
**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): May 12, 2011 (May 12, 2011)

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.)**

**120 Broadway, Suite 3350
New York, New York 10271
(Address of principal executive offices) (Zip Code)**

Registrant's Telephone Number, Including Area Code: (646) 348-6700

(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 May 12, 2011, ACI Worldwide, Inc. posted investor relations materials on its website (www.aciworldwide.com) to be used in connection with investor meetings that management expects to have from time to time. 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 May 2011

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, Senior Vice President, Chief
Financial Officer, Corporate Controller and Chief
Accounting Officer

Date: May 12, 2011


EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
99.1	Investor Presentation Materials dated May 2011




ACI's software underpins electronic payments throughout retail and wholesale banking, and commerce all the time.

/ trusted globally

 **ACI Worldwide Investor Conferences**
May 2011

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.



Business Overview

ACI Worldwide: A Global Payments Company



2100 employees

Revenue CY 2010 = \$418M

Op Income CY 2010 = \$54M

60 month backlog as of March 2011 = \$1.6B

AMERICAS
330+ customers

EMEA
230+ customers

Solution areas:

- Retail payments
- Wholesale payments
- Financial crime mgmt
- Online banking

ASIA/PACIFIC
140+ customers

★ Strategic Centers ▲ Regional Sales Office ■ Distributors/Sales Agents

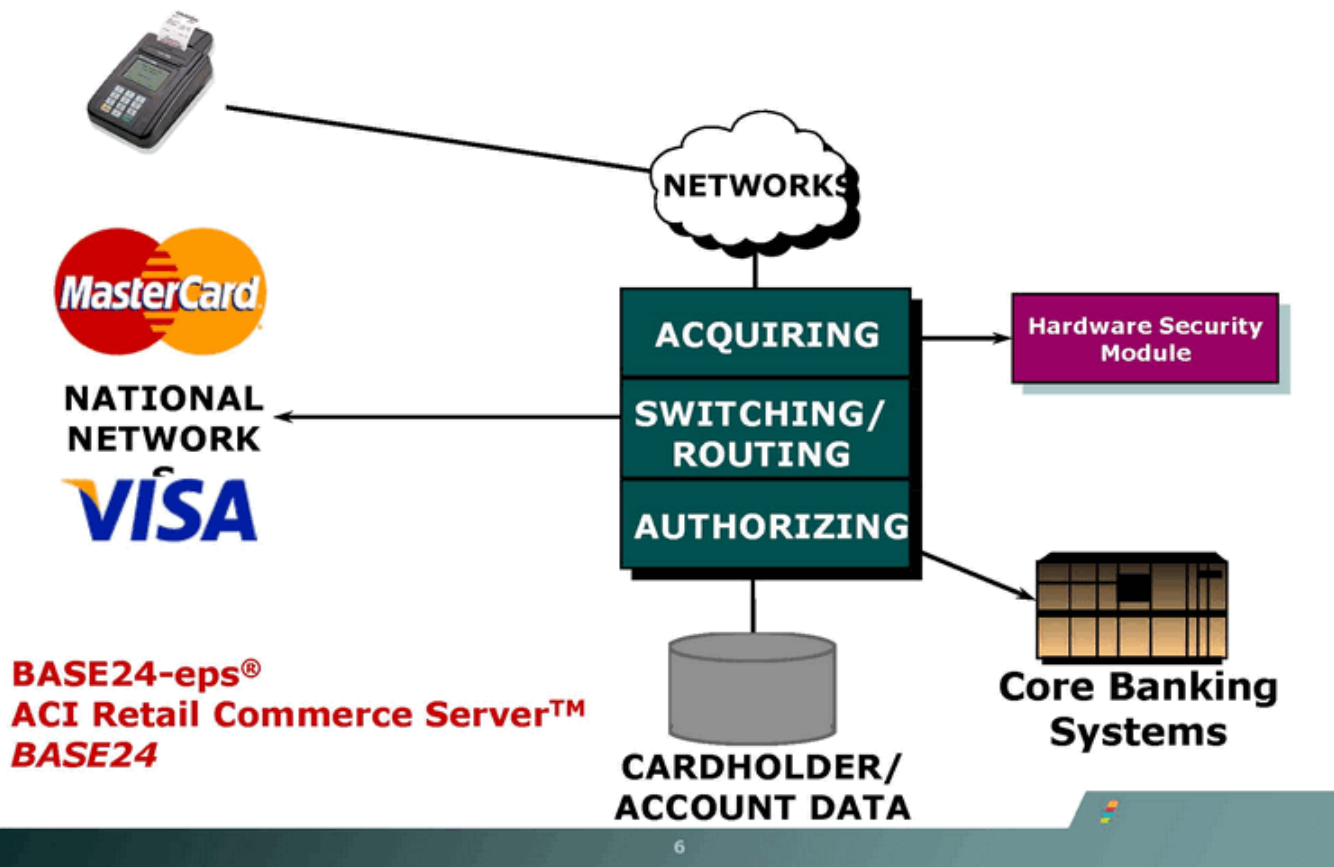
800+ customers in ~ 80 countries rely on ACI solutions

ACI's software underpins electronic payments throughout retail and wholesale banking



- **Retail Payments:** Electronic Payment Processing Software supporting ATM's and POS terminals, switching, and various authentications, authorization and reporting options for internet banking, branch and mobile systems
- **Wholesale Payments:** Wholesale payments solutions provide treasury management services to large corporations
- **Online Banking:** Online business banking product for financial institutions including banks, brokerage firms and credit unions and can be flexibly packaged for small, medium and large business customers
- **Fraud Detection & Prevention:** Prevention, detection and resolution of financial crime in payments
- **Back Office:** Card issuer, merchant acquirer end-to-end solutions, including settlement and reconciliation

Typical purchase transaction



Transaction sources



Internet Banking

Mobile Banking or Payments



Phone Banking



Automated Teller Machine



Bank Branch



Point of Sale



Mail Order/
Telephone Order



Web Shopping





ACI Proactive Risk Manager™
ACI Case Manager™

BANKING

42 customers in the top 100 world banks

8 of the top 10
in **Canada**

22 of the top 25
in the **U.S.**

4 of the top 10
in **Mexico**

4 of the top 5
in **Brazil**

3 of the top 5
in **Netherlands**

3 of the top 5
in **Greece**

7 of the top 10
in the **U.K.**

7 of the top 10
in **Saudi Arabia**

4 of the top 5
in **South Africa**

6 of the top 6
in **Australia**

6 of the top 10
in **China**

8 of the top 10
in **India**

6 of the top 10
in **Indonesia**

5 of the top 10
in **Malaysia**

8 of the top 10
in **Thailand**

PROCESSORS

Over 140 processors
globally

MERCHANT RETAIL

6 of the top 25
global retailers

Our Customers are top global banks, processors and retailers



- **In 5th year of cycle to renew previously discounted term licenses at economic value**
- **Increased 60-month backlog by ~ \$350 million since 2007**
- **Drove monthly recurring revenue to 68% of the business, up 10% from 58% of the business in 2007**
- **Grew operating margin by 1300 basis points since 2007**
- **Growth of business through selling new customers and new applications to existing customers**
- **Established Global Account business**
- **Increased operating free cash flow generation**

- **Cross selling new applications to current customers based on integrated payments solutions portfolio**
- **Investing in resources to accelerate our growth in emerging markets (Brazil, China, etc)**
- **Multi-region wholesale market payment hubs**
- **Driving BASE24-eps® migrations**
- **Tools solutions in demand for monitoring, transaction testing and ensuring availability**
- **New ACI Issuer™ / ACI Acquirer™ / ACI Interchange™ sales to banks, processors, ISOs**
- **Global Account deals**
- **Continuing renewal of long-term customer relationships**

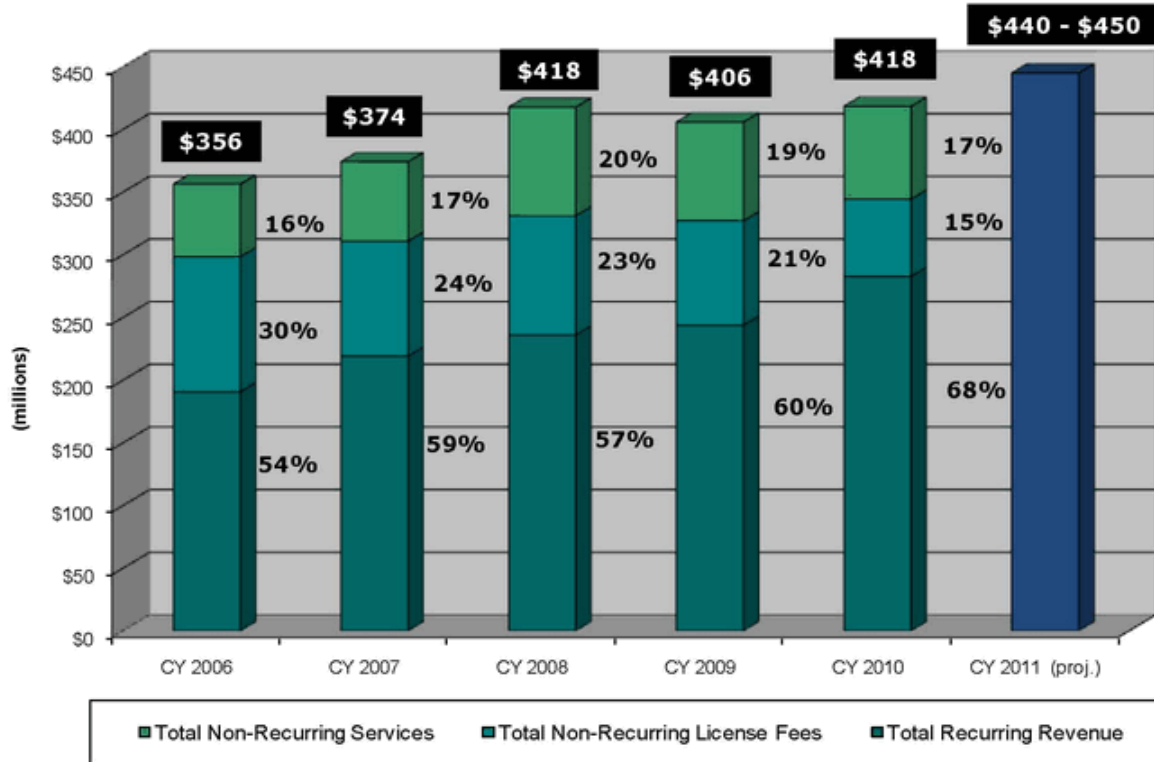


Financial Review

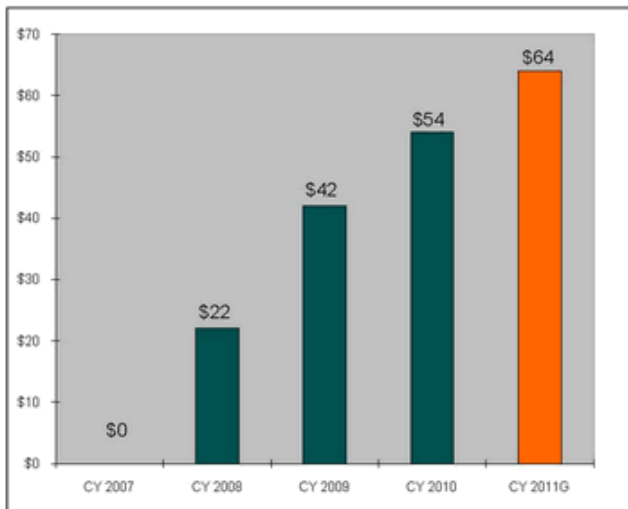
Scott Behrens
Chief Financial Officer

/ trusted globally

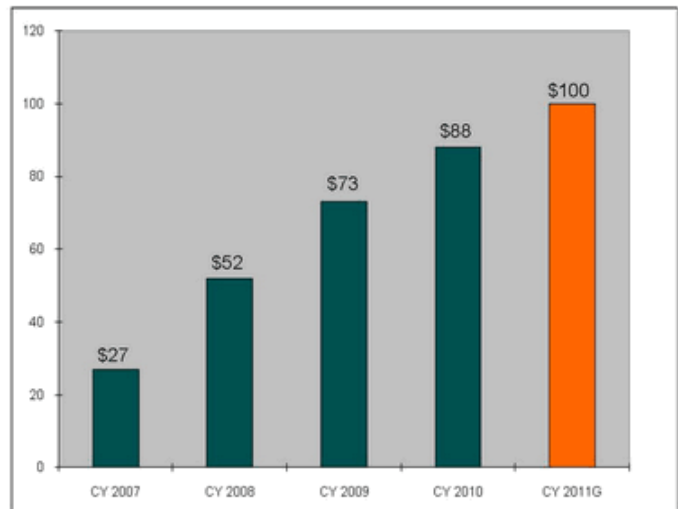
Calendar Year Revenue Mix 2006-2010



Operating Income

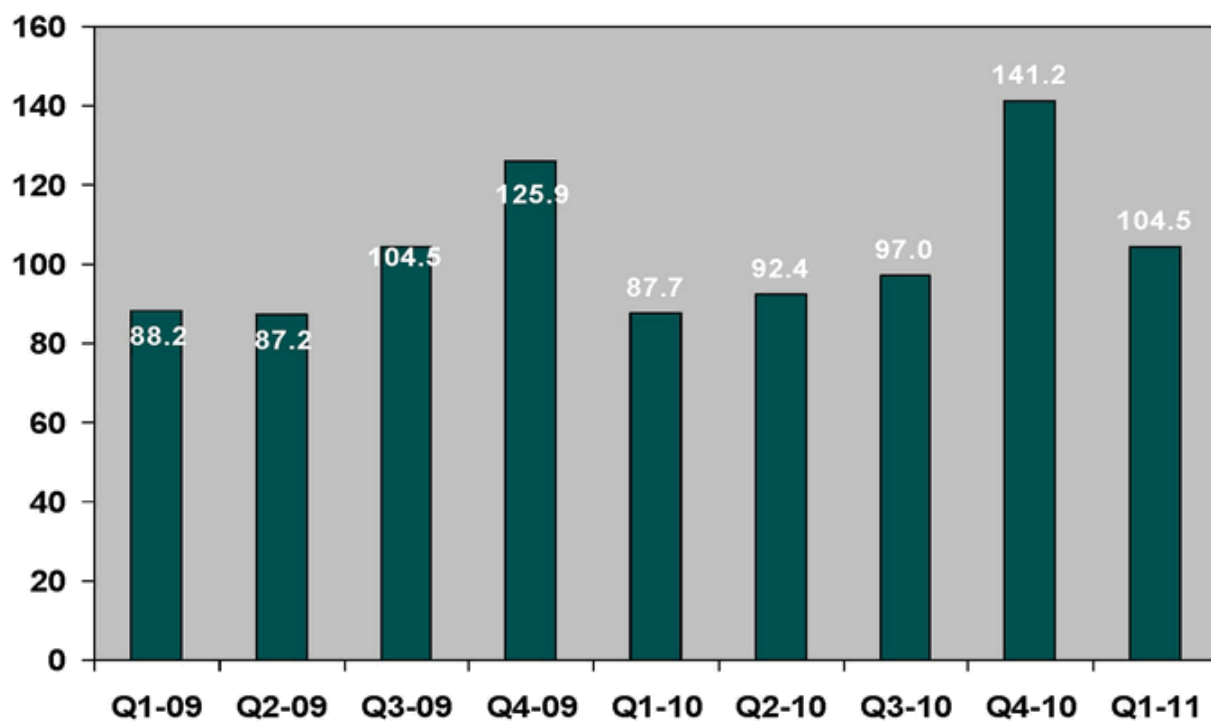


Operating EBITDA

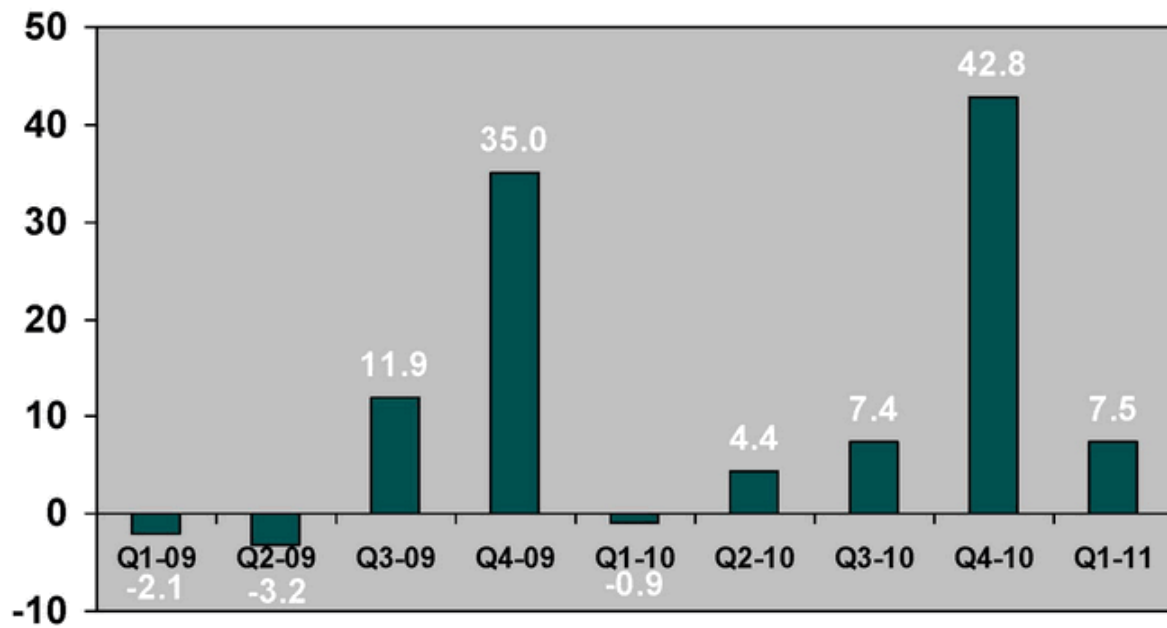


CY11 depicted at the midpoint of the guidance range

Revenue By Quarter 2009-2010-Q1 2011



Operating Income by Quarter 2009-2010-Q1 2011



Backlog as a Contributor of Annual Revenue Increasing



Revenue			
Revenue (\$ MM)	FY 2009	FY2010	FY2011G
Revenue from Backlog	325	355	381
Revenue from Sales	81	63	64
Total Revenue	406	418	445
Revenue from Backlog	80.0%	84.9%	85.6%
Revenue from Sales	20.0%	15.1%	14.4%

- **Backlog from monthly recurring revenues and project go-lives continues to grow and drive quarterly GAAP revenue, leading to predictable quarterly performance**
- **We expect backlog to contribute a similar percentage of 2011 revenue led by recurring revenue and project go-live events**

Revenue by Industry Type



Industry Type	PY 2009 Revenue	%	Industry Type	CY 2010 Revenue	%
Finance	283,699	68%	Finance	296,988	71%
Processor	72,660	17%	Processor	75,162	18%
Retail	32,900	10%	Retail	31,782	8%
Other	16,496	5%	Other	14,492	3%
Grand Total	405,755	100.0%	Grand Total	418,424	100.0%

- **Increase of \$13 million or 5% in the amount of revenue generated by banking sector as sales rebounded from aftermath of financial crisis**
- **Processor sales increased on the mid-year renewal of the FDC contract**
- **Retail stores segment stayed fairly constant and we continue to see good opportunities in this area with our Retail Commerce Server™ product family**

ACI Revenue			
	FY 2009	FY 2010	% Growth or Decline
Americas	222,952	221,559	-0.6%
EMEA	137,061	150,525	9.8%
AsiaPac	45,742	46,339	1.3%
Total ACI	405,755	418,424	3.1%

Americas

- Strong renewals and add-on business across the region led to stable performance

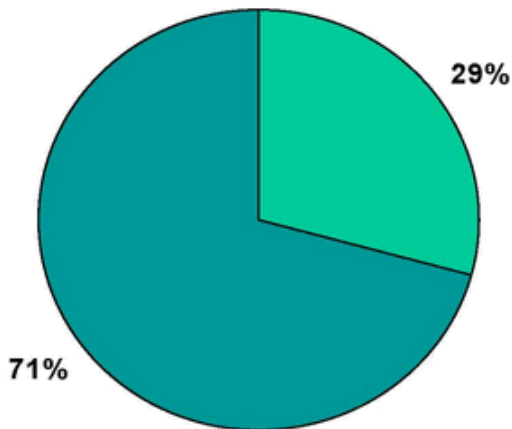
EMEA

- EMEA's growth was led by the global accounts deals with major processors as well business with existing banking customers across the region
- Markets of note included UK, Italy, Oman, UAE and South Africa

Asia

- Slight rise in revenue led by renewals as well as healthy banking sector in Australia/New Zealand

CY 2010 Revenue Concentration



■ = Revenue from Top 20 Customers
■ = Revenue from All Other Customers

- Not reliant on an individual customer relationship
- Top 20 individual customers change from year to year due to significant project completion & renewals
- Top 20% (approximately 140 customers) represent approximately 75% of our total revenues

Top 1	4%
Top 5	13%
Top 10	20%
Top 20	29%

2010 Rank	2009 Rank	Channel
#1	#2	Americas
#2	#18	EMEA
#3	#16	Americas
#4	#7	Americas
#5	#58	EMEA
#6	#1	Americas
#7	#3	Global
#8	#5	EMEA
#9	#27	Americas
#10	#32	Americas
#11	#508	EMEA
#12	#78	Global
#13	#4	Americas
#14	#15	Asia-Pacific
#15	#13	Americas
#16	#12	Americas
#17	#52	EMEA
#18	#65	EMEA
#19	#10	Americas
#20	#118	EMEA

Key Metrics	2010 Actuals	2011 Growth Range	2011 Low	2011 High
Revenue	\$418.4	5-8%	\$440	\$450
Operating Income	\$53.6	15-20%	\$62	\$65
Operating EBITDA	\$87.8	12-15%	\$98	\$101

- **Revenue**

- Revenue growth range higher than last year
- Revenue and margin phasing consistent with prior-year

- **Operating Income**

- Operating income improves from on-going growth in recurring revenue and continued expense management
- 15%-20% growth range

- **Operating EBITDA**

- Depreciation and amortization flat over prior year
- Non-cash compensation expense of approximately \$9 million
- Operating EBITDA = operating income + Depreciation and Amortization + non-cash compensation expense

Strong Sales & Backlog Growth

- Sales growth in the EMEA and Americas regions led by large renewals with additions as well as higher capacity revenue; new sales increased 57%
- Backlog growth of \$47 million largely led by ISD acquisition and FX translation

Strong Revenue Quarter

- Led by strong growth in recurring revenue, up \$14.0 million, or 22%, over prior-year quarter
- 95% of quarter's revenue, or \$99 million, derived from backlog

Strong Growth in Operating Income

- Up \$8.4 million over prior-year quarter

Strong Growth in Operating EBITDA

- Up \$9.3 million over prior-year quarter

Non-GAAP Financial Measures



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.

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.

Non-GAAP Financial Measures



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.

ACI also includes Operating EBITDA, which is defined as net income (loss) plus income tax expense, net interest income (expense), net other income (expense), depreciation and amortization and non-cash compensation. Operating EBITDA is considered a non-GAAP financial measure as defined by SEC Regulation G. Operating EBITDA should be considered in addition to, rather than as a substitute for, operating income (loss).

Operating EBITDA (millions)	Calendar Year Ended December 31,			
	2007	2008	2009	2010
Net income (loss)	(\$13.8)	\$10.6	\$19.6	\$27.2
Plus:				
Income tax expense	7.7	17.0	13.5	21.5
Net interest expense	2.6	2.4	1.8	1.3
Net other expense (income)	3.8	(8.2)	6.7	3.6
Depreciation expense	6.0	6.5	6.3	6.7
Amortization expense	14.8	15.5	17.4	19.7
Non-cash compensation expense	5.8	7.9	7.6	7.8
Operating EBITDA	\$26.9	\$51.7	\$72.9	\$87.8

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 related to 2011 market opportunities including expectations and assumptions regarding (i) cross selling new applications to current customers based on an integrated payments solutions portfolio, (ii) investment in resources to accelerate growth in emerging markets including Brazil and China, (iii) multi-region wholesale market payment hubs, (iv) driving BASE24-eps migrations, (v) tools solutions in demand for monitoring, transaction testing and ensuring availability, (vi) new sales of ACI Issuer, ACI Acquirer and ACI Interchange to banks, processors and ISOs, (vii) global account deals, and (viii) continuing renewal of long-term customer relationships;
- The company's 12-month and 60-month backlog estimates and assumptions, including (i) our belief that backlog from monthly recurring revenues and project go-lives will continue to grow and drive quarterly GAAP revenue, leading to predictable quarterly performance, and (ii) expectations for backlog to contribute a similar percentage of 2011 revenue led by recurring revenue and project go-live events as it did in 2010;
- Expectations regarding the rebound of sales from the aftermath of the financial crisis;
- Our belief that we will continue to see good opportunities in the retail stores segment with our Retail Commerce Server product family;
- Expectations regarding the health of the banking sector in Australia/New Zealand
- Expectations regarding our belief that we continue to see good opportunities in the retail stores segment with our Retail Commerce Server product family; and
- Expectations regarding 2011 financial guidance related to revenue, operating income and operating EBITDA and assumptions regarding other factors impacting our 2011 financial guidance, including sales and operating free cash flow.

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, risks related to the global financial crisis and the continuing decline in the global economy, restrictions and other financial covenants in our credit facility, volatility and disruption of the capital and credit markets and adverse changes in the global economy, the maturation of our current credit facility, the restatement of our financial statements, consolidations and failures in the financial services industry, the accuracy of management's backlog estimates, 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, impairment of our goodwill or intangible assets, exposure to unknown tax liabilities, volatility in our stock price, risks from operating internationally, including fluctuations in currency exchange rates, increased competition, our offshore software development activities, customer reluctance to switch to a new vendor, the performance of our strategic product, BASE24-eps, 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, demand for 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, business interruptions or failure of our information technology and communication systems, our alliance with International Business Machines Corporation ("IBM"), our outsourcing agreement with IBM, 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, future acquisitions, strategic partnerships and investments and litigation. 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 subsequent reports on Forms 10-Q and 8-K.

ACI's software underpins electronic payments throughout retail and wholesale banking, and commerce all the time, without fail.

 **trusted globally**

www.aciworldwide.com