that may negatively impact our liquidity and our ability to access financing;
- The possibility that our restructuring and efficiency efforts as part of the implementation of our strategic plan may not achieve the expected efficiencies and cost savings which could affect our results of operations and financial condition;

Forward Looking Statements

- The recent restatements of our financial statements;
- The consolidation in the financial services industry that may adversely impact the number of customers and revenues in the future;
- The economic changes in the banking and financial services industries that apply to most of our customers could reduce the demand for our products and services;
- Management's backlog estimate which may not be accurate and may not generate the predicted revenues;
- A material weakness that management has identified in our internal control over financial reporting;
- Our possible exposure to unknown tax liabilities, which could adversely affect our financial condition and/or results of operations;
- Our stock price, which may be volatile;
- Our international operations;
- Rapid change and high competition in the software industry which may limit our ability to compete effectively;
- The offshore software development activities that we are engaged in, which may not be successful and which may put our intellectual property at risk;
- One of our most strategic products, BASE24-eps, which could prove to be unsuccessful in the market;
- Our announcement of the maturity of certain legacy retail payment products, which may result in decreased customer investment in our products, and the possibility that our strategy to migrate customers to our next generation products may be unsuccessful, which may adversely impact our business and financial condition;
- Our announcement of the maturity of certain legacy retail payment products, and customer migrations to our next generation products, may result in ratable or deferred recognition of certain revenue associated with the legacy retail payment products.
- Our future profitability's dependence on demand for our products and the possibility that lower demand in the future could adversely affect our business;

Forward Looking Statements

- The possibility that if we are unable to successfully perform under the terms of our alliance with IBM or our customers are not receptive to the alliance, then our business, financial condition and/or results of operations may be adversely affected;
- Our outsourcing agreement with IBM, which may not achieve the level of savings that we anticipate, and the many associated changes in systems and personnel being made, along with the increases in operational and control risk during transition, which may have an impact on the business and its financial condition;
- Undetected errors or other defects which may be contained in our software products which could damage our reputation with customers, decrease profitability and expose us to liability;
- Security breaches or computer viruses which could harm our business by disrupting delivery of services and damaging our reputation;
- Our products' and services' possible failure to comply with government regulations and industry standards to which our customers are subject, which could result in a loss of customers and decreased revenue;
- Our possible failure to comply with privacy regulations imposed on providers of services to financial institutions, which could result in harm to our business;
- System failures, which could delay or interrupt the products and services we provide to our customers, which could harm our business and reputation and result in the loss of customers;
- The possibility that we may be unable to protect our intellectual property and technology and could be subject to increasing litigation over our intellectual property rights;
- Future acquisitions and investments that could materially adversely affect our business; and
- The possibility that we may become involved in litigation that could materially adversely affect our business financial condition and/or results of operations.



EVERY SECOND. EVERY DAY.