
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 8-K/A

CURRENT REPORT

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

Date of Report (Date of earliest event reported): February 27, 2014 (February 27, 2014)

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 February 27, 2014, ACI Worldwide, Inc. filed a Current Report on Form 8-K (the "Original 8-K") to furnish information under Items 2.02 and 7.01. This Form 8-K/A is being filed in order to correct a typographical error in the 12 month "Reconciliation of Selected GAAP Measures to Non-GAAP Measures" table included in the press release furnished with the Original 8-K. The revised table is furnished herewith. Except for correction of the typographical error referenced above, this Form 8-K/A does not update, modify, or amend any disclosures set forth in the Original 8-K.

The foregoing information is being furnished under "Item 7.01 Regulation FD Disclosure." Such information 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 Press Release 12 month "Reconciliation of Selected GAAP Measures to Non-GAAP Measures" table as corrected for the typographical error

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: February 27, 2014

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release 12 month “Reconciliation of Selected GAAP Measures to Non-GAAP Measures” table as corrected for the typographical error

ACI Worldwide, Inc.
Reconciliation of Selected GAAP Measures to Non-GAAP Measures (1)
(unaudited and in thousands, except per share data)

Selected Non-GAAP Financial Data	FOR THE TWELVE MONTHS ENDED December 31,							
	2013 GAAP	Adj	2013 Non-GAAP	2012 GAAP	Adj	2012 Non-GAAP	\$ Diff	% Diff
Total revenues (2)	\$864,928	\$ 5,771	\$ 870,699	\$666,579	\$ 22,461	\$ 689,040	\$ 181,659	26%
Total expenses (3)	741,880	(26,169)	715,711	592,207	(31,464)	560,743	154,968	28%
Operating income	123,048	31,940	154,988	74,372	53,925	128,297	26,691	21%
Income before income taxes	93,159	31,940	125,099	65,268	53,925	119,193	5,906	5%
Income tax expense (benefit) (4)	29,291	11,179	40,470	16,422	18,874	35,296	5,174	15%
Net income	<u>\$ 63,868</u>	<u>\$ 20,761</u>	<u>\$ 84,629</u>	<u>\$ 48,846</u>	<u>\$ 35,051</u>	<u>\$ 83,897</u>	<u>\$ 732</u>	<u>1%</u>
Depreciation	18,751	—	18,751	13,284	—	13,284	5,467	41%
Amortization - acquisition related intangibles	18,526	—	18,526	12,102	—	12,102	6,424	53%
Amortization - acquisition related software	16,911	—	16,911	12,837	—	12,837	4,074	32%
Amortization - other	15,779	—	15,779	12,558	—	12,558	3,221	26%
Stock-based compensation (5)	13,572	—	13,572	15,186	(2,822)	12,364	1,208	10%
Adjusted EBITDA	<u>\$206,587</u>	<u>\$ 31,940</u>	<u>\$ 238,527</u>	<u>\$140,339</u>	<u>\$ 51,103</u>	<u>\$ 191,442</u>	<u>\$ 47,085</u>	<u>25%</u>
Earnings per share information								
Weighted average shares outstanding								
Basic	39,295	39,295	39,295	38,696	38,696	38,696		
Diluted	40,018	40,018	40,018	39,905	39,905	39,905		
Earnings per share								
Basic	\$ 1.63	\$ 0.53	\$ 2.15	\$ 1.26	\$ 0.91	\$ 2.17	\$ (0.01)	-1%
Diluted	\$ 1.60	\$ 0.52	\$ 2.11	\$ 1.22	\$ 0.88	\$ 2.10	\$ 0.01	1%

- (1) This presentation includes non-GAAP measures. Our non-GAAP measures are not meant to be considered in isolation or as a substitute for comparable GAAP measures, and should be read only in conjunction with our consolidated financial statements prepared in accordance with GAAP.
- (2) Adjustment for deferred revenue that would have been recognized in the normal course of business by ORCC and S1 but was not recognized due to GAAP purchase accounting requirements.
- (3) Expense for significant transaction related transactions, including, \$10.6 million for employee related actions, \$2.2 million for facility closures, \$2.4 million for data center moves and \$10.9 million for professional and other fees in 2013 and \$14.0 million for employee related actions, \$4.9 million for facility closures, \$3.2 million for IT exit costs and \$9.3 million for other professional fees in 2012.
- (4) Adjustments tax effected at 35%.
- (5) Accelerated stock compensation expense for terminated employees related to the S1 acquisition.

Reconciliation of Operating Free Cash Flow (millions)	December	
	2013	2012
Net cash provided (used) by operating activities	<u>\$ 138.4</u>	<u>\$ (9.3)</u>
Payments associated with cash settlement of acquisition related options (4)	10.2	10.2
Payments associated with acquired opening balance sheet liabilities	4.5	—
Net after-tax payments associated with employee-related actions (4)	9.7	6.2
Net after-tax payments associated with lease terminations (4)	1.0	2.7
Net after-tax payments associated with significant transaction related expenses (4)	18.1	8.8
Net after-tax payments associated with IBM IT Outsourcing Termination (4)	1.9	0.9
Plus IBM Alliance liability payment	—	20.7
Less capital expenditures	(32.5)	(16.7)
Operating Free Cash Flow	<u>\$ 151.3</u>	<u>\$ 23.5</u>