#### 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 19, 2019 (November 19, 2019)

#### 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) П 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)) Securities registered pursuant to Section 12(b) of the Act: Trading Name of each exchange Title of each class Common Stock, \$0.005 par value ACIW Nasdaq Global Select Market Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 under the Securities Act (17 CFR 230.405) or Rule 12b-2 under the Exchange Act (17 CFR 240.12b-2). Emerging growth company  $\square$ If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. □

#### Item 7.01. Regulation FD Disclosure

On November 19, 2019, ACI Worldwide, Inc. posted investor relations materials on its website (www.aciworldwide.com) to be used in connection with investor conferences. 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 <u>Investor Presentation Materials dated November 19, 2019</u>
- 104 Cover Page Interactive Data File (formatted as Inline XBRL).

#### **SIGNATURES**

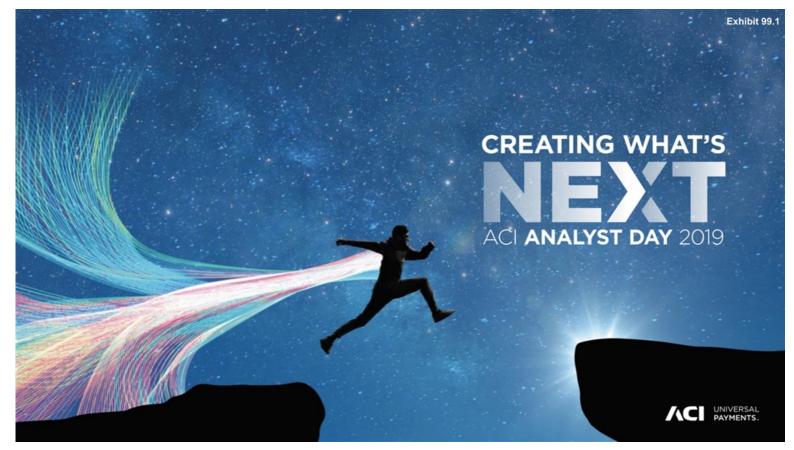
Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ACI WORLDWIDE, INC.

/s/ Scott W. Behrens

Scott W. Behrens, Senior Executive Vice President, Chief Financial Officer, and Chief Accounting Officer

Date: November 20, 2019



#### 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.





# Welcome

# John Kraft

VICE PRESIDENT
INVESTOR RELATIONS AND STRATEGIC ANALYSIS



#### TODAY'S AGENDA



- The ACI Transformation Journey
- An ACI Overview
- ACI Solutions Opportunity
- Financial Opportunity
- BREAK
- Strategy and Momentum: Banks and Intermediaries
- Strategy and Momentum: Billers and Merchants
- ACI Technology: Creating What's Next
- Q&A





# The ACI Transformation Journey

Philip Heasley
PRESIDENT AND CEO





## The ACI Transformation Journey

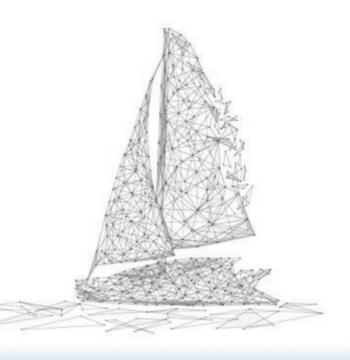
2009 VS. 2019

# 90/10 vs. 45/55 Revenue \$406M vs. \$1.315B+ Adjusted EBITDA \$73M vs. \$360M+ Enterprise Value \$660M vs. \$5.3B Stock Price \$5.70 vs. \$34.15



# A Sea Change in Payments

- Unprecedented M&A activity
- Changing economics of payments
- Reinvention of roles in the payments value chain
- New "big tech" players





#### Any Payment, Every Possibility.®

#### **OUR VISION**

ACI is a highly focused and unified payments software enterprise that enables any-to-any payment transactions to occur regardless of time, location or type, supporting multi-party payments with the notion that the purchaser directs the payments to his/her provider of choice to satisfy the transaction in an efficient and secure environment.

#### **OUR MISSION**

ACI will lead the transformation of the global payments ecosystem to a real-time, any-to-any paradigm built on acclaimed intellectual property and delivered in the cloud by a team of highly dedicated and innovative payment professionals committed to our customers' success.





# An ACI Overview

Craig Saks
CHIEF OPERATING OFFICER



### ACI by the Numbers



5,300+
Global organizations rely on ACI

~4,000 Employees in 52 cities globally \$1B+ 2018 revenue



Support 18 of top 20 banks worldwide



Prevent fraud for 1,500\* banks, intermediaries and merchants



Support 3,700\* billers



400+

Asia/Pacific 200+ customers



Serve **thousands** of merchants directly and through payment service providers















**Merchants** 



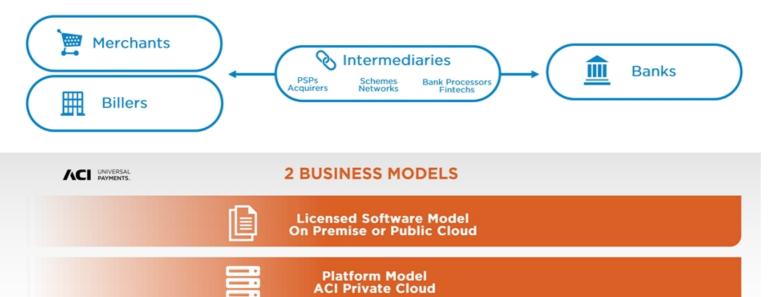












ACI UNIVERSAL PAYMENTS.











## Balance of Foundational & High Growth Solutions



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# Execution Initiatives



TRANSFORMATION OF SALES & CUSTOMER SUCCESS



CUSTOMER-CENTRICITY: SPEED & AGILITY



CONTINUED
BUILDOUT OF
PLATFORM &
UP® SOLUTIONS



## **Industry Trends**

Card-Centric Real-Time

Branded Payment Acceptance Universal Acceptance

Ownership Consumption

Standalone Payments Frictionless Experiences

Data Exploitation Responsible Data Use





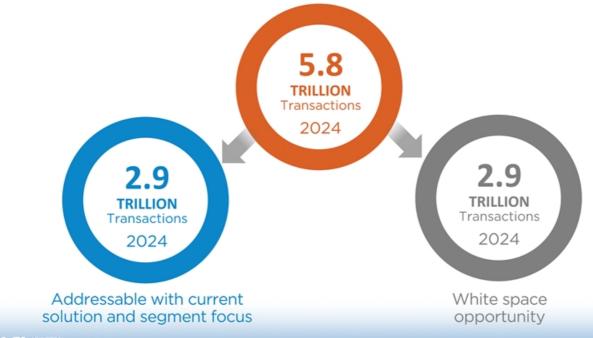
# **ACI Solutions Opportunity**

# Mike Braatz

CHIEF PRODUCT AND MARKETING OFFICER



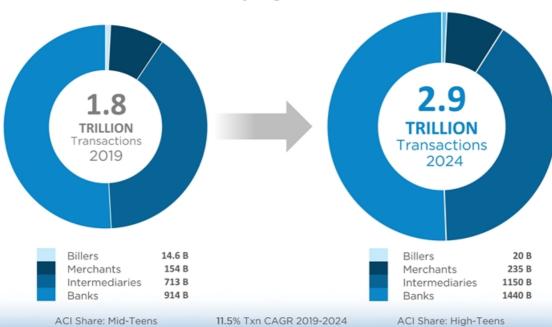
# 2024 Addressable Transaction Opportunity



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## ACI's Addressable Transaction Opportunity





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# ACI Product Strategy **Enable Real-Time, Any-to-Any Payments**



#### **Enable**

 Software/SaaS powering payments for Billers, Merchants, Intermediaries, Banks



#### **Real-Time**

- All payment types
- · All rails
- Card and non-card



#### **Any-to-Any**

- · Any sender
- · Any recipient
- · Any channel



# Product Capabilities & Initiatives **Spanning Our Solutions**



- **Endpoints:** Connectivity to channels, DDAs, payment types and participants
- Cloud Optimized: Scalable, low-cost payments infrastructure in a consumption model
- **Open APIs:** Seamless integration of payments into digital experiences
- High Performance: Scale, availability and throughput to support massive volumes
- Payments Intelligence: Minimizes friction, drives added value for payer and payee



#### Product Strategy & Capabilities: Billers





- · Leader in U.S. biller direct market: 4,000 billers, 500M annual transactions
- · Speedpay front end + ACI back end
- Digital-first consumer experience presentment and payment
- · Walletron for mobile wallet integration
- Vertical-specific features and ERP integrations
- Subscription billing/payments growing 20% annually











### Product Strategy & Capabilities: **Merchants**





- Merchant Payments: 12% revenue CAGR 2016-2019
- · Integrated omni-channel platform
- Digital-first consumer experience
- 350+ global endpoints: acquirers, cards, non-cards, alternative payment methods
- Behavioral profiling for reduced friction and better protection











#### Product Strategy & Capabilities: Banks & Intermediaries





- Real-Time Payments: 26% revenue CAGR 2016-2019
- · Retail Payments: 65% margin
- Integrated platform/hub for card and non-card payments
- Direct connectivity to DDA accounts globally "good funds"
- · Digital overlay services Mindgate investment
- Best-in-class cloud deployment Microsoft partnership
- · Robust solutions to support largest players











## Key Takeaways



#### Wind in Our Sails

Product strategies align to industry trends



#### **Driving Growth**

R&D investment heavily weighted to the biggest growth opportunities



#### **Gaining Share**

Well positioned to gain share of the 2.9 trillion transactions by 2024





# Financial Opportunity

Scott Behrens
CHIEF FINANCIAL OFFICER



# Multiple Drivers to Accelerate **Revenue Growth and Margin Expansion**



- Expand base of customers and win new logos running modernized IP
  - · Retail Payments solution
  - · New Real-Time Payments solution
- Consolidation of volumes with existing customers
- Secular transaction growth
- Maintain low attrition

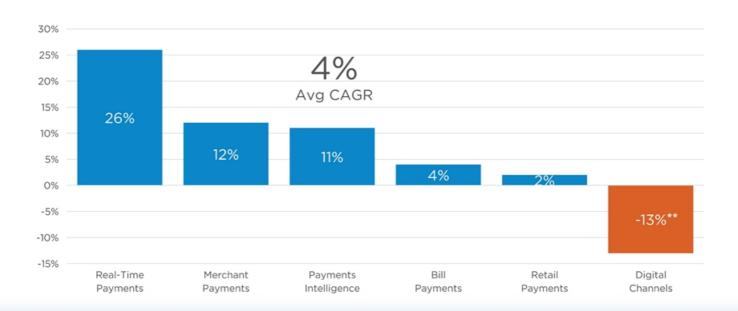


- New platform-based multi-tenant product releases
- Win new logos
- · Accelerate time to revenue
- Ramp incremental volume from existing customers
- Disciplined transaction-based pricing
- Targeting Rule of 40\*



\*Sum of percentage revenue growth and net adjusted EBITDA margin of at least 40%

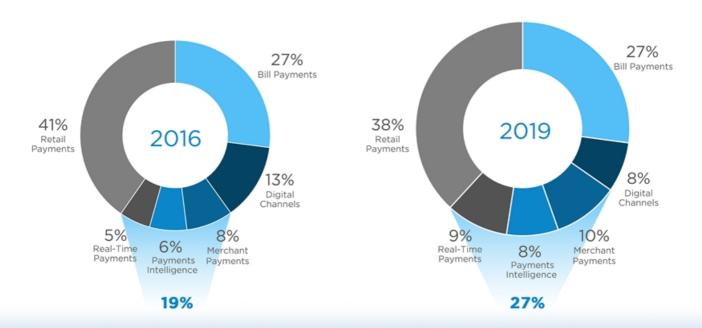
#### Three-Year Growth Rates\*





"Represents three-year CAGR ending September 30, 2019, excluding CFS and Speedpay.
"Legacy product attrition is now offset by growth of recently launched Universal Online Banke

# Fast-Growing Solutions Becoming a Bigger Share

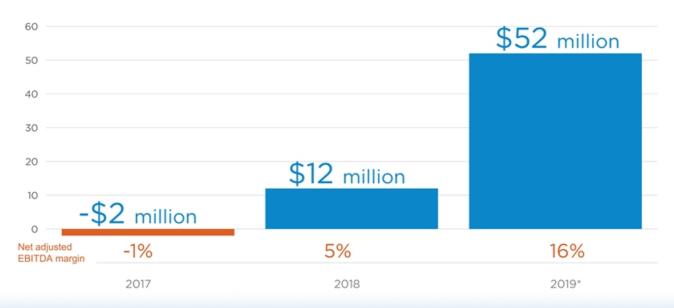




\* Represents total revenue percentage of 12-months ending September 30, 2016 and 2019. Excludes CFS and Speedpay.

## **AOD Segment Profitability Accelerating**

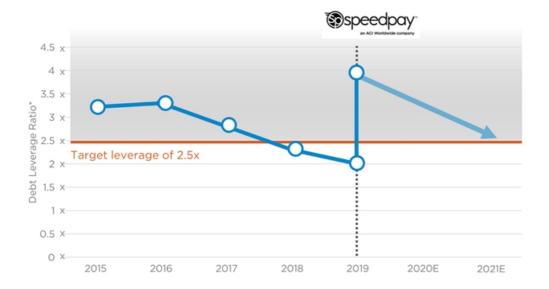
EBITDA now positive and growing fast



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Represents four quarters ending September 30, 2019

### Cash Flow Allows for Rapid Deleveraging





Ratio represents net debt over current year adjusted FRITDA.

#### 2019 Guidance

- Revenue of \$1.315 billion to \$1.345 billion
- · Adjusted EBITDA of \$360 million to \$380 million
- Operating free cash flow to be in a range of \$190 million to \$200 million

#### 2020 Guidance

· Adjusted EBITDA of \$425 million to \$445 million





Effective January 1, 2018, the company adopted Accounting Standards Codification Topic BOR, Revenue from Contracts with Customers ("ASC 606"), which supervised the revenue incognition requirements in ASC Topic 605. Revenue Recognition ("ASC 606"). The company expects the adoption of ASC 606 to impact the timing and amount of revenue incognition for its On Premise Incenting arrangements. The company does not expect the adoption of ASC 606 to have a significant impact on its other revenue streams or cash flow.

### Financial Summary: **Five-Year Targets**



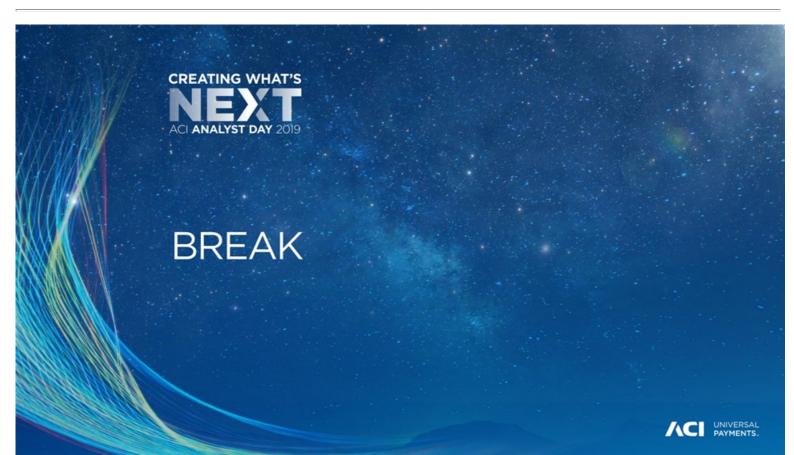
- Organic revenue growth Mid-to-upper single digits
- Adjusted EBITDA margin 100+ bps expansion per year
- Operating free cash flow Track adjusted EBITDA growth
- Target leverage ratio 2.5x EBITDA



### **Investment Highlights**

- Long-term, blue-chip, geographically diverse customer base with low customer concentration and strong renewal rates
- 2 Large contractual backlog provides revenue and earnings visibility
- Transaction-based software contracts drive high-quality, recurring revenue
- 4 High-margin software and platform delivery will see improving profitability with scale

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### Strategy and Market Momentum: Banks & Intermediaries

Jeremy Wilmot GROUP PRESIDENT, ACI ON PREMISE



## Marketplace Challenges & Opportunities for **Banks & Intermediaries**



Increasing competition and regulation drives need for **new revenue streams**.



Pace of change in payments ecosystem necessitates partnerships with fintechs.



**Customer experience is king** and must be consistent and available anywhere.



Value is derived from the service not the payment, placing **emphasis on data**.



Legacy tech has run its course; change to **modern technology** must happen now.



Maintaining position of **trust and security** is essential while transforming.



#### Achieving Growth with Banks & Intermediaries

#### ACI delivers:

- · Demonstrated leadership in real time
- Global payments connectivity
- Leading position in 13 of the G20 countries
- Full payments value chain offering
- Enablement of digital overlay services and open banking
- Low-cost modern infrastructure (Linux, cloud)
- · Pricing strategy for traditional and new volume
- · Proven scalability and availability



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#### Modern Technology Drives Secure, Real-Time Payments

#### The Opportunity

Westpac, a global top 50 bank and Australia's first bank, sought to become a dominant player in Australia's NPP real-time scheme.



#### The Solution

Westpac utilized the full suite of ACI's solutions, adding to its UP Retail Payments™ capability with UP Real-Time Payments™ and ACI Proactive Risk Manager™ to consistently deliver a third of NPP's daily value with 9 million active accounts.

- · Designed new capabilities to validate and secure payments in real time
- Ensured customer experience was consistent across brands
- Leveraged a modern real-time solution capable of scale, processing 45% of AU\$1bn



#### Payments Hub-Led Modernization

#### The Opportunity

BMO Financial Group, the eighth largest bank in North America with over 12 million customers, is actively engaged in Canada's Payments Modernization implementation, seeking to offer new and innovative real-time services to its customers.



#### The Solution

BMO utilized ACI's UP Real-Time Payments to deliver and enable real-time payments service connection to Zelle and The Clearing House in the U.S. and to power the rollout of real-time in Canada. The bank:

- Leveraged a digital payments hub to address RTGS, SWIFT messaging, ACH and real-time faster payments needs
- Provided transparency to customers in tracking their payments and cash flows
- · Created operational efficiencies and simplified connections to new schemes





## Derek Vernon

HEAD OF PAYMENTS MODERNIZATION, BANK OF MONTREAL FINANCIAL GROUP



#### Digitalization to Improve Customer Experience in India

#### The Opportunity

India's payments market is expected to triple in five years, with growth fueled by UPI as well as increased card and non-card volumes. Winning in this market means providing services, not just payments.

Mindgate provides digital overlay services using

- Mobile-enabled data services and apps
- · Digitalized identity
- · Microservices capabilities
- · APIs to enable open banking



#### The Solution

Through a strategic partnership and investment with Mindgate, ACI is well positioned to offer digital overlay services at scale to our retail payments customers to enable them to offer value-added services on UPI and for both cards and non-cards.



#### **Boosting Competitiveness Among Business Customers**

#### The Opportunity

Associated Bank, a top 50 publicly traded U.S. bank holding company, wanted to enhance its competitive offerings for small business and corporate customers and outpunch their weight class.



#### The Solution

Associated Bank utilizes ACI's next-generation Digital Channels solution to provide a competitive edge and deliver new business growth.

- Experienced a seamless integration into the bank's online and mobile app, "Associated Connect"
- Sped up onboarding to provide a positive customer experience
- Leverages a modern service-enabled solution/platform





### Chuck Garcia

EVP AND DIRECTOR OF COMMERCIAL DEPOSITS AND TREASURY MANAGEMENT ASSOCIATED BANK





### Strategy & Market Momentum: Billers

Dan Frate
GROUP PRESIDENT, ACI ON DEMAND



#### Marketplace Challenges & Opportunities for Billers



Consumers are demanding more convenient, simplified ways to view bills and pay.



Digital/gig economy is creating a new billing segment at the intersection of commerce and subscriptions.



Increasingly mobile-first consumers are driving the need for digitally focused, omni-channel solutions.



Cash/check-based payments are being replaced by debit/credit cards and real-time payments.



Payments compliance and regulatory requirements are complex.



Outdated billing and payment processing burdens staff requirements and productivity.



#### Achieving Growth with Billers

#### ACI delivers:

- Unrivaled leadership as a billing and payments authority serving nearly 4,000 bill pay customers
- Award-winning, patented mobile billing capabilities
- Faster disbursement and remittance services
- · Industry-leading compliance and governance
- Pre-built integrations into 100+ vertical channel partnerships designed to reduce set-up costs
- Market-leading real-time payments infrastructure with scale leads to margin expansion
- Billing and payment services for subscriptions



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### Simplifying Bill Delivery and Payment

#### The Opportunity

Southern Company Gas is an American Fortune 500 energy services holding company headquartered in Atlanta, Georgia.

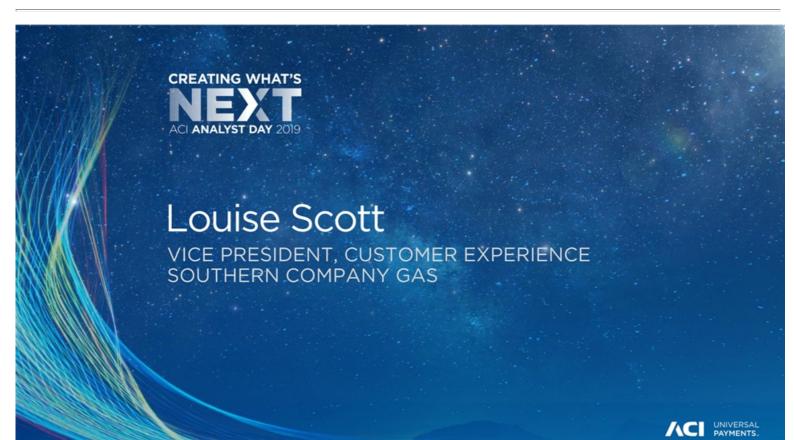


- Sought ways to better digitally engage its energy consumers
- Wanted a simple solution not only for themselves but their customers
- · Could support cutting costs for paper delivery and support eBilling

#### The Solution

Southern Company Gas added the ACI moBills™ mobile wallet bill presentment capability to its existing ACI Speedpay® solution to offer an improved eBilling experience to customers while cutting costs.



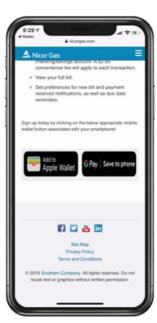






From the company's website, consumers with Apple or Android phones simply tap "Add to Wallet / Save to Phone" and enroll.





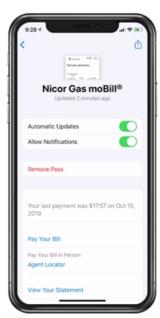




Summary bill data is delivered to the mobile wallet and presented for payment. Consumers have easy access to statements, notification settings and payment options.

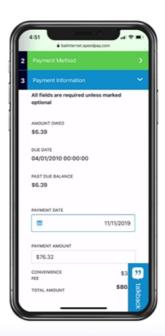


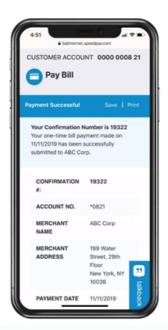






When tapping to pay, consumers are taken to the web payment experience with no further authentication required — no remembering credentials or keying information.







Timely communications via mobile wallet keep consumers aware of new bills, due dates and payment confirmations.











### Strategy & Market Momentum: Merchants

### Debbie Guerra

EVP, MERCHANT & PAYMENTS INTELLIGENCE SOLUTIONS, ACI ON DEMAND



#### Marketplace Challenges & Opportunities for **Merchants**



**Speed of innovation** and increasing **compliance** needs drive need for simplicity.



Omni-channel payments acceptance is blurring the lines of **physical and digital commerce**.



Market is evolving to **mobile first**, from POS to mPOS.



Globalization of commerce requires local and international payment methods.



Risk environment is changing due to increased regulation requirements and emerging pervasive fraud threats.



Outsourcing due to the complexity of payments and risk is driving payments to the cloud.



#### Achieving Growth with **Merchants**

#### ACI delivers:

- Global network of acquirers and alternative payment methods reaching 160 countries
- 20+ years of machine learning, advanced analytics and multi-layered fraud prevention
- Advanced payments security including validated P2PE, tokenization and more
- Simplified integration and payments connectivity via open APIs
- Omni-channel payments platform supporting customer experience across in-store, online and mobile channels



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### Merchant Mobile Innovation: Pay-in-Aisle

#### The Opportunity

The Co-operative Group (Co-op) is one of the U.K.'s largest convenience food retailers with more than 2,600 stores and fuel sites across the country.



- · Saw opportunity for innovating the in-store buying experience for its customers
- Required a secure payments platform to underpin its mobile pay-in-aisle app initiative
- · Desired a partner who could help bring its vision for simplified, mobile shopping to life

#### The Solution

Co-op utilized several components from the UP Merchant Payments  $^{\text{\tiny{TM}}}$  solution, including its mobile SDK, ACI PAY.ON $^{\text{\tiny{B}}}$  Payments Gateway $^{\text{\tiny{TM}}}$  and Postilion $^{\text{\tiny{B}}}$  platform to support bringing this initiative to market.





### ACI Technology: Creating What's Next

### Eve Aretakis

EXECUTIVE VICE PRESIDENT, PRODUCT DEVELOPMENT



### **Customer Choice of Deployment Options**







### Impact of Modern Technologies









Self-Service and Innovation

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### **Developer Portal Drives Innovation**



- Provides customers with access to APIs
- Drives innovation in self-service environment
- · Resides in public cloud





## UP Solutions In Action



# UP Solutions In Action

- The consumer enters a shopping app on his mobile device as usual.
- The surfing and shopping experience remain the same as he selects his items.







# UP Solutions In Action

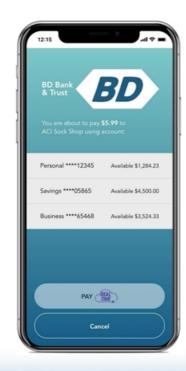
- As mobile payments grow globally, "front of phone" is the new "front of wallet."
- In a mobile shopping context, the customer is seamlessly pushed from the merchant app to the banking app, mimicking the logintype experience customers are used to.

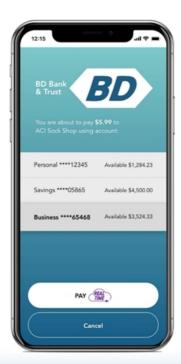






- The banking app becomes the primary payment instrument in this eCommerce scenario.
- The bank creates the opportunity to build its relationship with the customer as a trusted financial advisor as well as to cross-sell.







 The customer authenticates himself in a familiar way, combining this with other customer info (login details, known devices, etc.). This meets the need for Two Factor/Secure Customer Authentication.

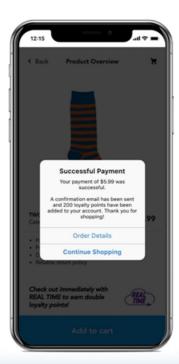






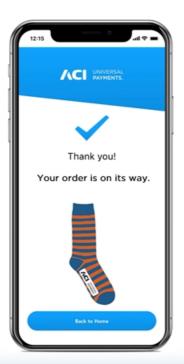
 The customer returns to the merchant app through the same push experience and is reminded of the benefits of paying in this way, with his loyalty rewards outlined.



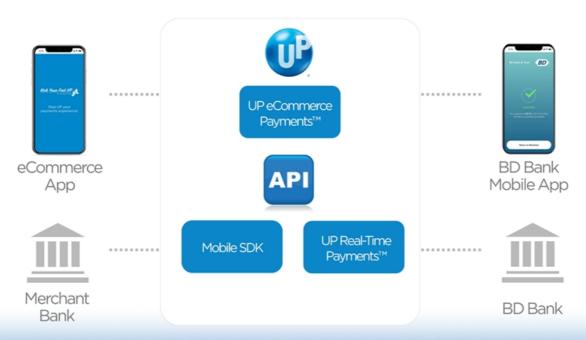




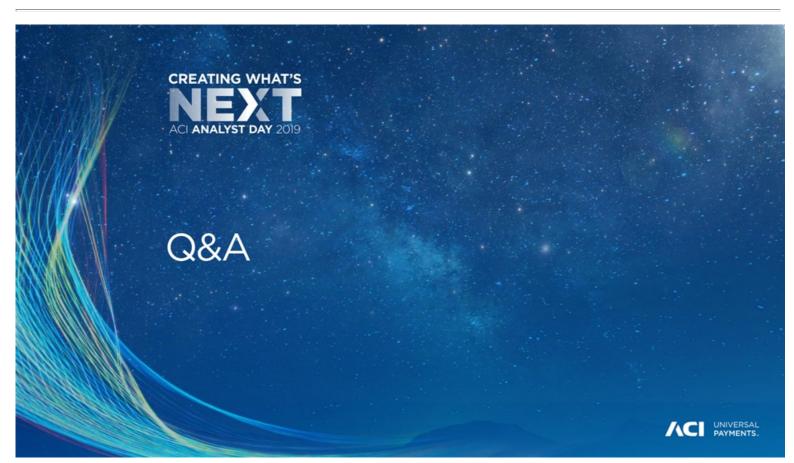
• Your order is on its way.

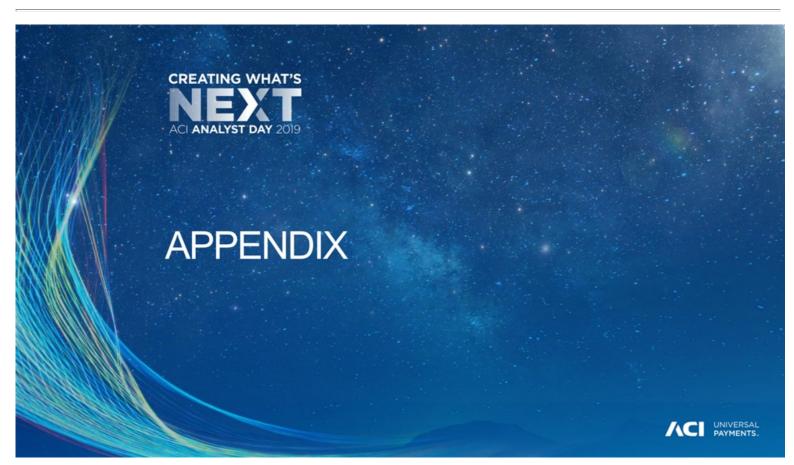






ACI UNIVERSAL PAYMENTS.





#### Non-GAAP Financial Measures

- To supplement our financial results presented on a GAAP basis, we use the non-GAAP measures indicated in the tables, which exclude significant transaction-related expenses, as well as other significant non-cash expenses such as depreciation, amortization, and non-cash compensation, that we believe are helpful in understanding our past financial performance and our future results. The presentation of these non-GAAP financial measures should be considered in addition to our GAAP results and are not intended to be considered in isolation or as a substitute for the financial information prepared and presented in accordance with GAAP. 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 to view aspects of our operations that, when viewed with our GAAP results, provide a more complete understanding of factors and trends affecting our business. Certain non-GAAP measures include:
  - Adjusted EBITDA: net income (loss) plus income tax expense (benefit), net interest income (expense), net other income (expense), depreciation, amortization, and non-cash compensation, as well as significant transaction-related expenses. Adjusted EBITDA should be considered in addition to, rather than as a substitute for, net income (loss).
  - Net Adjusted EBITDA Margin: Adjusted EBITDA divided by revenue net of pass through interchange revenue. Net Adjusted EBITDA Margin should be considered in addition to, rather than as a substitute for, net income.



#### Non-GAAP Financial Measures

ACI presents adjusted operating free cash flow, which is defined as net cash provided by operating activities and net after-tax payments associated with significant transaction-related expenses, less capital expenditures. Adjusted 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 adjusted operating free cash flow as a further indicator of operating performance and for planning investment activities. Adjusted operating free cash flow should be considered in addition to, rather than as a substitute for, net cash provided by operating activities. A limitation of adjusted 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 adjusted 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.



## Non-GAAP Financial Measures

Adjusted EBITDA (millions)	20	2009		
Net income	\$	20		
Plus:				
Income tax expense		13		
Net interest expense		2		
Net other expense		7		
Depreciation expense		6		
Amortization expense		17		
Non-cash compensation expense		8		
Adjusted EBIDTA	\$	73		

AOD Segment Net Adjusted EBITDA Margin	2017		2018		2019*	
Segment Adjusted EBITDA	\$	(2)	\$	12	\$	52
Revenue Interchange		426 (163)		433 (170)		586 (266)
Net Revenue	\$	263	\$	263	\$	320
Segment net adjusted EBITDA margin		-1%		5%		16%

<sup>\*</sup> Represents 12 months ended September 30, 2019. The trailing 12 months information ended September 30, 2019 is calculated by taking the twelve months ended December 31, 2018, subtracting the nine months ended September 30, 2018, and adding the nine months ended September 30, 2019.



## 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," "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 regarding debt levels and leverage ratios,
- · expectations regarding revenue, adjusted EBITDA and operating free cash flow in 2019,
- · expectations regarding 2020 EBITDA,
- · expectations regarding five year financial targets.



### Forward-Looking Statements

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, increased competition, the success of our Universal Payments strategy, demand for our products, restrictions and other financial covenants in our credit facility, consolidations and failures in the financial services industry, customer reluctance to switch to a new vendor, the accuracy of management's backlog estimates, the maturity of certain products, our strategy to migrate customers to our next generation 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, volatility and disruption of the capital and credit markets and adverse changes in the global economy, our existing levels of debt, impairment of our goodwill or intangible assets, litigation, future acquisitions, strategic partnerships and investments, 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 ability to protect customer information from security breaches or attacks, our compliance with privacy regulations, our ability to adequately defend our intellectual property, exposure to credit or operating risks arising from certain payment funding methods, 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, business interruptions or failure of our information technology and communication systems, our offshore software development activities, risks from operating internationally, including fluctuations in currency exchange rates, exposure to unknown tax liabilities, volatility in our stock price, and potential claims associated with our sale and transition of our CFS assets and liabilities. 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 our Quarterly Reports on Form 10-Q.



# JCI UNIVERSAL PAYMENTS.