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): November 5, 2009 (November 5, 2009)

ACI WORLDWIDE, INC.

(Exact name of registrant as specified in its charter)

Delaware	0-25346	47-0772104
(State or other jurisdiction of incorporation)	(Commission File Number)	(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:

o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 2.02. Results of Operation and Financial Condition.

On November 5, 2009, ACI Worldwide, Inc. (“the Company”) issued a press release announcing its financial results for the three months ended September 30, 2009. A copy of this press release is attached hereto as Exhibit 99.1.

The foregoing information (including the exhibits hereto) is being furnished under “Item 2.02- Results of Operations and Financial Condition” and 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 Items 2.02 and 7.01 do not mean that such information is material or that disclosure of such information is required.

Item 7.01. Regulation FD Disclosure.

See “Item 2.02- Results of Operations and Financial Condition” above.

Item 9.01. Financial Statements and Exhibits.

99.1 Press Release dated November 5, 2009

99.2 Investor presentation materials dated November 5, 2009

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, Controller and Chief Accounting Officer

Date: November 5, 2009

EXHIBIT INDEX

Exhibit No.	Description
99.1	Press Release dated November 5, 2009
99.2	Investor presentation materials dated November 5, 2009

Exhibit 99.1

ACI Worldwide, Inc.
120 Broadway – Suite 3350
New York, NY 10271
646.348.6700
FAX 212.479.4000

News Release

Investors contact:
Tamar Gerber
Vice President, Investor Relations & Financial Communications
646.348.6706

Media Contact:
Gretchen Lium
IR Results
303-638-9185

ACI Worldwide, Inc. Reports Financial
Results for the Quarter Ended September 30, 2009

OPERATING HIGHLIGHTS

- Achieved $11.9 million in operating income, representing significant operating expense improvement of $13.1 million over prior-year quarter
- EPS of $0.23, an increase of $0.18 over prior-year quarter, driven largely by $0.38 improvement in operating expenses offset by lower revenues and higher taxes
- Renewed large US bank customer as standard ILF/annuity contract; achieved “go-live” with 41 customers including large BASE-24-eps systems as well as SEPA-compliant cross border cash management systems.

	Quarter Ended		
	September 30, 2009	Better / (Worse) September 30, 2008	Better / (Worse) September 30, 2008
Sales	**$ 96.4**	$(10.2)	(10)%
Revenue	**$104.5**	$ (4.1)	(4)%
GAAP Operating Income	**$ 11.9**	$ 8.9	297%

(NEW YORK — November 5, 2009) — ACI Worldwide, Inc. (NASDAQ:ACIW), a leading international provider of electronic payments software and solutions, today announced financial results for the period ended September 30, 2009. We will hold a conference call on November 5, 2009, at 8.30 a.m. EST to discuss this information. Interested persons may also access a real-time audio broadcast of the teleconference at www.aciworldwide.com/investors.

“This past week we announced an alliance with Bell ID which expands our comprehensive back office product suite. Bell ID is consistent with our long-stated goal of strategically adding product depth to our portfolio, particularly in non-US markets. Outside of the corporate development activity, this was a quarter with milestone renewal events, significant add-on sales and a lot of management energy dedicated to the improvement of our product offerings. Our financial results are beginning to reflect both increased efficiency and profitability in our business as well as better management of our expense structure. I was especially pleased to see us attain an operating margin of over 11%,” said Chief Executive Officer Philip Heasley.

FINANCIAL SUMMARY

Sales

Sales bookings in the quarter totaled $96.4 million which was a reduction of 10%, or $10.2 million, as compared to the September 2008 quarter. Term extension timing in both EMEA and Asia resulted in a reduction of $12 million in EMEA term renewal sales business and a rise of $2.4 million in Asia renewals over prior-year quarter. Sales net of term extensions of $74.3 million were a result of an add-on sales rise in the Americas channel category by $20 million, largely due to expansion of our relationship with large North American renewal customers, while EMEA contracted by $17.6 million and Asia contracted by $1.7 million in sales, respectively.

Revenues

Revenue was $104.5 million in the quarter ended September 30, 2009, a reduction of $4.1 million or 4% over the prior-year quarter revenue of $108.6 million. The decrease in revenue was largely attributable to initial license fee revenue variance of approximately $4.0 million primarily due to the non-recurring impact of the final Faster Payments customer revenue in the EMEA region in the prior-year quarter.

Backlog

As of September 30, 2009, our estimated 60-month backlog was $1.487 billion as compared to $1.476 billion at June 30, 2009, and $1.414 billion as of September 30, 2008. As of September 30, 2009, our 12-month backlog was $342 million, a decrease from $349 million in the quarter ended June 30, 2009, while representing an increase compared to $323 million for the quarter ended September 30, 2008.

Liquidity

We had $103.0 million of cash and cash equivalents at September 30, 2009, a decrease of $11.4 million as compared to September 30, 2008. As of September 30, 2009, we also had approximately $75.0 million in available borrowings under our credit facility.

Operating Free Cash Flow

Operating free cash flow ("OFCF") for the quarter was $(10.4) million compared to $(0.3) million for the September 2008 quarter. The year-over-year negative variance in operating free cash flow of $10.1 million was largely due to timing of receipts under term renewal contracts signed in the quarter.

Operating Income

Operating income was $11.9 million in the September 2009 quarter, an improvement of $8.9 million as compared to operating income of $3.0 million in the September 2008 quarter.

Operating Expenses

Operating expenses were $92.5 million in the September 2009 quarter compared to $105.6 million in the September 2008 quarter, an improvement of $13.1 million or 12.4%. Operating expense variances over prior-year quarter were mainly driven by a variance of $9.9 million in human resource costs, partially due to prior-year's inclusion of IT outsourcing transition expenses, headcount reductions, as well as cost reductions of $1.8 million in travel and entertainment fees and $0.7 million in facility costs.

Other Income and Expense

Other expense for the quarter was $0.4 million, compared to other income of $0.4 million in the September 2008 quarter. The increase in other expense versus the prior-year quarter resulted primarily from a $0.5 million reduction in foreign currency gains compared to the same period in the prior year.

Taxes

Income tax expense in the quarter was $3.8 million as compared to $1.7 million in the prior-year quarter. The increase of $2.1 million was due primarily to increased operating income as compared to prior-year quarter.

Net Income and Diluted Earnings Per Share

Net income for the quarter was $7.8 million, compared to net income of $1.7 million during the same period last year.

Earnings per share for the quarter ended September 2009 was $0.23 per diluted share compared to earnings of $0.05 per diluted share during the same period last year.

Weighted Average Shares Outstanding

Total diluted weighted average shares outstanding were 34.2 million for the quarter ended September 30, 2009 as compared to 34.8 million shares outstanding for the quarter ended September 30, 2008.

Re-affirmation of Guidance

We do not anticipate any significant changes to our annual guidance reaffirmed in October based upon what we are seeing in our business markets to date. However, we currently anticipate that we will achieve the low end of sales guidance. Guidance, incorporating previously disclosed risks and opportunities, remains as indicated on October 6, 2009. Calendar year guidance is as follows: Sales of $414-428 million, GAAP revenue of approximately $406 million and GAAP Operating Income of $36.7-38.5 million.

-End-

About ACI Worldwide, Inc.

ACI Worldwide is a leading provider of software and services solutions to initiate, manage, secure and operate electronic payments for major banks, retailers and processors around the world. The company enables payment processing, online banking, fraud prevention and detection, and back-office services. ACI solutions provide agility, reliability, manageability and scale, to more than 800 customers in 90 countries. Visit ACI Worldwide at www.aciworldwide.com.

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 Effected at 35%

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.

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.

Reclassification

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 and developed software for resale. 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.

Forward-Looking Statements

This press release 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 press release include, but are not limited to, statements regarding (i) the expectations that our financial results are beginning to reflect both increased efficiency and profitability in our business as well as better management of our expense structure; (ii) the company’s 12- and 60-month backlog estimates; and (iii) expectations and assumptions relating to 2009 financial guidance, including sales, GAAP revenues and GAAP operating income.

Forward-looking statements 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, and our business, financial condition and results of operations could be materially and adversely affected. In addition, we disclaim any obligation to update any forward-looking statement after the date of this press release.

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, restrictions and other financial covenants in our credit facility, volatility and disruption of the capital and credit markets, our restructuring efforts, the restatement of our financial statements, consolidation in the financial services industry, changes in the financial services industry, the accuracy of backlog estimates, material weaknesses in our internal control over financial reporting, our tax positions, volatility in our stock price, risks from operating internationally, increased competition, our offshore software development activities, the performance of our strategic product, BASE24-eps, the maturity of certain legacy retail payment 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 legacy retail payment products, demand for our products, our alliance with 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, governmental regulations and industry standards, our compliance with privacy regulations, system failures, the protection of our intellectual property, future acquisitions 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 WORLDWIDE, INC. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
(unaudited and in thousands)

	September 30, 2009	December 31, 2008
ASSETS		
Current assets		
Cash and cash equivalents	$ 102,986	$ 112,966
Billed receivables, net of allowances of $2,852 and $1,920, respectively	86,486	77,738
Accrued receivables	8,305	17,412
Deferred income taxes	17,217	17,005
Recoverable income taxes	505	3,140
Prepaid expenses	10,939	9,483
Other current assets	10,847	8,800
Total current assets	237,285	246,544
Property, plant and equipment, net	18,041	19,421
Software, net	26,674	29,438
Goodwill	203,611	199,986
Other intangible assets, net	26,313	30,347
Deferred income taxes	29,429	12,899
Other assets	11,605	14,207
TOTAL ASSETS	$ 552,958	$ 552,842
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities		
Accounts payable	$ 14,880	$ 16,047
Accrued employee compensation	24,141	19,955
Deferred revenue	103,400	99,921
Income taxes payable	2,338	78
Alliance agreement liability	5,237	6,195
Deferred income taxes	1,507	—
Accrued and other current liabilities	21,452	24,068
Total current liabilities	172,955	166,264
Deferred revenue	28,722	24,296
Note payable under credit facility	75,000	75,000
Deferred income taxes	4,351	2,091
Alliance agreement noncurrent liability	28,836	37,327
Other noncurrent liabilities	28,125	34,023
Total liabilities	337,989	339,001
Commitments and contingencies (Note 14)		
Stockholders' equity		
Preferred stock, $0.01 par value; 5,000,000 shares authorized; no shares issued and outstanding at September 30, 2009 and December 31, 2008	—	—
Common stock; $0.005 par value; 70,000,000 shares authorized; 40,821,516 shares issued at September 30, 2009 and December 31, 2008	204	204
Common stock warrants	24,003	24,003
Treasury stock, at cost, 6,841,411 and 5,909,000 shares outstanding at September 30, 2009 and December 31, 2008, respectively	(159,973)	(147,808)
Additional paid-in capital	307,235	302,237
Retained earnings	58,533	58,468
Accumulated other comprehensive loss	(15,033)	(23,263)
Total stockholders' equity	214,969	213,841
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	$ 552,958	$ 552,842

ACI WORLDWIDE, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
(unaudited and in thousands, except per share amounts)

	Three Months Ended September 30, 2009	Three Months Ended September 30, 2008
Revenues:		
Software license fees	$ 40,714	$ 46,460
Maintenance fees	34,862	33,963
Services	28,885	28,137
Total revenues	104,461	108,560
Expenses:		
Cost of software license fees (1)	3,936	3,588
Cost of maintenance and services (1)	27,959	31,320
Research and development	20,071	19,170
Selling and marketing	14,911	18,450
General and administrative	21,064	28,889
Depreciation and amortization	4,577	4,185
Total expenses	92,518	105,602
Operating income	11,943	2,958
Other income (expense):		
Interest income	117	635
Interest expense	(488)	(1,149)
Other, net	16	932
Total other income (expense)	(355)	418
Income before income taxes	11,588	3,376
Income tax expense	3,829	1,659
Net income (loss)	$ 7,759	$ 1,717
Earnings (loss) per share information		
Weighted average shares outstanding		
Basic	34,012	34,534
Diluted	34,170	34,806
Earnings (loss) per share		
Basic	$ 0.23	$ 0.05
Diluted	$ 0.23	$ 0.05

(1) The cost of software license fees excludes charges for depreciation but includes amortization of purchased and developed software for resale. The cost of maintenance and services excludes charges for depreciation.

ACI WORLDWIDE, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
(unaudited and in thousands)

	For the Three Months Ended September 30, 2009	2008
Cash flows from operating activities:		
Net income	$ 7,759	$ 1,717
Adjustments to reconcile net loss to net cash flows from operating activities		
Depreciation	1,616	1,580
Amortization	4,391	3,956
Tax expense of intellectual property shift	550	590
Amortization of debt financing costs	84	84
Gain on reversal of asset retirement obligation	—	—
Gain on transfer of assets under contractual obligations	—	—
Loss on disposal of assets	23	17
Change in fair value of interest rate swaps	653	775
Deferred income taxes	(5,391)	2,862
Stock-based compensation expense	2,026	2,617
Tax benefit of stock options exercised	8	205
Changes in operating assets and liabilities:		
Billed and accrued receivables, net	(13,096)	1,363
Other current assets	1,617	834
Other assets	(834)	494
Accounts payable	(4,194)	(230)
Accrued employee compensation	4,294	(958)
Proceeds from alliance agreement	—	3,100
Accrued liabilities	(2,457)	(2,615)
Current income taxes	4,869	(2,888)
Deferred revenue	(8,455)	(10,414)
Other current and noncurrent liabilities	(1,483)	60
Net cash flows from operating activities	(8,020)	3,149
Cash flows from investing activities:		
Purchases of property and equipment	(743)	(2,180)
Purchases of software and distribution rights	(6)	(441)
Alliance technical enablement expenditures	(2,347)	(1,898)
Proceeds from alliance agreement	—	—
Proceeds from assets transferred under contractual obligations	—	(30)
Acquisition of businesses, net of cash acquired	(473)	20
Net cash flows from investing activities	(3,569)	(4,529)
Cash flows from financing activities:		
Proceeds from issuance of common stock	321	311
Proceeds from exercises of stock options	147	2,812
Excess tax benefit of stock options exercised	24	79
Purchases of common stock	—	—
Common stock withheld from vested restricted stock awards for payroll tax withholdings	(277)	—
Payments on debt and capital leases	(383)	(844)
Net cash flows from financing activities	(168)	2,358
Effect of exchange rate fluctuations on cash	340	(4,830)
Net decrease in cash and cash equivalents	(11,417)	(3,852)
Cash and cash equivalents, beginning of period	114,403	98,193
Cash and cash equivalents, end of period	$ 102,986	$ 94,341

September 30, 2009 Quarterly Results

November 5, 2009

ACI

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	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	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	105,594	-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

ACI

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 Strategy ("APS")
  - Excitement surrounding thought leadership at SIBOS
  - Many customers discussing how they will implement APS 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 Payments Solutions 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 for Smart Chip Manager
    - Announced exclusive alliance to provide a global smart chip manager solution

Financial Review

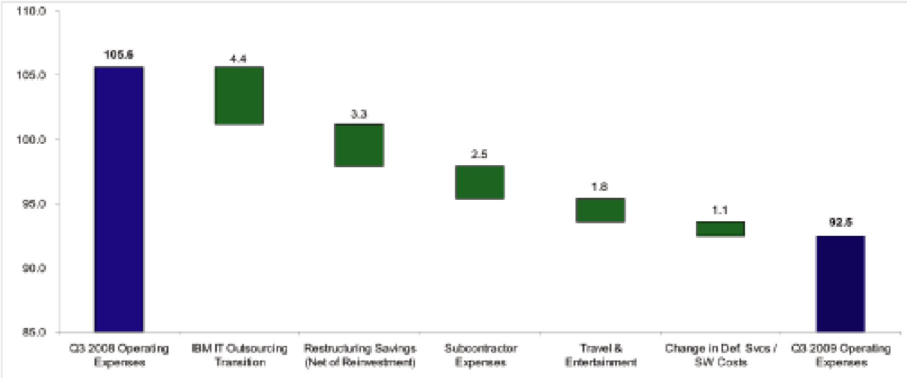
Scott Behrens, Chief Financial Officer

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	**Quarter Ended September 30,**	
(millions)	**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 Effected 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.