

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| OMB APPROVAL                                 |           |
|----------------------------------------------|-----------|
| OMB Number:                                  | 3235-0287 |
| Estimated average burden hours per response: | 0.5       |

|                                                                                                                                                                                                         |                                                                                           |                                                                                                                                                                                                 |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>1. Name and Address of Reporting Person *</b><br><u>MCGRODDY JAMES</u><br><br>(Last) (First) (Middle)<br>3520 KRAFT ROAD<br>SUITE 300<br><br>(Street)<br>NAPLES FL 34105<br><br>(City) (State) (Zip) | <b>2. Issuer Name and Ticker or Trading Symbol</b><br><u>ACI WORLDWIDE, INC. [ ACIW ]</u> | <b>5. Relationship of Reporting Person(s) to Issuer</b><br>(Check all applicable)<br><input checked="" type="checkbox"/> Director 10% Owner<br>Officer (give title below) Other (specify below) |
|                                                                                                                                                                                                         | <b>3. Date of Earliest Transaction (Month/Day/Year)</b><br>12/11/2017                     |                                                                                                                                                                                                 |
|                                                                                                                                                                                                         | <b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>                           | <b>6. Individual or Joint/Group Filing (Check Applicable Line)</b><br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br>Form filed by More than One Reporting Person    |

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) |   | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) |            |                          | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|---|-------------------------------------------------------------------|------------|--------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|                                 |                                      |                                                    | Code                           | V | Amount                                                            | (A) or (D) | Price                    |                                                                                               |                                                          |                                                       |
| Common Stock                    | 12/11/2017                           |                                                    | M                              |   | 30,000                                                            | A          | \$9.6667                 | 76,896                                                                                        | D                                                        |                                                       |
| Common Stock                    | 12/11/2017                           |                                                    | S                              |   | 30,000                                                            | D          | \$22.4041 <sup>(1)</sup> | 46,896 <sup>(2)</sup>                                                                         | D                                                        |                                                       |
| Common Stock                    | 12/13/2017                           |                                                    | M                              |   | 30,000                                                            | A          | \$14.3033                | 76,896                                                                                        | D                                                        |                                                       |
| Common Stock                    | 12/13/2017                           |                                                    | S                              |   | 30,000                                                            | D          | \$22.4                   | 46,896                                                                                        | D                                                        |                                                       |
| Common Stock                    | 12/13/2017                           |                                                    | M                              |   | 30,000                                                            | A          | \$13.2033                | 76,896                                                                                        | D                                                        |                                                       |
| Common Stock                    | 12/13/2017                           |                                                    | S                              |   | 30,000                                                            | D          | \$22.4                   | 46,896                                                                                        | D                                                        |                                                       |

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) |   | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |        | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|---|----------------------------------------------------------------------------------------|--------|----------------------------------------------------------|-----------------|-----------------------------------------------------------------------------------|--------------------------------------------|----------------------------------------------------------------------------------------------------|-----------------------------------------------------------|--------------------------------------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V | (A)                                                                                    | (D)    | Date Exercisable                                         | Expiration Date |                                                                                   |                                            |                                                                                                    |                                                           |                                                        |
| Non-Qualified Stock Option (right to buy)  | \$9.6667                                               | 12/11/2017                           |                                                    | M                              |   |                                                                                        | 30,000 | (3)                                                      | 06/15/2021      | Common Stock 30,000                                                               | \$0.0                                      | 0                                                                                                  | D                                                         |                                                        |
| Non-Qualified Stock Option (right to buy)  | \$13.2033                                              | 12/13/2017                           |                                                    | M                              |   |                                                                                        | 30,000 | (3)                                                      | 06/14/2022      | Common Stock 30,000                                                               | \$0.0                                      | 0                                                                                                  | D                                                         |                                                        |
| Non-Qualified Stock Option (right to buy)  | \$14.3033                                              | 12/13/2017                           |                                                    | M                              |   |                                                                                        | 30,000 | (3)                                                      | 06/11/2023      | Common Stock 30,000                                                               | \$0.0                                      | 0                                                                                                  | D                                                         |                                                        |

**Explanation of Responses:**

- The sale price ranged from \$22.4 to \$22.45, with a weighted average sale price of \$22.404092. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- The reporting person engaged in the transactions reported herein, and the gift described below, as part of his personal estate planning. Mr. McGroddy's beneficial ownership of the securities herein is 46,896 shares. The beneficial ownership reflects a charitable gift of 12,000 shares on November 21, 2017, which transaction will be reported on an Annual Statement of Beneficial Ownership of Securities on Form 5.
- The options were granted pursuant to the ACI Worldwide, Inc. 2005 Equity and Performance Incentive Plan, as amended.

By: Dennis Byrnes, Attorney in 12/13/2017  
 Fact For: James C. McGroddy

\*\* Signature of Reporting Person Date

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

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**