

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

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

**Date of Report (Date of earliest event reported): March 10, 2008 (March 10, 2008)**

**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)

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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 March 10, 2008, ACI Worldwide, Inc. (the "Company") will hold its Investor Day today via meeting and simultaneous webcast from 8.30 am EDT to 12.30 pm EDT. 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 exhibit hereto) is being furnished under "Item 7.01—Regulation FD Disclosure." Such information (including the exhibit 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 Current Report on Form 8-K 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.**

(d) Exhibits.

99.1 Investor Day Presentation

**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 Behrens

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Scott Behrens, Vice President, Corporate Controller and  
Chief Accounting Officer (Principal Financial Officer)

Date: March 10, 2008

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**EXHIBIT INDEX**

<b>Exhibit No.</b>	<b>Description</b>
99.1	Investor Day Presentation

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# ACI Investor Day

New York City  
March 10, 2008



# 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 is set forth at the end of this presentation. The Company assumes no obligation to update any forward-looking statement in this presentation.

## Agenda



- Phil Heasley - Opening Remarks
- Bob Koscheski - Marketing
- Charlie Linberg - IBM Alliance
- Mark Vipond - Product Update
- Steve Wright - EMEA Review
- Jeremy Wilmot - Asia-Pacific Review
- Ralph Dangelmaier - Americas Review
- Scott Behrens - Finance Review
- Q&A

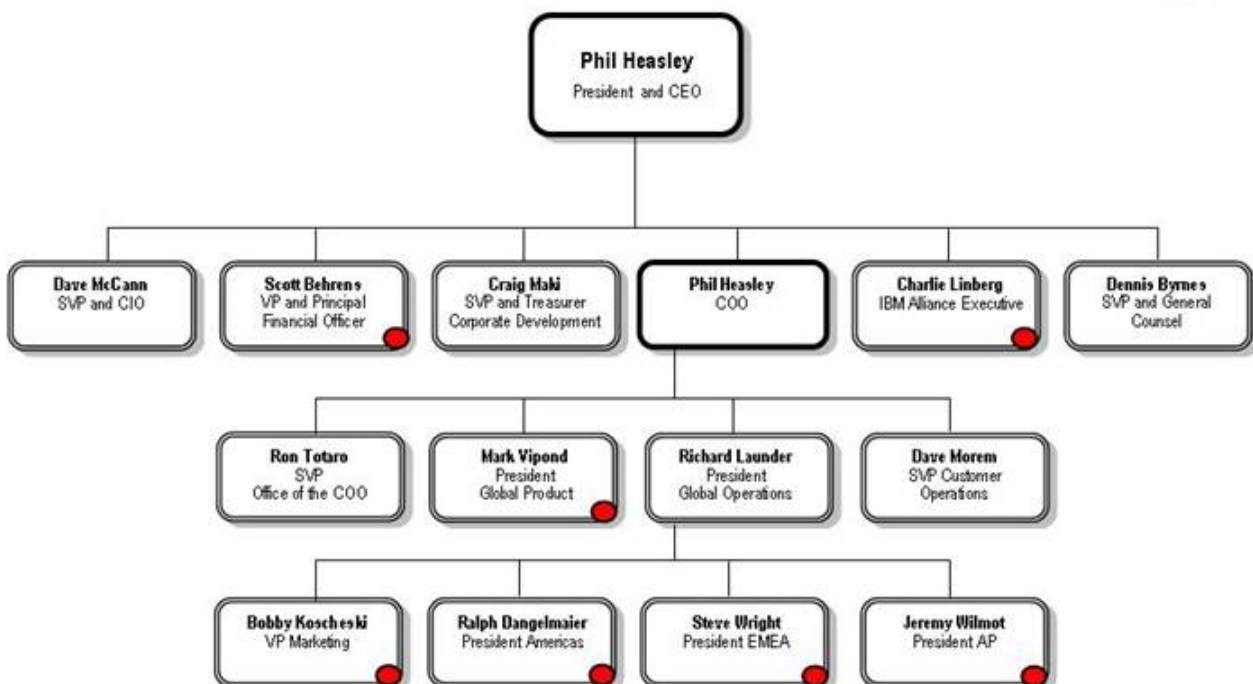


# Welcome

Phil Heasley, CEO



## ACI Worldwide Management Team



## Strategic Goals



- Enhance the ACI brand
- Grow the organic business across products and geographies
- Penetrate underserved markets
- Expand our On Demand business
- Improve the efficiency of our operations
- Retain, attract and develop high potential and high performing employees



# Global Marketing

Bobby Koscheski, VP, Global Marketing



## Topics



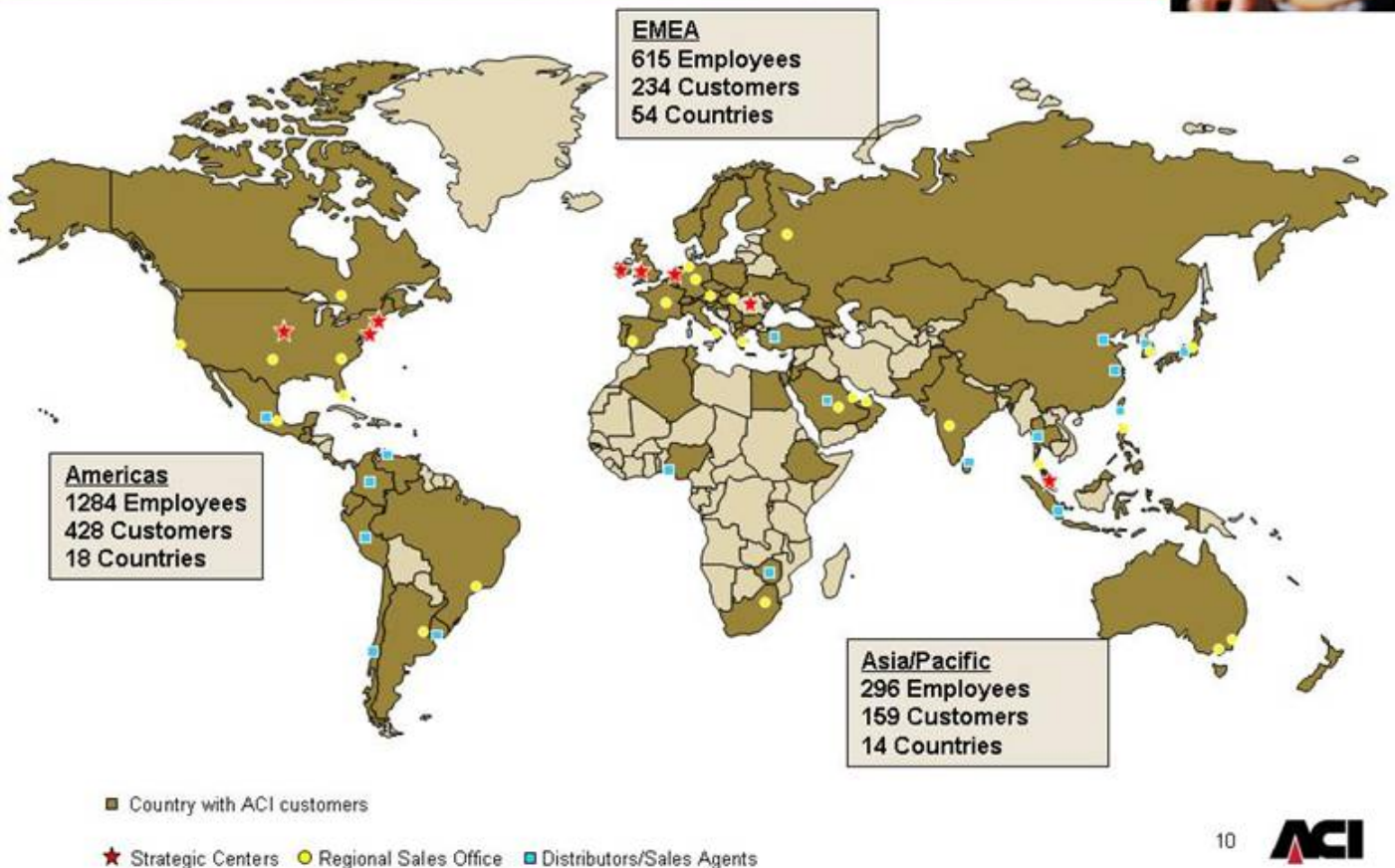
- Business overview
- Payments market overview
- ACI-IBM alliance market opportunity



# The Global Leader in Payment Solutions



# Global Footprint

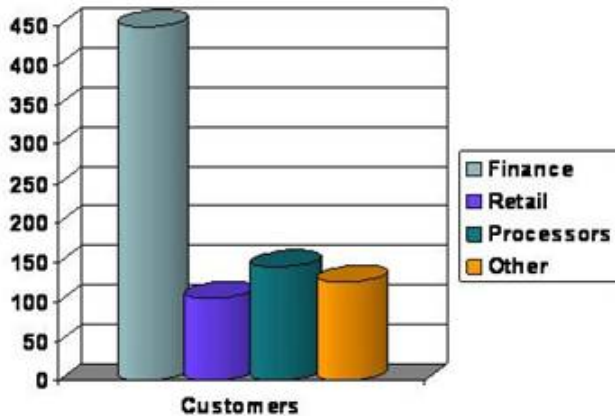




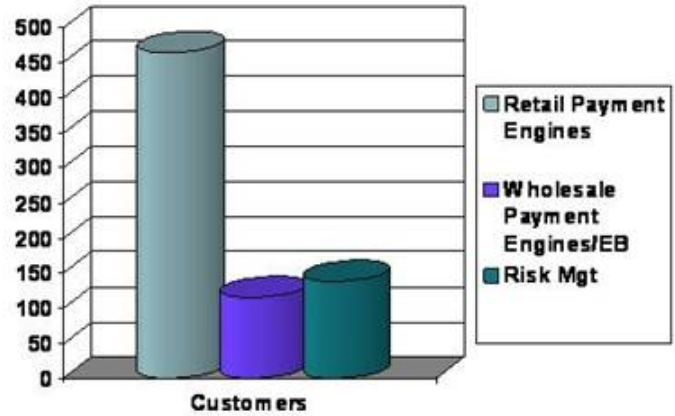
# Serving the Largest Banks in the World



# Customers by Segment and Solution



**ACI has a diversified customer base ... but clearly strongest in banking**



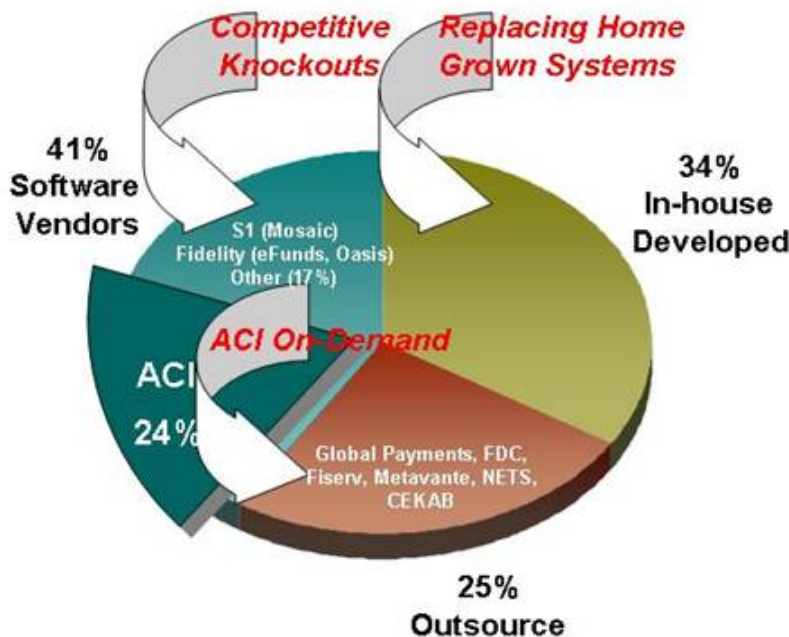
**Significant cross-selling opportunity**

As of 12/31/07

# ACI is the Clear Gold Standard for Payments

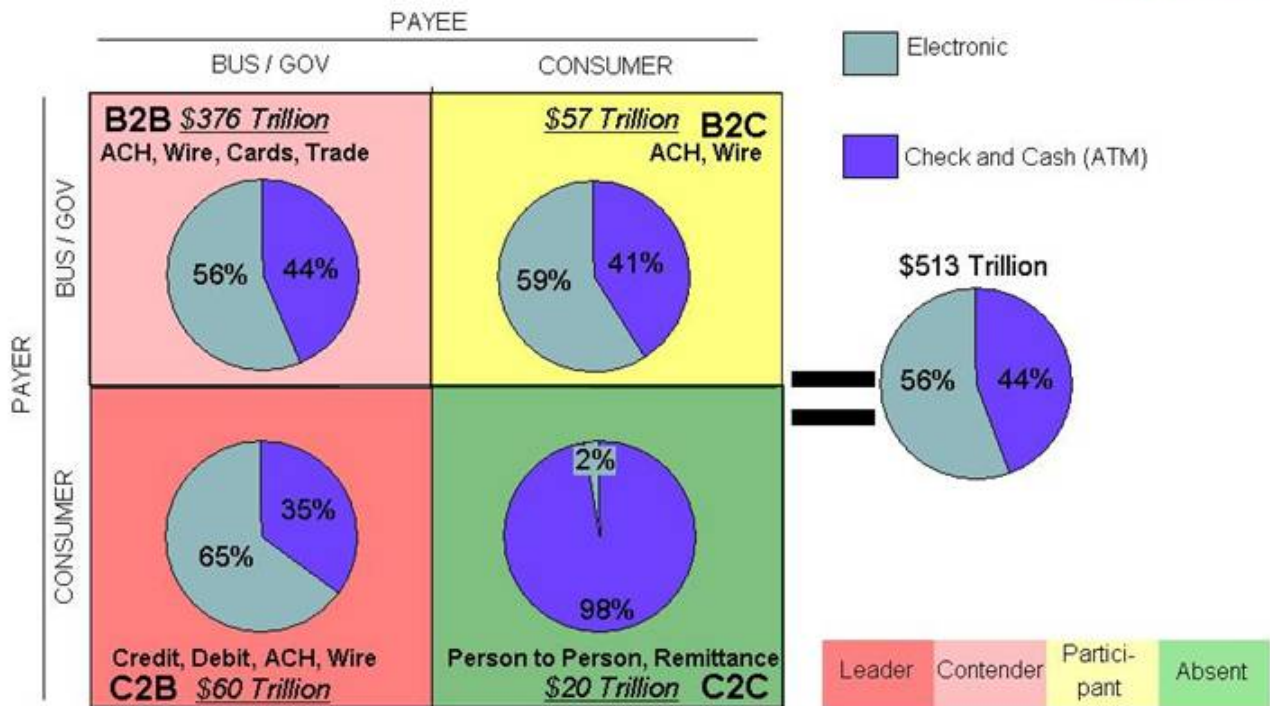


## Top 500 Banks – Retail Payment Hubs



- Plus 47 of the top 500 banks running ACI Proactive Risk Manager for fraud detection
- Plus 14 of the top 25 U.S. banks running the ACI Money Transfer System
- Plus 14 of the top 25 U.S. banks using ACI Enterprise Banker for online banking
- Plus 9 of the top 25 global retailers, and 32 of the top 100 U.S. retailers

# Where ACI Plays in Payments



Source: McKinsey Payments Map, 2005-2010 US Total

# ACI Worldwide Payments Market Forecast

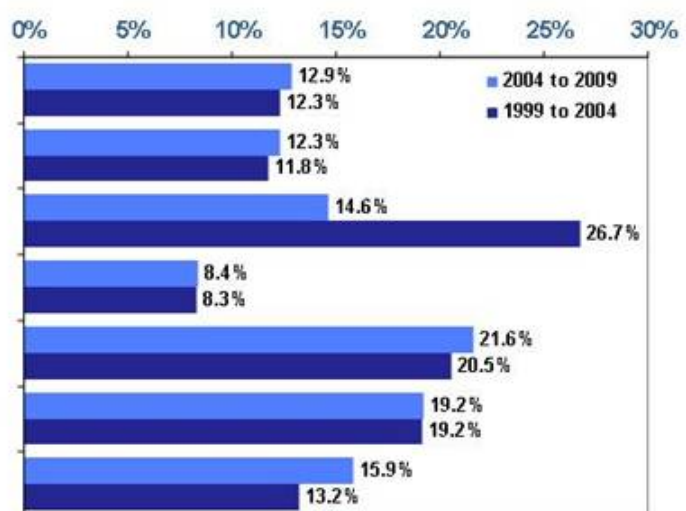
A market study performed by Global Insights



**Global Electronic Transactions (bn per year)**

	1999	2004	2009
World	117.4	209.8	384.2
Nafta	44.9	78.3	140.0
South America	3.8	12.5	24.7
Western Europe	50.2	74.8	111.9
Eastern Europe	3.8	9.7	25.8
Asia Pacific	12.9	31.1	74.8
Middle East/Africa	1.8	3.3	6.9

**Electronic Transactions – Growth by Region**



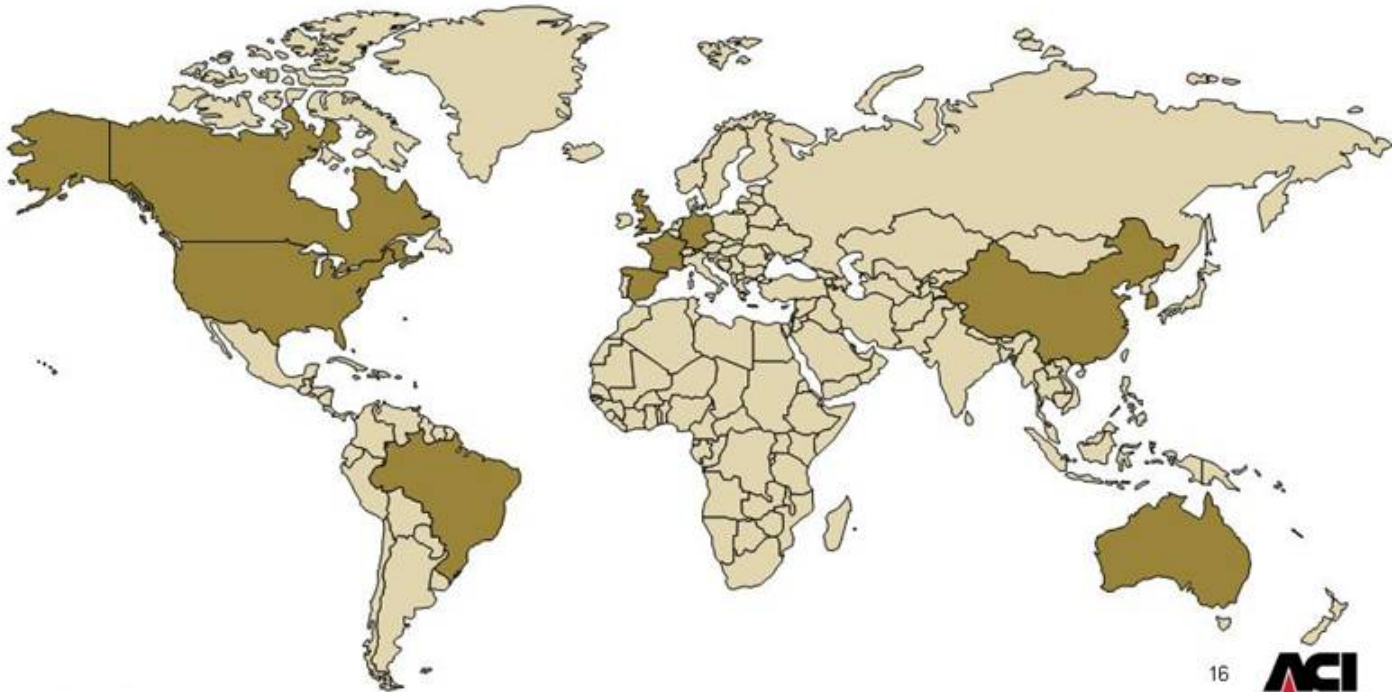
Source: 2004 ACI Worldwide Payments Market Forecast conducted by Global Insights



# ACI Core Markets for Payments



*73% of electronic payment volumes are concentrated within 10 countries*



Source: ACI 2005 Global Market Forecast

# Top 10 Countries for Payments: 2007 Snapshot



Rank by Country	Payment Volume	Top 500 Banks	ACI Share Top 500	Growth Rate 2000-2007	Growth Strategy
1. USA	95B	58	64%	5.69%	Refresh Upsell/Xsell
2. UK	24B	33	42%	7.10%	Refresh Upsell/Xsell
3. Germany	20B	38	5%	5.86%	Penetrate
4. Brazil	16B	12	50%	13.87%	Penetrate Upsell/Xsell
5. France	14B	33	9%	4.42%	Penetrate
6. China	14B	15	33%	31.63%	Penetrate
7. Canada	12B	7	86%	7.41%	Refresh Upsell/Xsell
8. South Korea	10B	9	33%	15.93%	Penetrate
9. Australia	8B	8	100%	9.73%	Refresh Upsell/Xsell
10. Spain	6B	25	16%	11.95%	Penetrate

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Source: ACI 2006 Global Market Forecast, Acq'ly

# Top 10 Countries for Payments: Projections by 2014



Rank by Country	2007 Rank	2014 Volume	2007 Volume	Advance/Decline	Growth Rate
1. USA	#1	189B	95B	No Move	10%
2. China	#6	65B	14B	+4	25%
3. UK	#2	47B	23B	-1	10%
4. Brazil	#4	40B	16B	No Move	14%
5. Germany	#3	33B	20B	-2	7%
6. South Korea	#8	29B	10B	+2	17%
7. France	#5	26B	14B	-2	8%
8. Canada	#7	23B	12B	-1	9%
9. Mexico	#14	17B	5B	+5	19%
10. Russia	#12	15B	5B	+2	16%

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Source: ACI 2006 Global Market Forecast, Acq'ly

# ACI and IBM System z Market Coverage



## Top 2000 Banks Worldwide

- 164 Mega Banks (>\$100BB)
- 361 Large Banks (>\$25BB)
- 506 Medium Banks (>\$10BB)
- 969 "Small" Banks (>\$3BB)



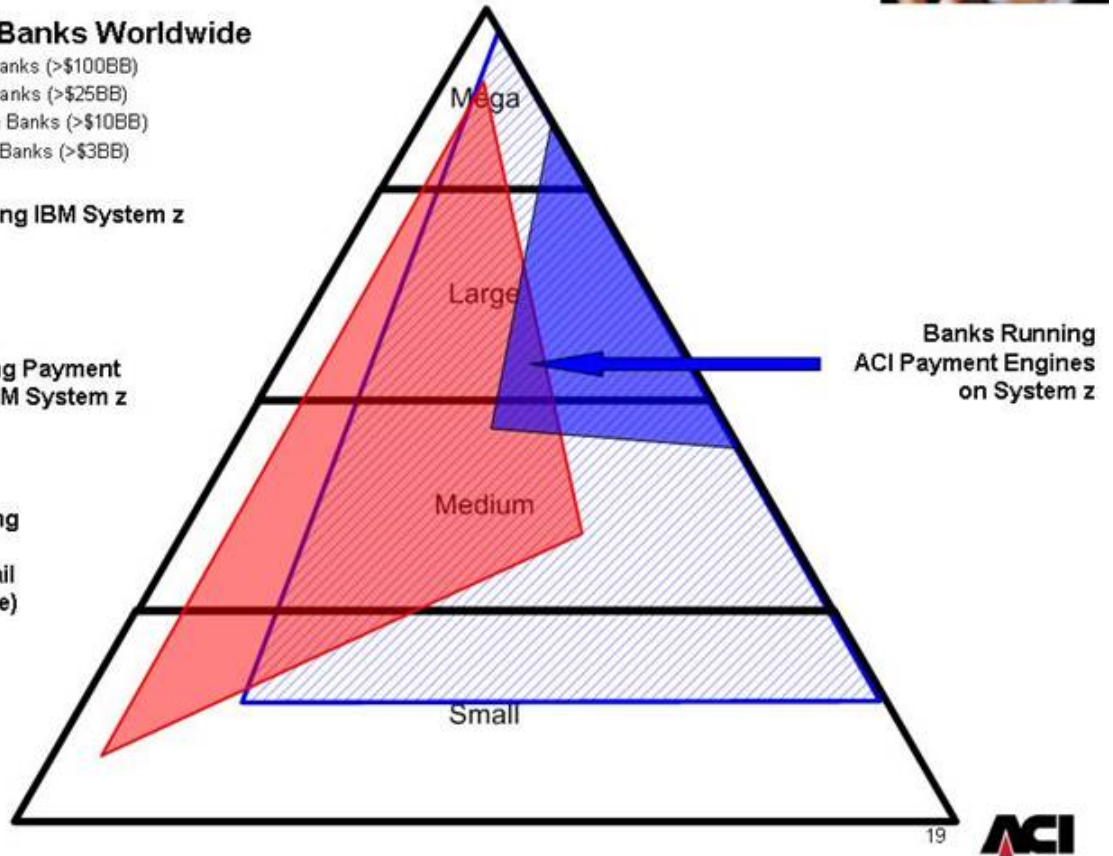
## Banks Running IBM System z



## Banks Running Payment Engines on IBM System z



## Banks Running ACI Payment Engines (Retail and Wholesale)



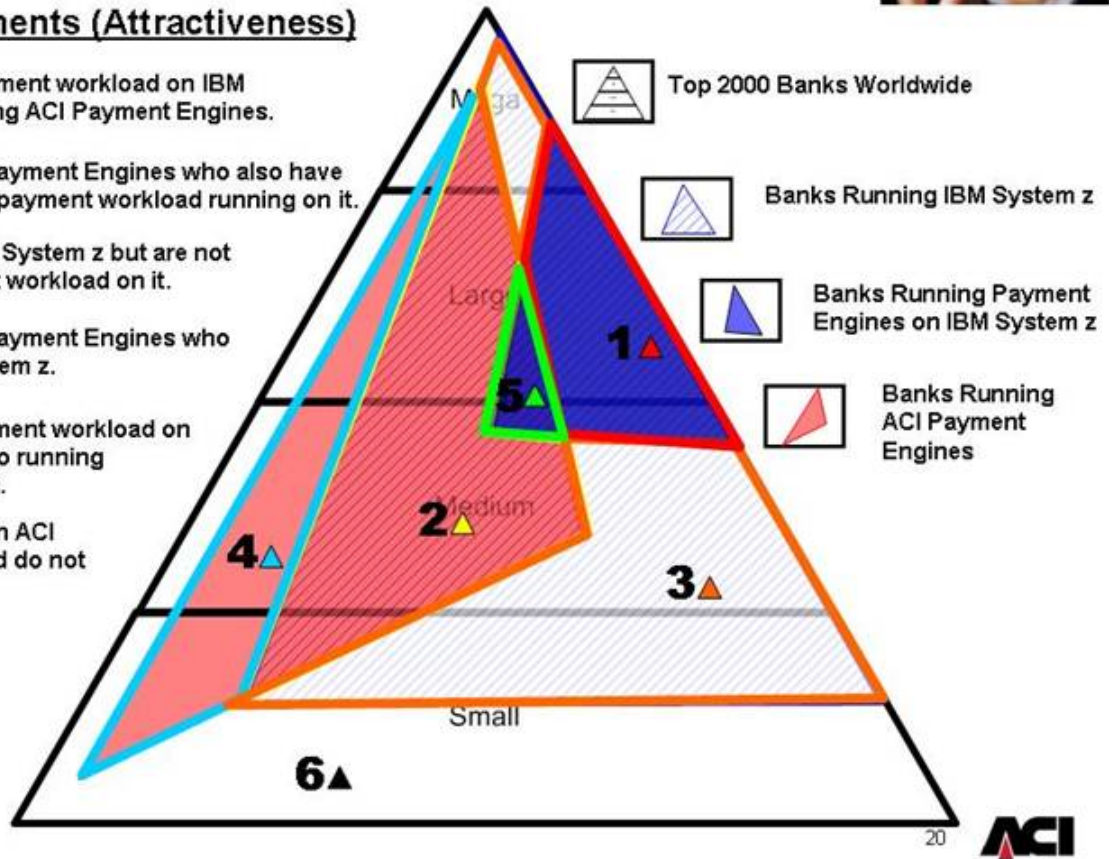


# ACI Market Segmentation



## Key Market Segments (Attractiveness)

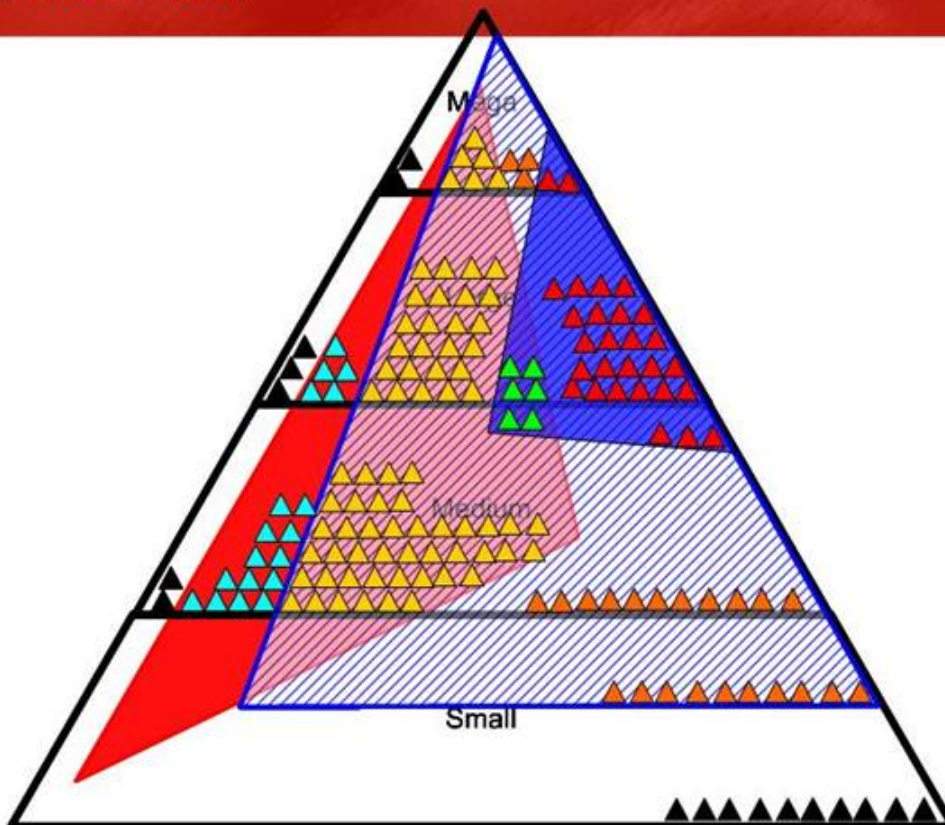
1. Banks running a payment workload on IBM System z but not using ACI Payment Engines.
2. Banks running ACI Payment Engines who also have IBM System z but no payment workload running on it.
3. Banks who have IBM System z but are not running any payment workload on it.
4. Banks running ACI Payment Engines who do not have IBM System z.
5. Banks running a payment workload on IBM System z and also running ACI Payment Engines.
6. Banks who do not run ACI Payment Engines and do not have IBM System z.



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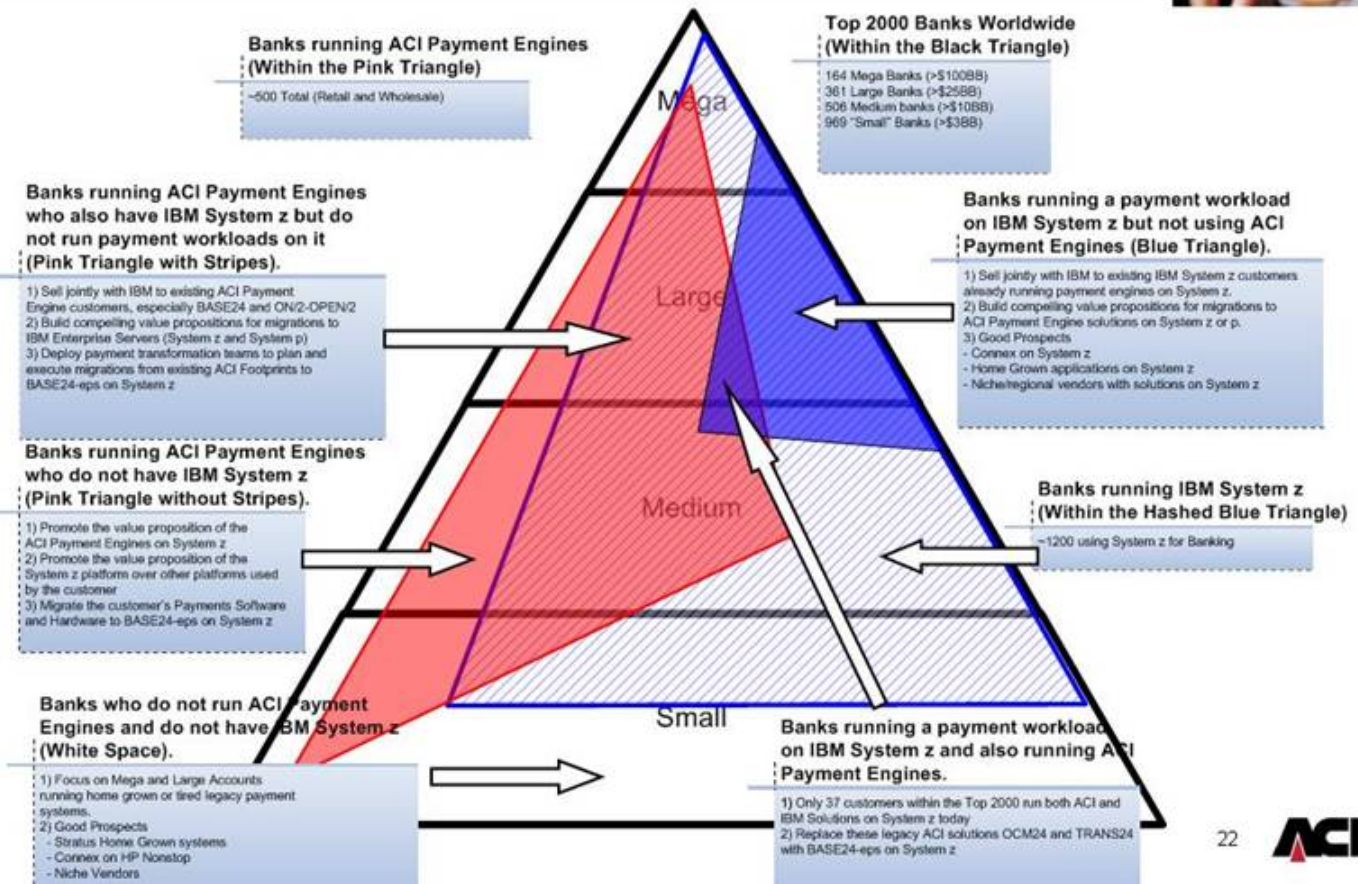
# ACI Deal Flow



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# ACI-IBM Market Coverage Summary







# IBM Alliance

Charlie Linberg, Alliance Executive and CTO



## Topics



- Alliance overview
- What it means to ACI and IBM
- How our customers will benefit
- Alliance organization and governance

## Alliance Overview



- ACI enhancing its wholesale and retail payment solutions to take full advantage of IBM hardware, software and services
- ACI and IBM dedicating a worldwide team of sales and technical specialists to sell combined solutions on System z
- The formation of a "migration factory" to streamline delivery and mitigate project risk
- IBM data centers to host ACI's payments software on-demand
- IBM acquires warrants
- IBM provides sales incentives and development funding

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## What this Means to ACI



- **Accelerates and strengthens ACI's strategy to deliver optimized end-to-end payments solutions**
  - System z provides an ideal platform for the realization of our IT consolidation / payments convergence strategy
  - Proximity to core systems will enable more robust, efficient integration
  - Industry leading middleware offerings from a single vendor
  - Combined innovations create unique opportunities to differentiate
- **Significantly expands ACI's addressable market for payments solutions**
  - Access to in-house developed systems
  - IBM can help penetrate historically difficult markets

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## What this Means to IBM



- Compelling combined solution will drive new workloads to System z
- ACI leverage of IBM middleware will facilitate new software sales (e.g., DB2, MQSeries, WebSphere, Tivoli)
- Migration factory will increase demand for IBM services
- Better positions IBM to lead strategic "transformational" projects in banking
- Validation of the IBM SOA foundation for payments
- Will enable IBM to focus investment on middleware and infrastructure while ACI focuses on payment applications

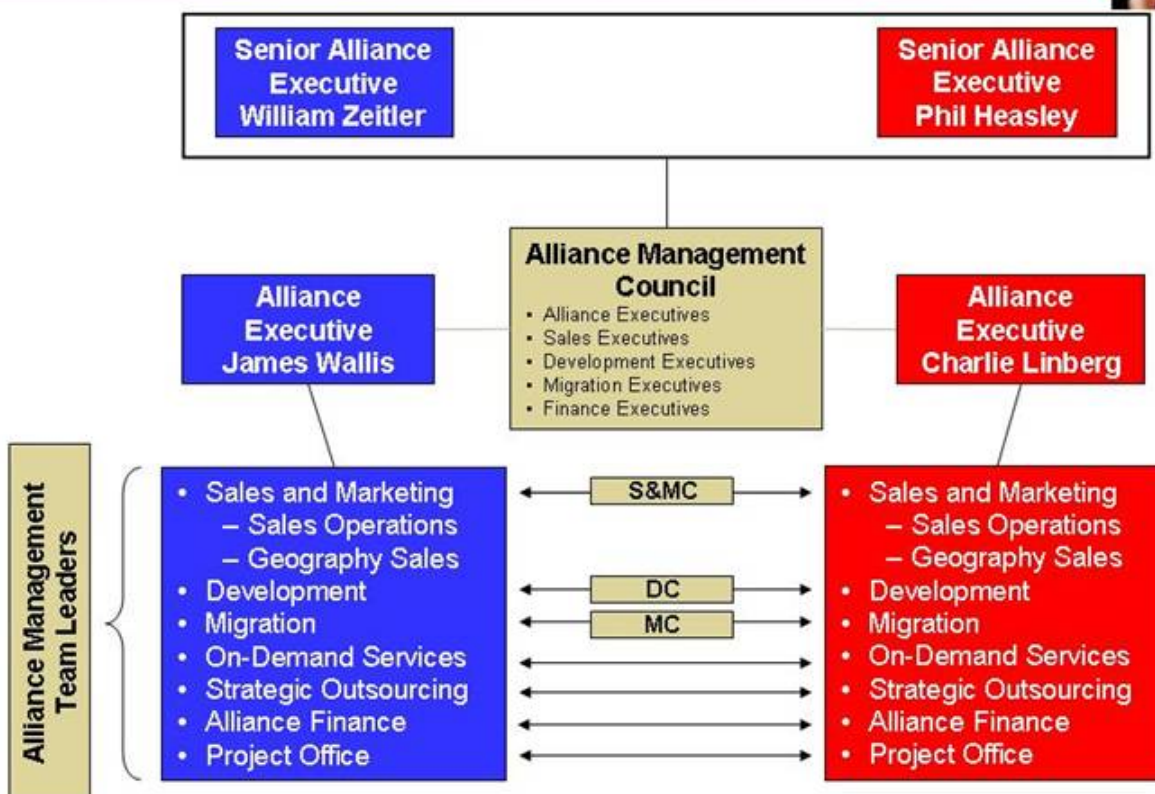


# How Customers Benefit



- Comprehensive payments solution that reduces cost and complexity
  - Eliminates redundant payment services and data
  - Pre-packaged integration relieves the customer's burden of integrating point solutions
  - Leverages existing operating environment
  - Reduces power consumption and maintenance costs through server consolidation
- Migration support to "de-risk" adoption, including trained staff and IT tools

# Governance – Structure and Hierarchy





# Alliance Operating Tenets



- **All customer engagement is guided by the alliance**
  - Co-marketing products, solutions and services
  - Joint account planning and selling
  - Coordinated delivery and support
- **Preferred platform is System z**
  - Leverage best-of-breed middleware
  - Take advantage of unique hardware and software features
  - Adopt "glass house" frameworks and best practices
- **Balance of alliance objectives**
  - ACI customer migrations to BASE24-eps on System z
  - In-house systems replaced by BASE24-eps
  - New wholesale payment systems (bulk / wire)
  - New risk management systems

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## Product Update

Mark Vipond, President, Global Product

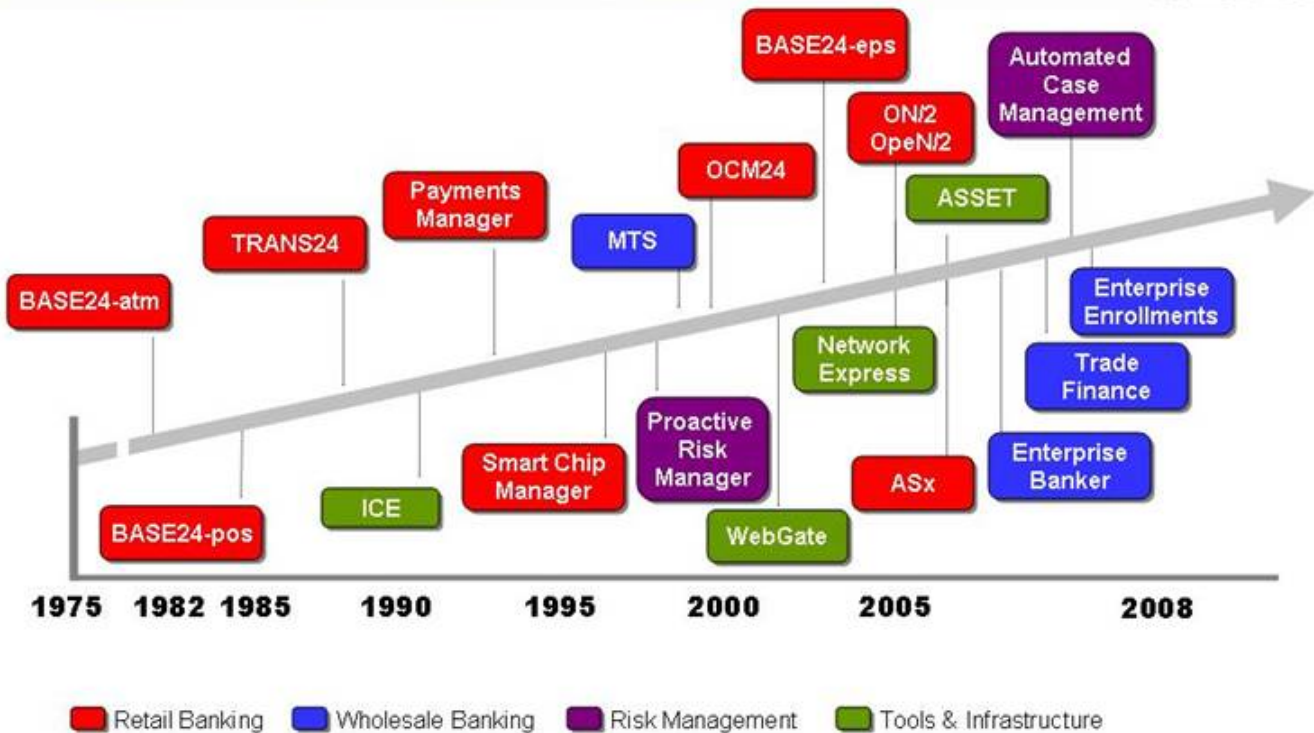


# Agenda



- ACI product history
- ACI product assets
- Market needs
- Moving to a payments hub

# ACI Product History



# ACI Product Assets



## ACI Global Retail Payments

- **Payment Hubs**
  - BASE24
  - BASE24-eps
- **Payment Settlement and Card Management**
  - Card Management
    - ACI Payments Manager
    - ACI Smart Chip Manager
  - Payment Settlement
    - ACI Payments Manager
  - Dispute Management
    - ACI Dispute Management System

## ACI Global Wholesale Payments

- **Payments Hub**
  - ACI Global Payments Hub
- **Online Banking**
  - ACI Enterprise Banker
  - ACI Remittance Manager
- **Trade Finance**
  - ACI Global Trade Manager
  - ACI Global Partner Manager
- **Global Payments Processing**
  - ACI MTS - RTGS Gateway
  - ACI MTS - Bulk Payment Gateway
  - ACI Payment File Manager

## ACI Enterprise Risk Management

- **Fraud Detection**
  - ACI Proactive Risk Manager
- **Case Management**
  - ACI Automated Case Management

## ACI Common Infrastructure & Tools

- **Automated Enrollments**
  - ACI Enterprise Enrollments
- **Web Services Tools**
  - ACI WebGate
- **Activity Monitoring**
  - ACI Monitoring & Management System
- **Testing & Simulation**
  - ACI ASSET
- **Communications**
  - ACI Network Express

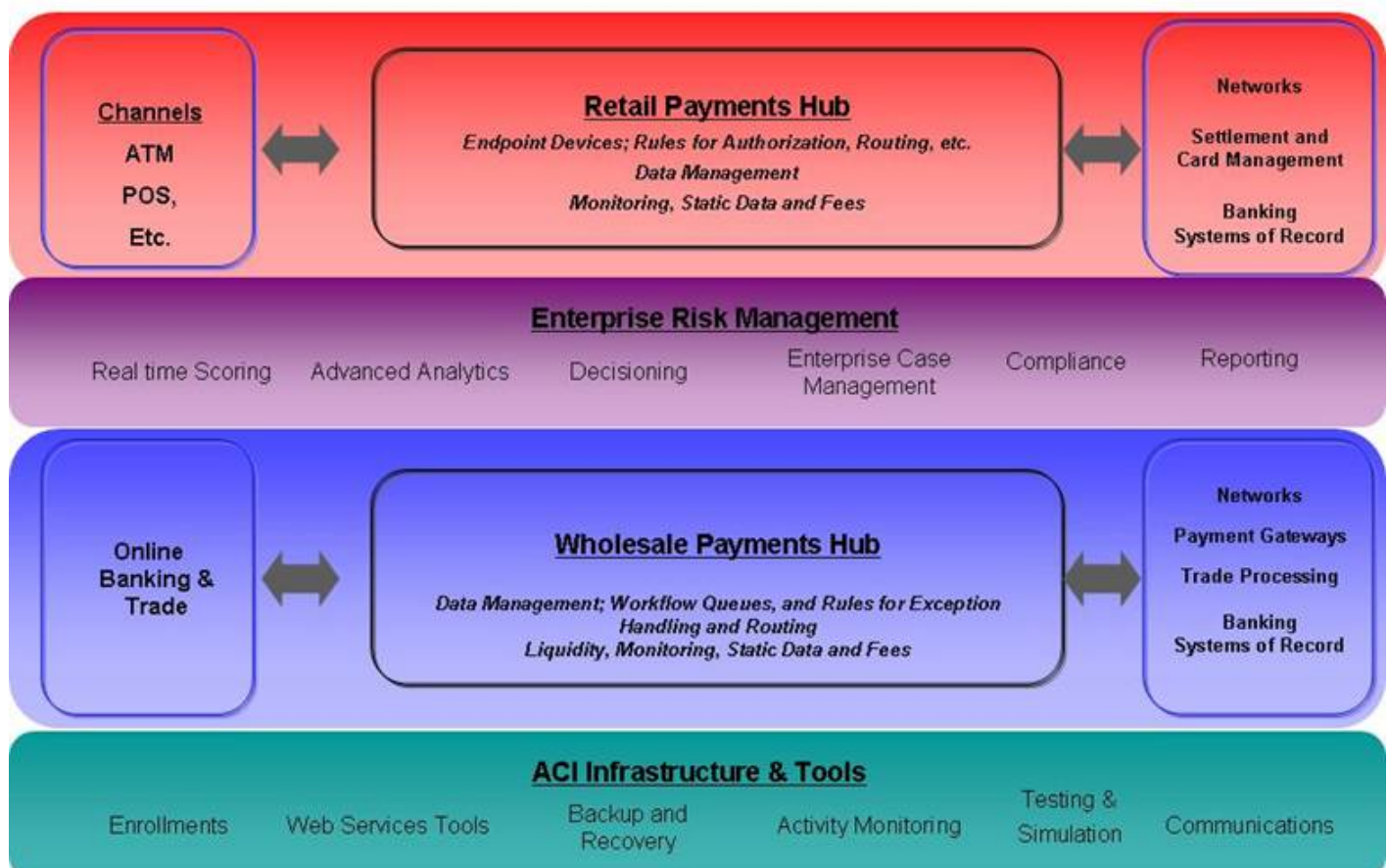


# Market Needs



- Productivity and efficiency
  - Convergence of payment system silos
  - Reduced complexity
  - Cost elimination
- Enhancement of services
  - New channels (e.g., mobile payments)
  - Chip technology
  - High-availability attributes
- Comprehensive solutions in lieu of products
- Integrated/enterprise risk management
  - Part of the solution (less distinct or separate)
- Payments data
  - Becoming more valuable than the execution of the payment
  - Data driven decisioning
- Payments product Innovation
  - New forms of revenue
  - New types of interactions with customers
  - e.g., B2B payments

## ACI Global Payment Solutions Product Strategy





# EMEA Channel

Steve Wright, President, EMEA





- EMEA
  - ACI business model
  - The EMEA market
  - EMEA customers
- EMEA payments
  - Growth in electronic payments
  - Faster Payments
  - SEPA
- Country profiles
  - Key markets
- Summary

## ACI's Proposition in Europe



*Increasing payment productivity with innovative products & services*

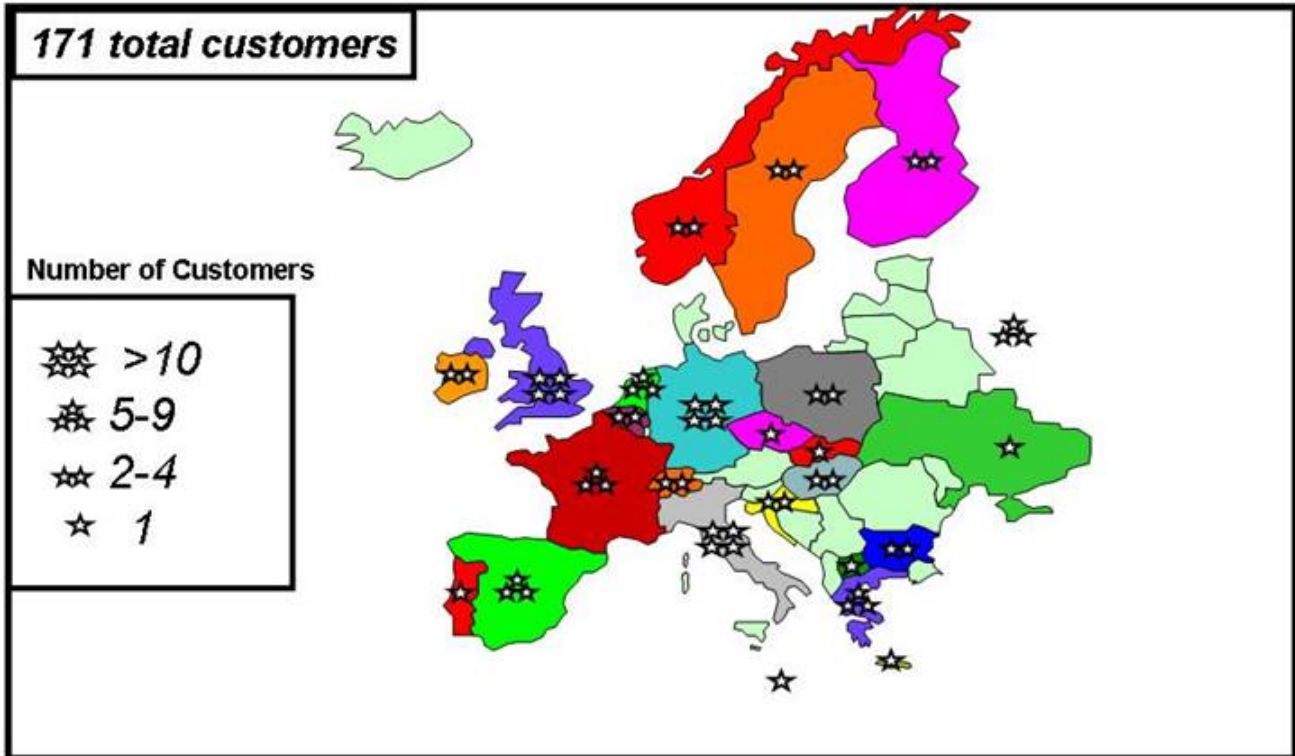
- VISA EU: running the largest transaction processing network in Europe
- Emporiki Bank: creating opportunities in issuing cards with EMV chips
- BNP Paribas: identifying and preventing fraud in debit accounts
- Fortis Bank: creating a payments hub for wholesale payments and SEPA
- Royal Bank of Scotland: supporting a constantly growing merchant acquiring business

*Building deep customer relationships*

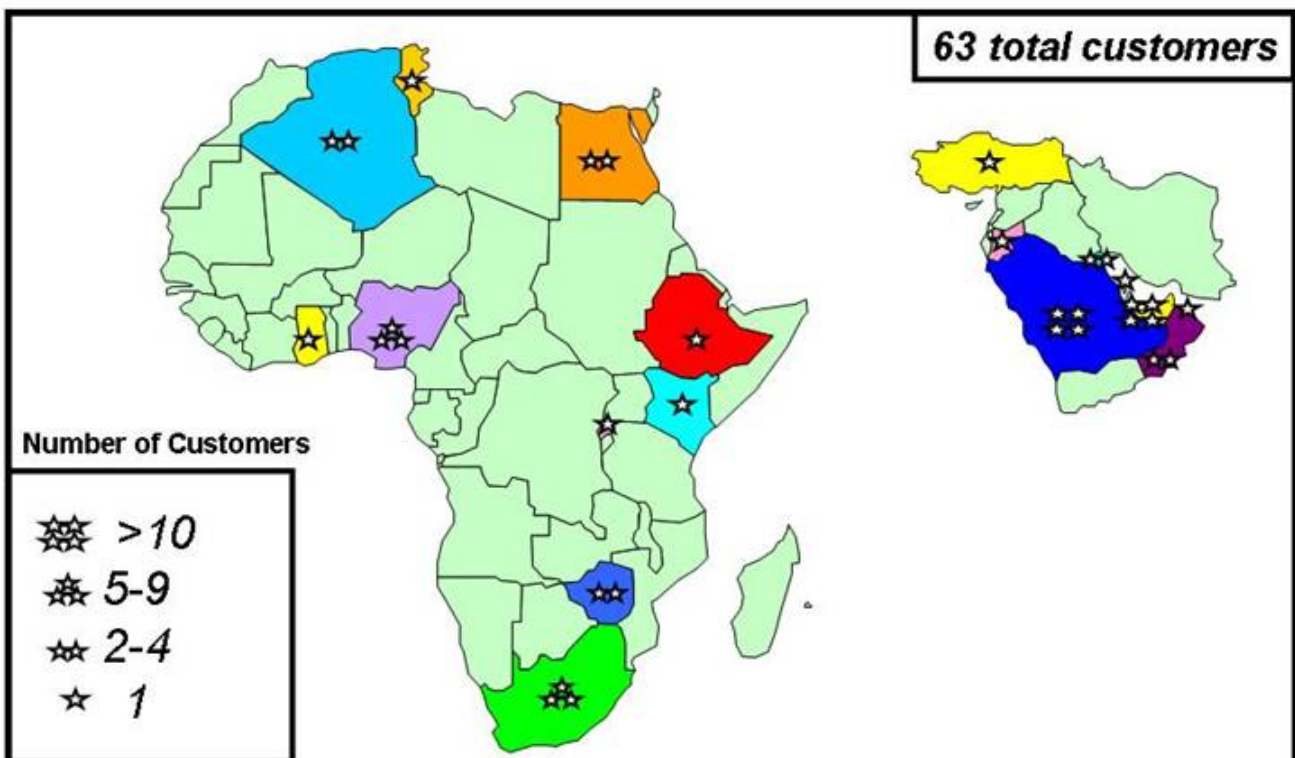
- Global Product: Local customization to meet country-specific needs
- Local Marketing and Support: 15 Locations from the UK to Dubai
- Local Services: Project Management, Consulting, Testing, Education



# ACI in EMEA : Europe



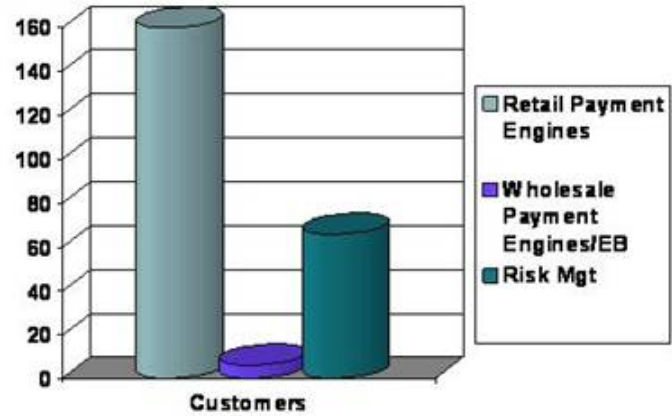
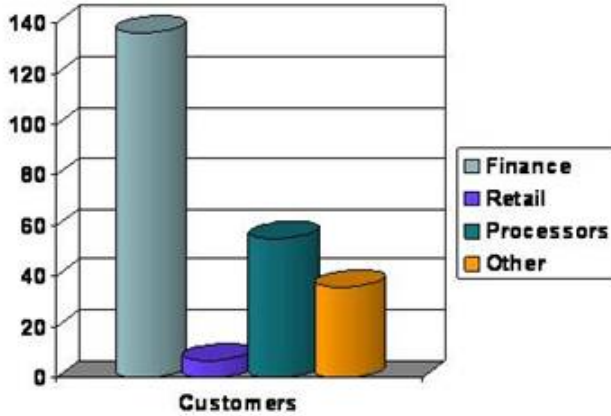
# ACI in EMEA : Africa and Middle East





- **Developed market**
  - EU + Norway, Switzerland
  - Established (debit) card market
  - Established wholesale payment infrastructure
- **Emerging market**
  - Eastern Europe, Middle East, Russia, North Africa
  - Rapidly growing volumes
  - Less established wholesale payment systems
- **Underdeveloped markets**
  - Sub-Saharan Africa, Pakistan, ex-CIS
  - Infrastructure development
  - NGO funding (e.g., World Bank)

# Customers by Segment and Solution



As of 12/31/07

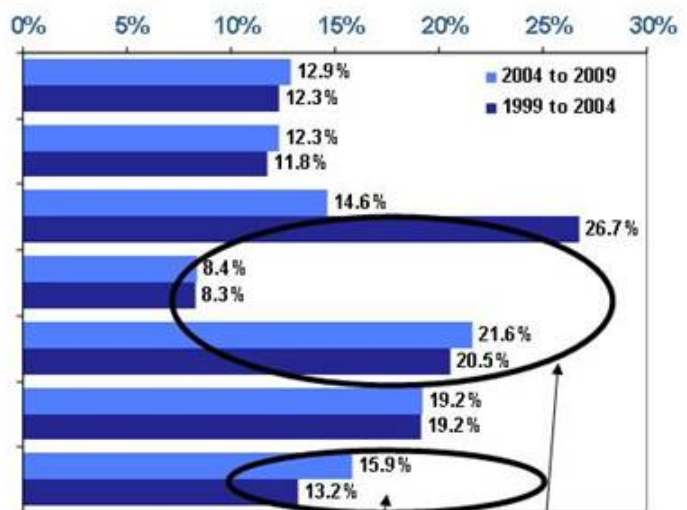
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**Electronic Transactions – Growth by Region**



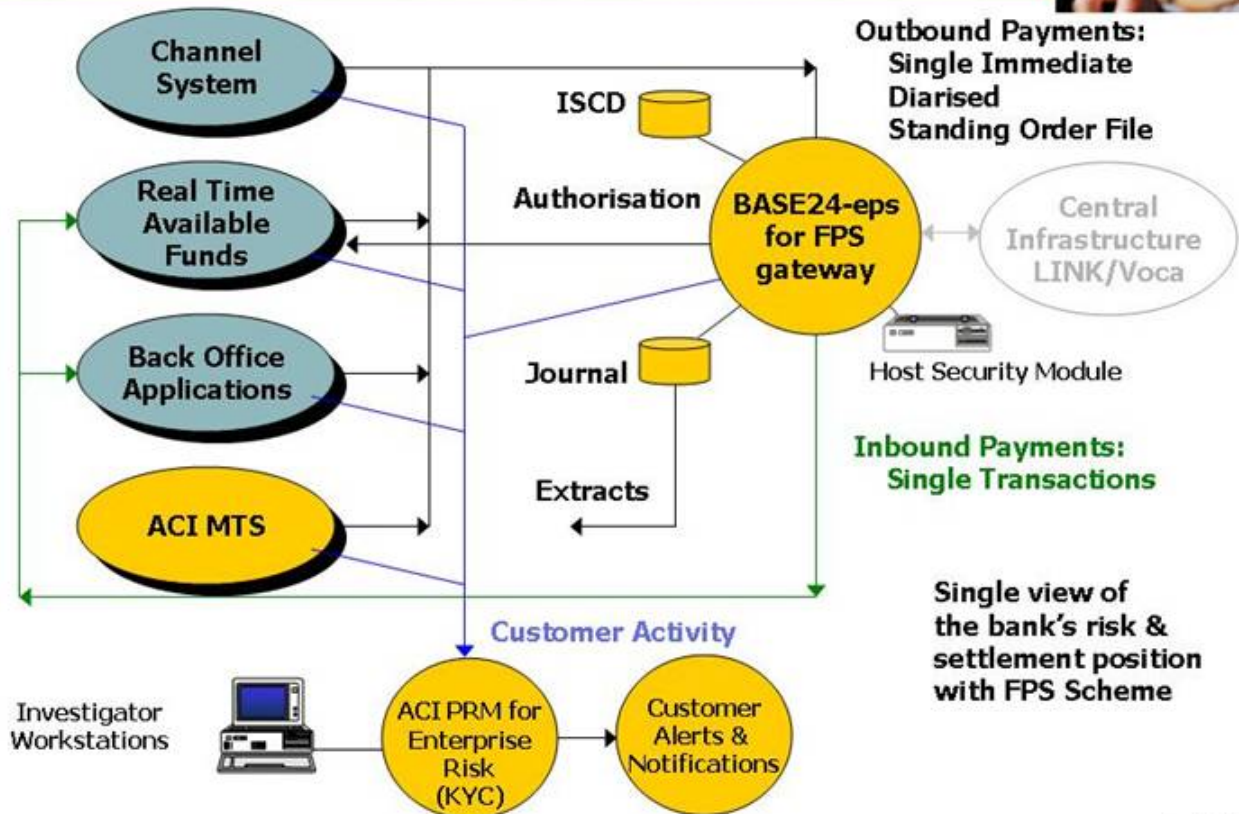
Source: 2006 ACI Worldwide Payments Market Forecast conducted by Global Insights

**Vigorous growth rates in MidEast/Africa**

**Healthy volumes, healthy growth rates in Eastern and Western Europe**



# Convergence: Faster Payments in UK



Single view of the bank's risk & settlement position with FPS Scheme

# Eurozone Payment Systems



*A fragmented debit card market with local standards and processing*

*A fragmented wholesale payments market for bulk clearing and high value payments*

	UK:	Maestro / VISA
	Belgium/Lux:	MrCash / Bancontact
	Finland:	Pankkikoritti
	France:	CB
	Ireland:	Laser
	Italy:	Bancomat
	Netherlands:	PIN
	Greece:	Maestro / Electron
	Austria:	Maestro / Bankomat
	Germany:	ecCash
	Portugal:	Multibanco / Electron
	Spain:	4B / CECA / ServiRed (Electron)

EU country	Low Value	High Value
Austria	not applicable	ARTIS
Belgium	CEC, CHS	ELLIPS
Denmark	Retail Clearing	KRONOS DKK & EUR
Finland	PMJ	POPS, BOF-RTGS
France	SIT	PNS, TBF
Germany	RPS	RTGSplus
Greece	DIAS	HERMES
Ireland	IRECC	IRIS
Italy	BI-COMP	BI-REL
Luxembourg	LIPS-Net	LIPS-Gross
Netherlands	CSS	TOP
Portugal	SICOI	SLOD, SPGT
Sweden	BankGiro, PostGiro	K-RIX, E-RIX
Spain	SNCE	SPI, SLBE
UK	BACS/VOCA	CHAPS £ & €

# Single Euro Payment Area (SEPA)



- SEPA spend by Europe's banks to top EUR8 billion
- The top 100 banks in Europe are projected to spend more than EUR3 billion to comply with EU requirements for a SEPA, according to a survey conducted by Accenture. Researchers questioned 47 senior payments experts from major banks across Europe, including 12 of the 26 interbank processors, 26 of the largest 100 banks and five of the largest commercial processors.
- It is forecast that there will be only be 6-8 processors in 2011 because of M&A
- The ACI Money Transfer System is SEPA ready

*SEPA will be complete by 2011 for cards,  
direct debits and credit transfers*



## Key Territories: UK and Ireland



- 33 customers
- Top five banks – Barclays, RBS, HSBC, HBOS, LBSB
- Key processors – First Data Europe and Wincor
- Visa EU
- Top three Irish banks
  - AIB, Bank of Ireland, Den Danske
- Top independent ATM deployer – VocaLink
  - Over 30,000 ATMs
- Significant player in merchant acquiring
  - Over 90% of the market
- Faster Payments project
  - Five customers deploying BASE24-eps gateway
  - Two customers deploying MTS

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## Key Territories: France



- 10 customers
- Key banks and processors
  - Cedicam
  - ING Direct
  - BNP Paribas
  - Societe Generale
  - Natixis
  - Europay France
- Key market drivers
  - SEPA has driven payment transformation in card market
  - Replacement of legacy systems and the need to go international
  - Opportunities in wholesale market

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## Key Territories: Germanic



- 26 customers
- Key customers
  - PLUSCard
  - Commerzbank
  - UBS
  - Credit Suisse
  - First Data Deutschland
- Market drivers
  - SEPA
  - PCI
  - EMV
  - Consolidation
  - Greater realisation of fraud issues

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## Key Territories: Iberia (inc. N Africa)



- 13 customers
- Key customers
  - El Corte Ingles
  - Sistema 4B
  - Deutsche Bank
  - ING Direct
  - Societe Monetique Tunisie
- Market drivers
  - SEPA
  - Processor consolidation
  - EMV
  - Fraud awareness

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# Key Territories: Italy



- 10 customers
- Key customers
  - Unicredit
  - SIA/SSB
  - Seceti
  - Setefi
  - Banca Sella
  - Bank of Valetta (Malta)
- Market drivers
  - SEPA
  - Aggressive M&A
  - Liberalisation of national market
  - Fraud awareness
  - EMV

## Key Territories: Benelux



- 7 customers
- Key customers
  - ING
  - ABN/Amro
  - Rabobank
  - Fortis
  - Equens
- Market drivers
  - SEPA
  - EMV
  - Fraud
  - Aggressive M&A
  - Consolidation / centralisation

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## Key Territories: Eastern Europe



- Key customers
  - Polcard, BGZ (Poland)
  - First Data (Slovakia)
  - Global Payments Europe (Czech Republic)
  - GBC, Erste, OTP (Hungary)
  - Emporiki, NBG (Greece)
- Market drivers
  - Aggressive M&A
  - EMV
  - SEPA (Slovenia has joined Euro)
  - Fraud
  - High growth in transaction volumes

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## Key Territories: Russia



- 14 customers
- Key customers
  - Gazprombank
  - Bank VTB
  - AK Bars Bank
  - Impexbank
  - Russian Agricultural Bank
- Market drivers
  - Market potential
  - Positioning to exploit growth potential

## Key Territories: Saudi Arabia



- 10 customers
- Key customers
  - NCB
  - Al Rajhi
  - Saudi Hollandi Bank
  - Banque Saudi Fransi
- Market drivers
  - Greenfield banks
  - Oil \$
  - Innovation at branch and self-service
  - Wholesale bank transformation
  - SPAN2 project
  - Chip card issuance (EMV)

# Key Territories: Middle East



- 30 customers
- Key customers
  - EBI United Arab Emirates
  - OIB Oman
  - QNB Qatar
  - BLOM Bank SAL Lebanon
  - MCB Pakistan
  - KNet Kuwait
- Market drivers
  - Oil \$
  - Innovation at branch and self-service
  - Chip card issuance

## Key Territories: Africa



- 17 customers
- Key customers
  - ABSA, Standard Bank, FNB South Africa
  - Unity Bank, Zenith Bank Nigeria
  - SBM Mauritius
  - Dashen Bank Ethiopia
- Key drivers
  - Compliance software (AML)
  - Infrastructure (switching)
  - Innovative payment systems (mobile)
  - EMV (South Africa)

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## EMEA Summary



- Innovative market for ACI solutions
  - Transaction processing
  - Wholesale and retail payments
  - Back office functions
  - Risk
- ACI business model in EMEA focuses on local marketing and support
- Convergence in retail and wholesale payments
  - Faster Payments
  - SEPA
- Strong position in key EMEA geographies

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# Asia-Pacific Channel

Jeremy Wilmot, President, Asia-Pacific

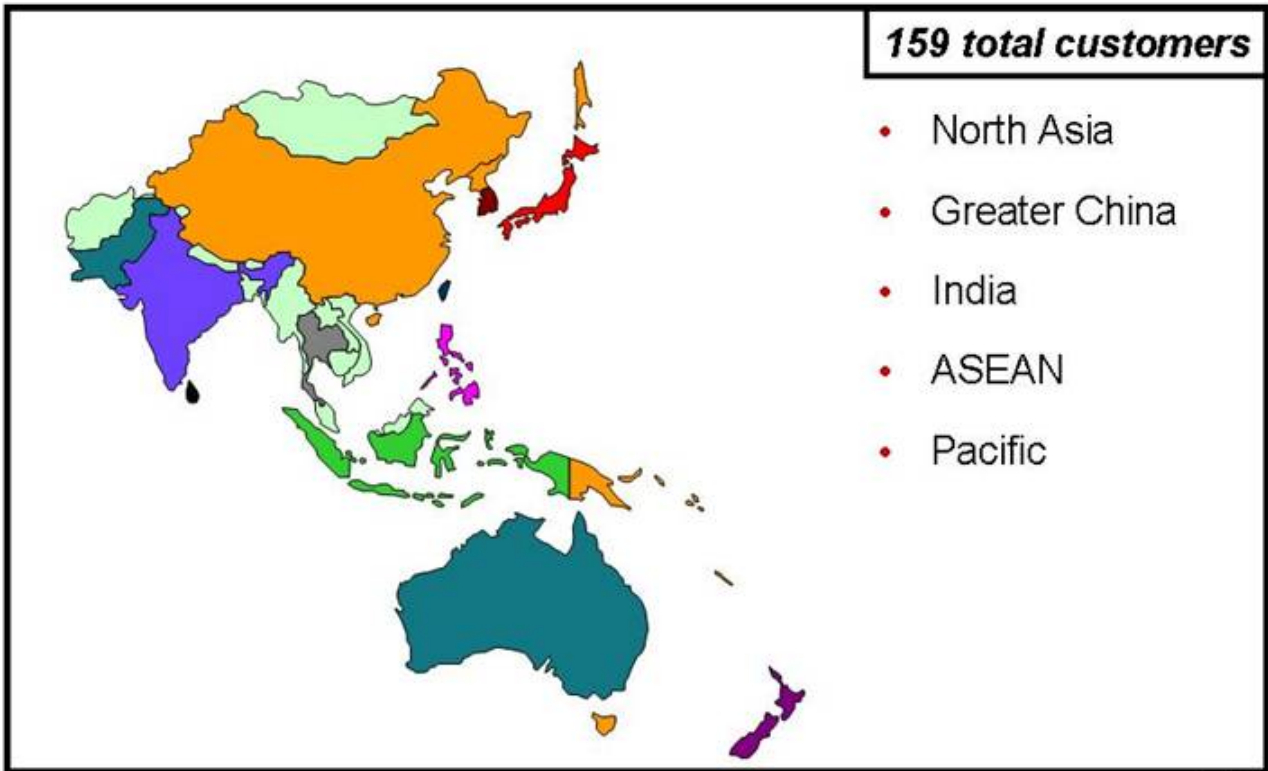


## Topics



- Territory overview
- Market trends and opportunities
- Strategies
- Summary

# ACI in Asia Pacific



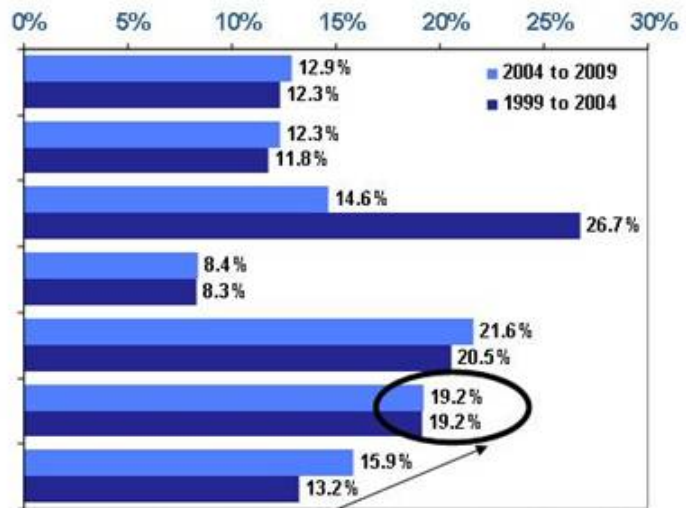
# ACI Worldwide Payments Market Forecast



**Global Electronic Transactions (bn per year)**

	1999	2004	2009
World	117.4	209.8	384.2
Nafta	44.9	78.3	140.0
South America	3.8	12.5	24.7
Western Europe	50.2	74.8	111.9
Eastern Europe	3.8	9.7	25.8
Asia Pacific	12.9	31.1	74.8
Middle East/Africa	1.8	3.3	6.9

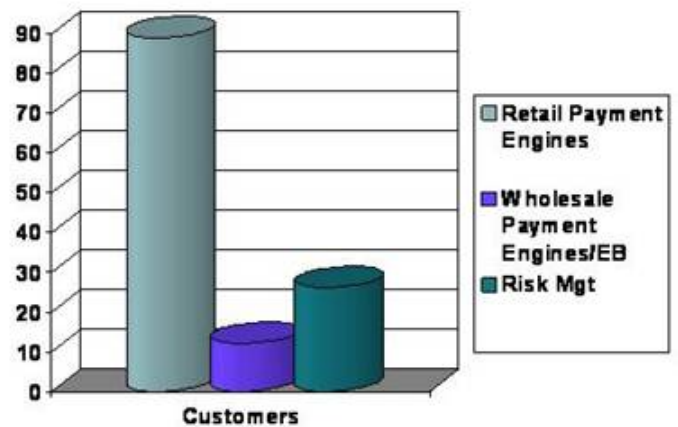
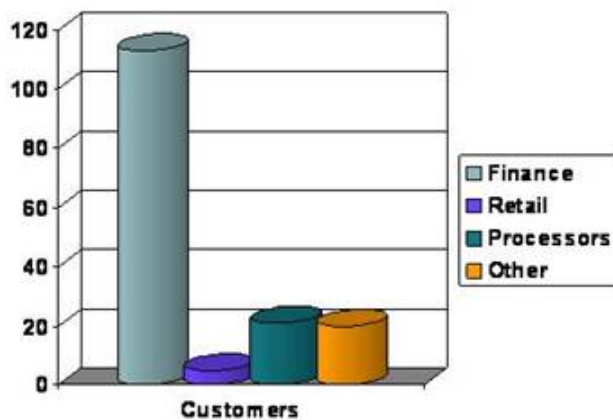
**Electronic Transactions – Growth by Region**



Source: 2006 ACI Worldwide Payments Market Forecast conducted by Global Insights

*Very high growth rates across the region*

# Customers by Segment and Solution





## ACI market share



- #1 retail payment engine in India
- #1 retail payment engine in ASEAN
- #1 retail payment engine in Pacific
- #1 fraud detection in Greater China and Pacific
- #1 credit card acquiring in South Korea
- #1 corporate banking systems in Thailand and Singapore
- Wholesale payment engine customers in Pacific and Japan
- Card management customers in Pacific and ASEAN

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## Market Trends and Drivers



- 4 billion people and growing
- Export-driven economies
- Risk management of high-volume and complex transactions
- Wealth management opportunities
- CHINDIA 10% growth
- Asian Bank internationalization and regionalization
- Emergence of Islamic banking
- Increased regulation in payments

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- **China: “One country, two systems”**
  - 30,000 banks
  - Fragmented and regionalized payment system
  - Chinese National Advanced Payment System or “CNAPS”
  - China Union Pay or “CUP”
  - SAR of Hong Kong
  - Bank consolidation and internationalization
- **India**
  - Strong focus on growing retail payments and cards
  - Reserve Bank of India regulation
  - Talent war is fierce
  - Emerging SME corporate opportunity

## Opportunities



- Size and growth of Chinese payments market
- India growth of card-based payments
- Export economies require trade finance and corporate products
- Risk management of payments is a concern
- Leverage IBM position and investment
- Large growth of debit card usage expected in ASEAN and South Korea
- Inefficient payments infrastructure in Australia

## Strategies



- Move to direct distribution model where appropriate
- Use trade finance as the lead for corporate and wholesale sales
- Transaction-based contracts
- Grow services revenues profitably by leveraging low cost resource centers
- Strengthen management team
- Talent management focus

## Asia-Pacific Summary

- Open office in Shanghai, China
- Establish direct operations in India (Mumbai)
- Form close cooperation with IBM Japan
- Strong sales performances in Australia and ASEAN
- Strong sales performance in corporate/wholesale banking
- Grow resource center in Malaysia to 50 employees



## Americas Channel

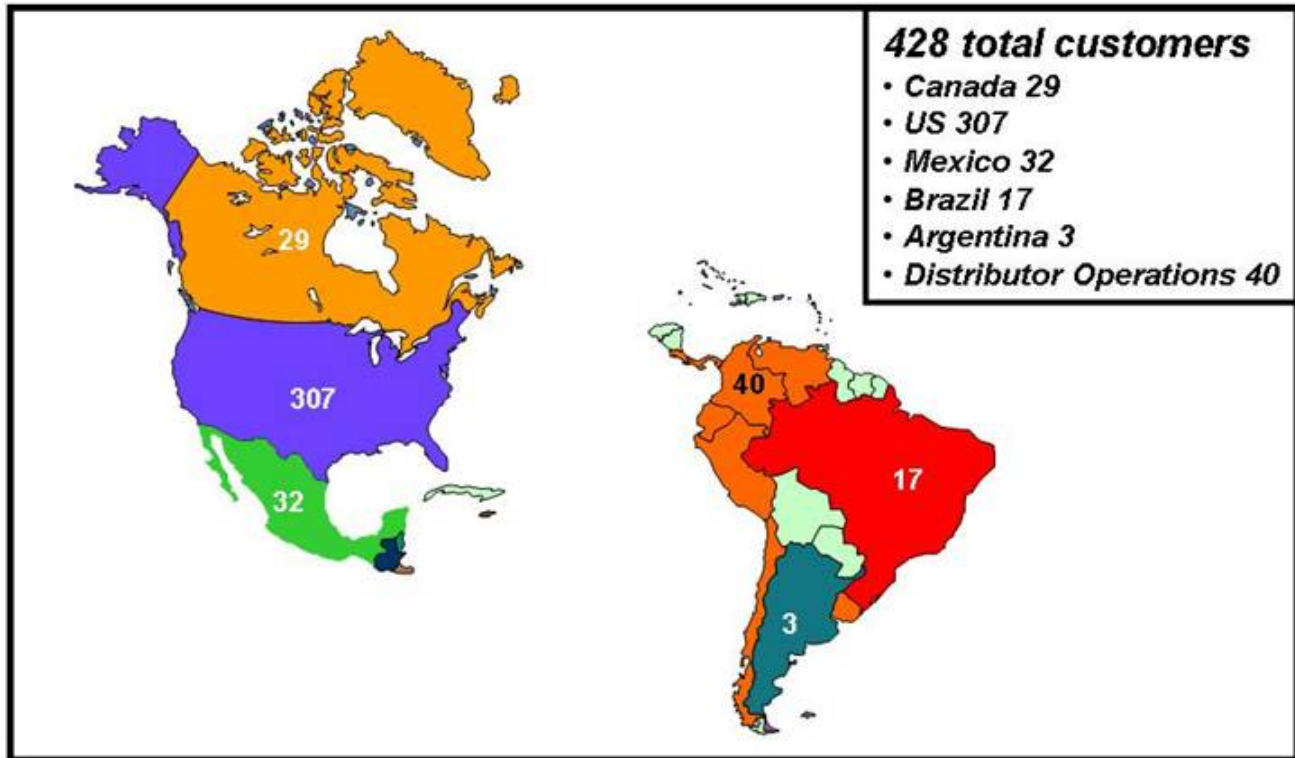
Ralph Dangelmaier, President, Americas





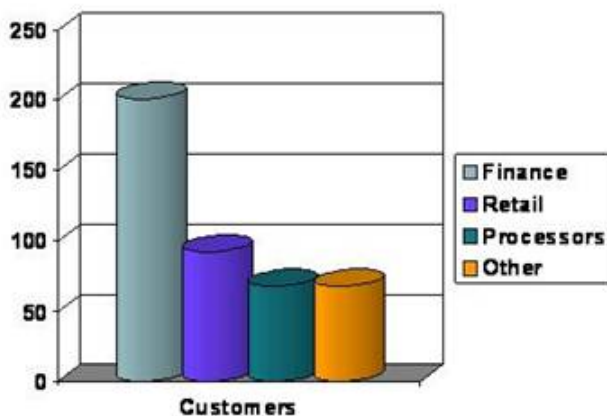
- Territory overview
- The market
- Territory reviews
- Strategies for success

# ACI in the Americas

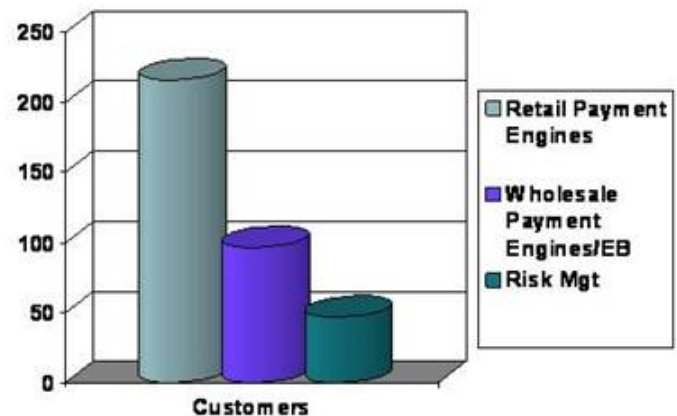


As of 12/31/07

# Customers by Segment and Solution



**Americas has a diversified customer base**



**Significant cross-selling opportunity**

As of 12/31/07

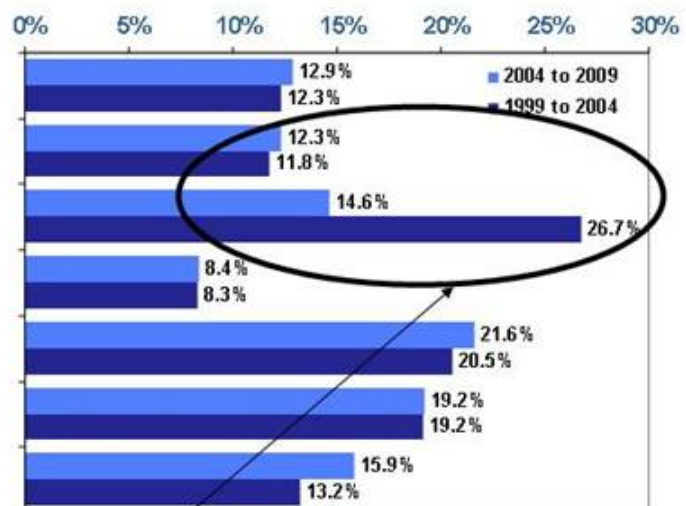
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## Electronic Transactions – Growth by Region



Source: 2006 ACI Worldwide Payments Market Forecast conducted by Global Insights

*High Growth rates across Mexico and South America*

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## Market Trends and Drivers



- Continued desire to reduce costs and increase productivity
  - Need for end-to-end solutions
  - Need for platform and solutions convergence
  - Need to automate manual, cumbersome processes
  - ACI will drive customers to new releases to address these needs
- Electronic payment volumes continue to rise
- Risk and compliance needs
- Globalization needs
- Newer phenomena – EMV, prepaid cards, mobile banking and payments

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- ACI is leading provider of enterprise electronic payment systems
  - Systems deployed in 24 of the top 25 banks, 33 of the top 100 retailers, major processors and switches
- Market dynamics will create a migration from legacy solutions and processors to new solutions
- Pressure on costs, reliability and risk will create the need for enterprise payment “hubs”
- IBM partnership will facilitate new wins and migrations
- Key markets to attack include payments processors, retailers and banks below #25, plus cross-selling new solutions into existing base

*ACI has significant market potential remaining in the U.S.*



## Canada



- ACI is leading provider of enterprise electronic payment systems
- Market is moving to EMV – will create stress on legacy systems and opportunity for ACI Smart Chip Manager
- Migration to IBM-based systems will create services and new licensing opportunities
- Merchant retail segment yet to be penetrated
- Opportunities remain to cross-sell into base
- On Demand may create some opportunities in smaller players and retailers

*ACI has significant opportunity in Canada for its wholesale payment solutions*

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## Emerging Latin America



- 21 countries, 535 million people, 60% unbanked
- ATM penetration rates at 1/6 to 1/2 of U.S.
- POS penetration rates at 1/30 to 1/10 of U.S.
- Faster growth in electronic payments forecast

### Key opportunities:

- Economic growth
- Shift to electronic payments
- Age of legacy technology
- Increasing fraud risk



*Significant growth opportunities await ACI in Latin America*

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## Brazil



- Market is dominated by in-house developed payment systems
- ACI beginning to gain traction, particularly in fraud detection/prevention space
- IBM relationship will be key to driving replacement of legacy technologies, representing a greenfield opportunity for ACI
- ATM sharing and movement to chip-based environments will create some opportunities

*Brazil is the largest under-penetrated market for ACI in the Americas*

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## ACI On Demand



- ACI hosts image of its solutions on behalf of the customer
- Expands market to those who lack internal IT sophistication or scale
- Common theme for companies to look at solutions on-demand
  - Reduces customer costs while maintaining control
  - Results in faster deployment for the customer
  - Minimizes up-front investment in IT, staff, etc.
  - Allows for “paying by the drink”
  - ACI’s “unique image” model provides risk mitigation for the customer
  - Customer can take the solution back in-house if they choose
- Can facilitate transition to new solutions from legacy

*ACI On Demand opens up new market segments for ACI*

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# Key Strategies for the Americas



- **Selling the breadth of the ACI Payments Framework**
  - Expanding penetration for retail payment hubs
  - Expanding penetration for wholesale payment hubs
  - Driving demand by leveraging the power of the IBM relationship
- **More focus on professional services**
- **Growing our ACI On Demand business**
- **Continued penetration via new accounts and cross-selling into the base**





- Addressable market is over \$2 billion per year
- Electronic payments market has annual growth over 13% per year
- ACI has less than 10% share across the geography
- Focused strategies in place for 2008 to begin driving more growth

## *Room to Run*

*Significant market opportunities in a large and growing market*



## Financial Review

Scott Behrens, Principal Financial Officer





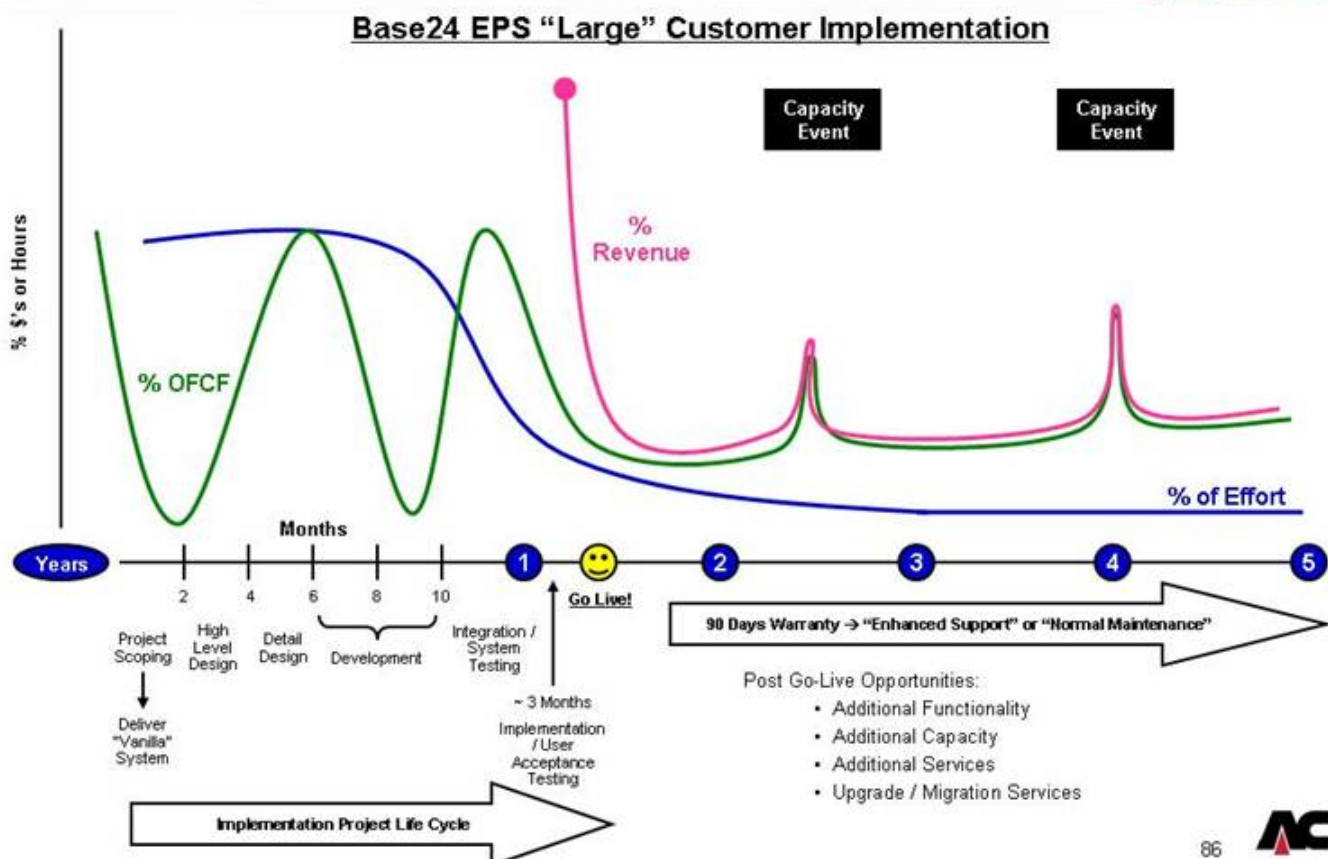
## 1. ACIWW Business Model

- Typical New Customer or Application Business Model (ILF / PUF)
- Typical New Customer or Application Business Model (MLF)
- Typical Renewal Business Model (MLF)

## 2. Select Trending of Financial Data

- EBITDA (Adj.) & OFCF Trending
- CY 2007 → CY 2008 Capital Expenditures Walk
- Deferred Revenue Metrics & Trending
- P&L Margin Trending
- Disciplined Capital Allocation
- Historical Capital Allocation
- Historical Acquisition Expenditures

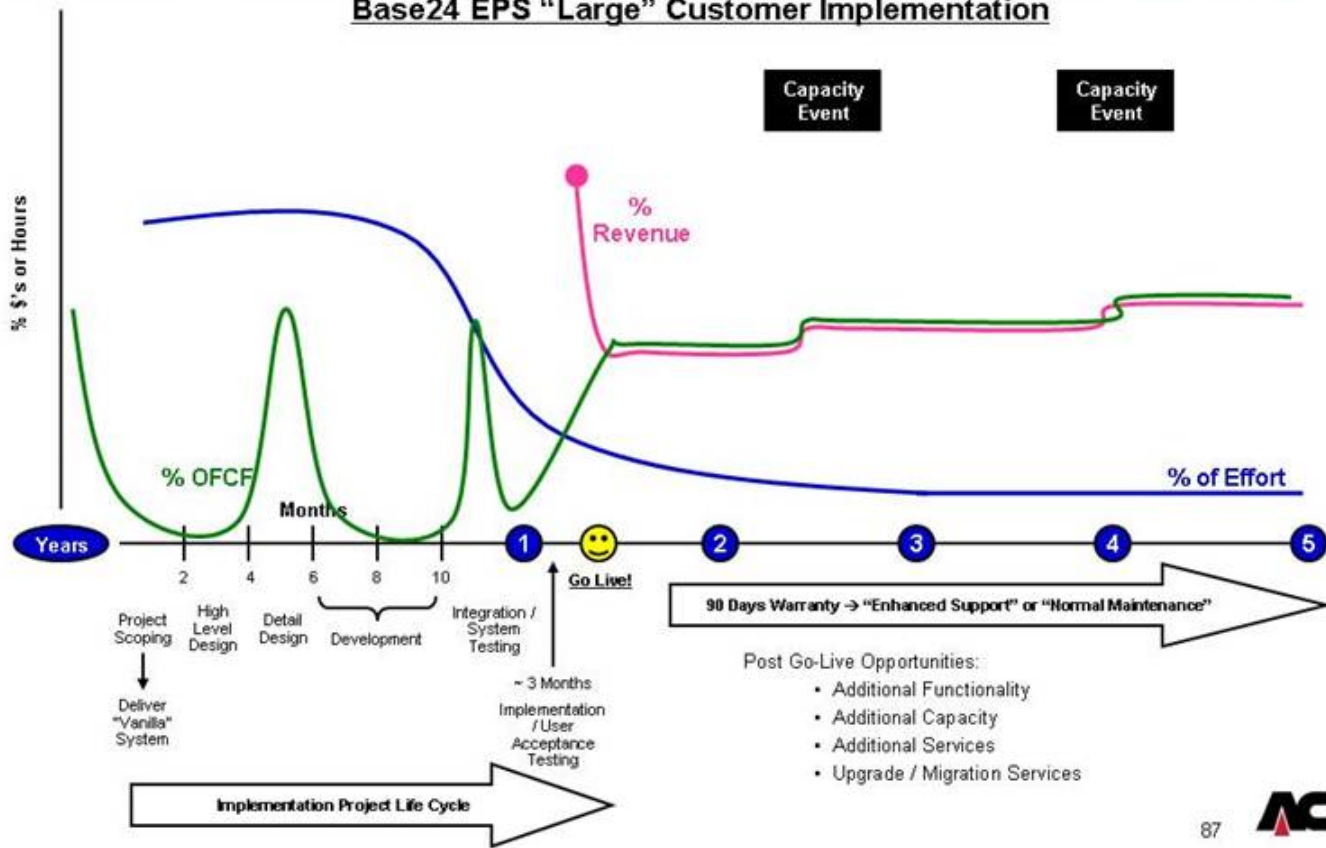
## Typical New Customer or Application Business Model (ILF/PUF)



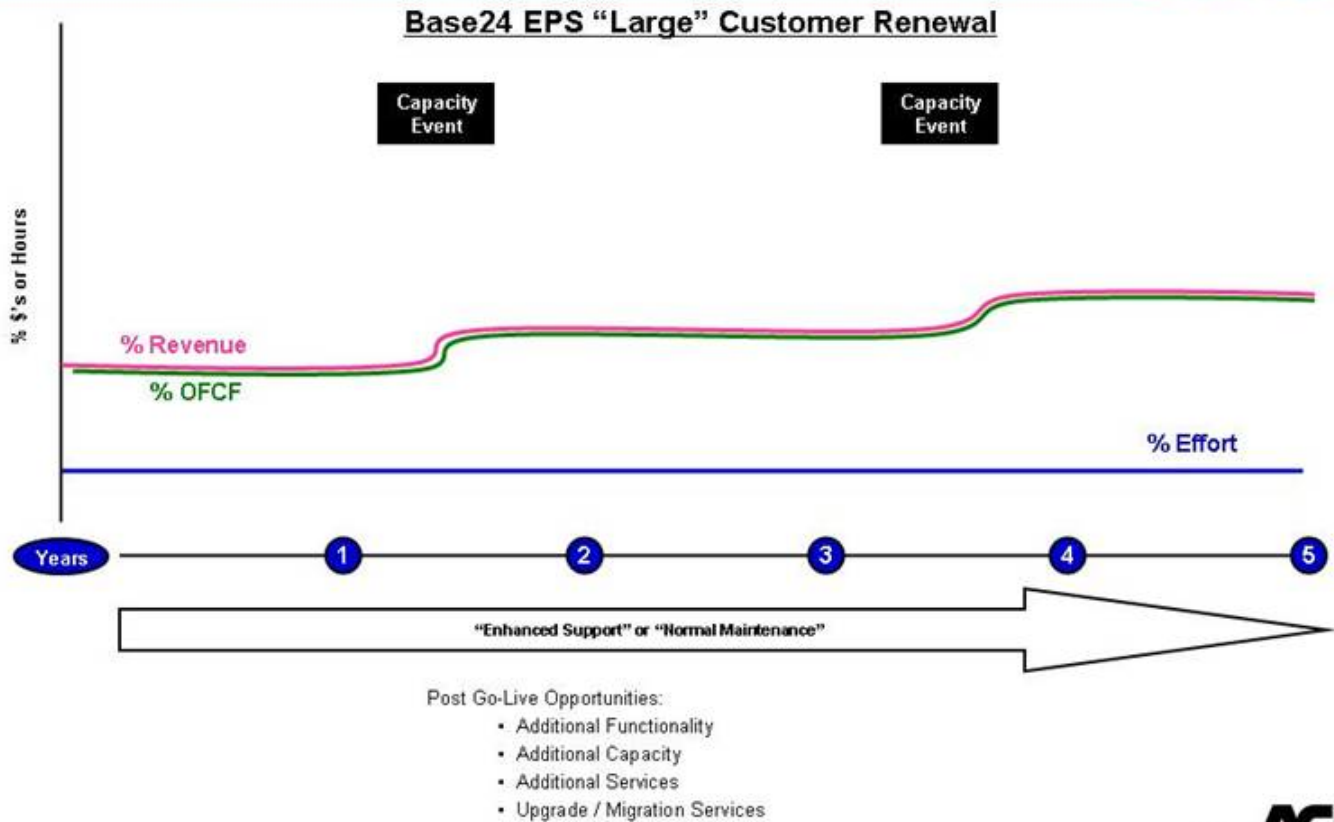
# Typical New Customer or Application Business Model (MLF)



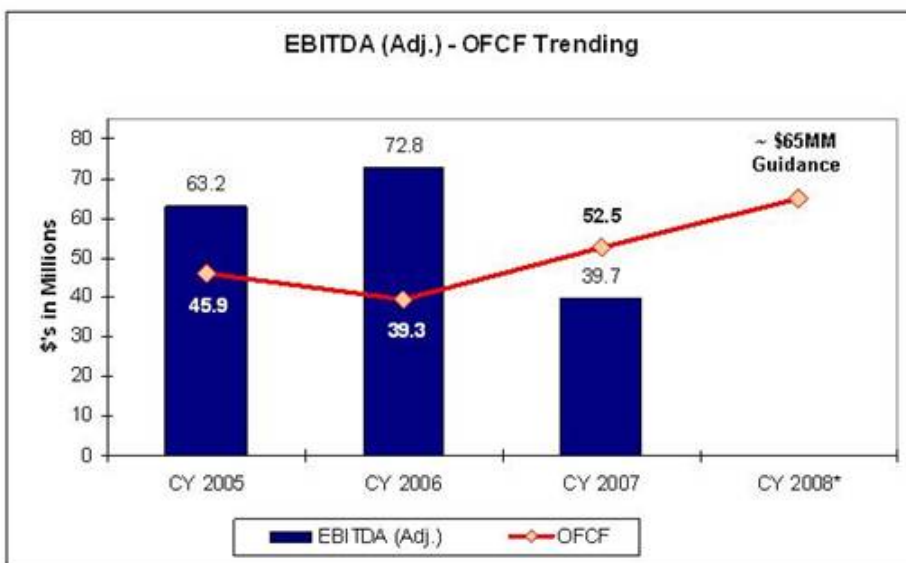
## Base24 EPS "Large" Customer Implementation



# Typical Renewal Business Model (MLF)



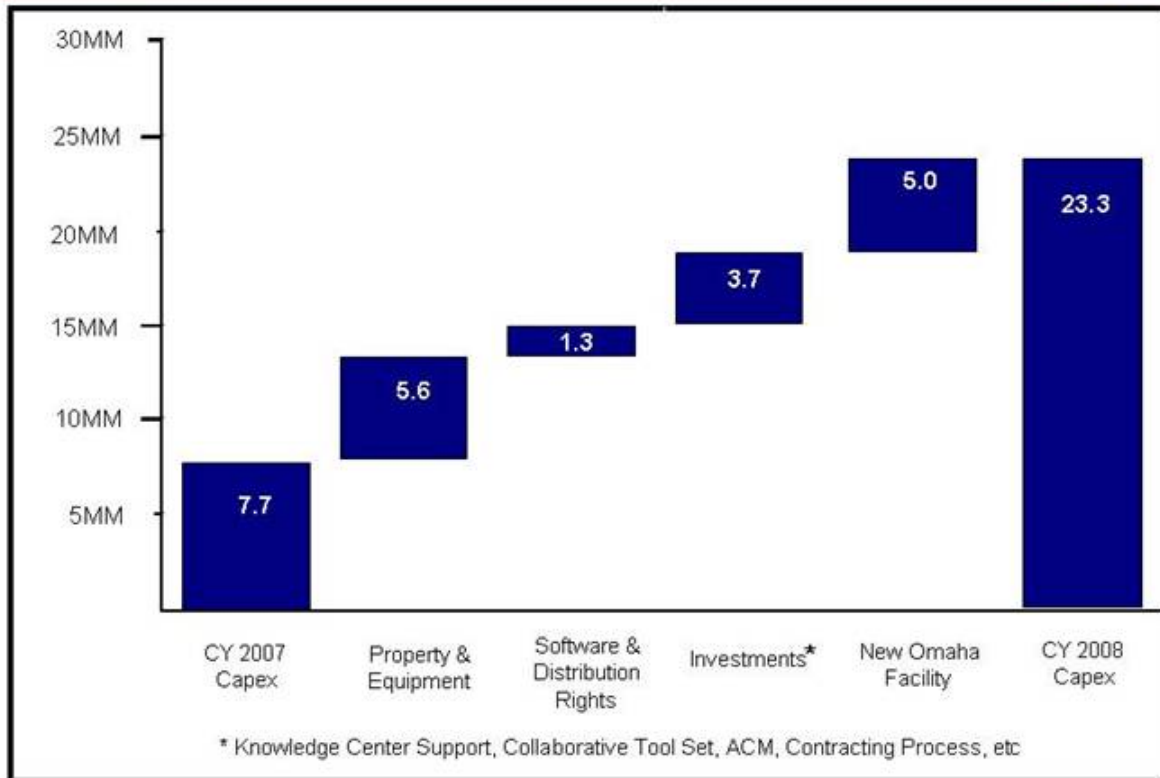
# EBITDA (Adj.) & OCF Trending



	CY 2005	CY 2006	CY 2007
Net cash flows from operating activities	\$51.8	\$46.6	\$37.6
Less: Capital Expenditures	5.7	9.4	7.7
Plus: IBM Proceeds	--	--	9.3
OFCF (post Capex & IBM)	45.9	37.1	39.2
Non-Recurring Items (Net of Tax)	--	--	--
Stock Options	--	1.2	8.4
Restructuring & Emp. Related	--	--	3.4
Corporate Jet Lease Termination	--	--	0.8
PSM Distribution	--	5.9	0.7
Class Action Settlement	--	5.3	--
Tax Refund	--	(9.1)	--
Interest on Tax Refund	--	(1.2)	--
Total Non-Recurring Items	--	2.2	13.3
Operating Free Cash Flow	\$46.9	\$39.3	\$52.5
EBITDA	\$61.8	\$65.1	\$17.4
Non-Recurring Items	--	--	--
Stock Options	--	2.6	9.2
Restructuring & Emp. Related	--	--	5.5
Corporate Jet Lease Termination	--	--	1.3
IBM Prof. Fees	--	--	0.5
LTI Reversal	--	--	(2.1)
Class Action Settlement	--	8.5	--
Total Non-Recurring Items	--	11.1	14.4
Non-Cash Compensation	1.4	6.7	7.9
EBITDA Adjusted	\$63.2	\$72.8	\$39.7

\*2008 Guidance provided on February 19<sup>th</sup>, 2008

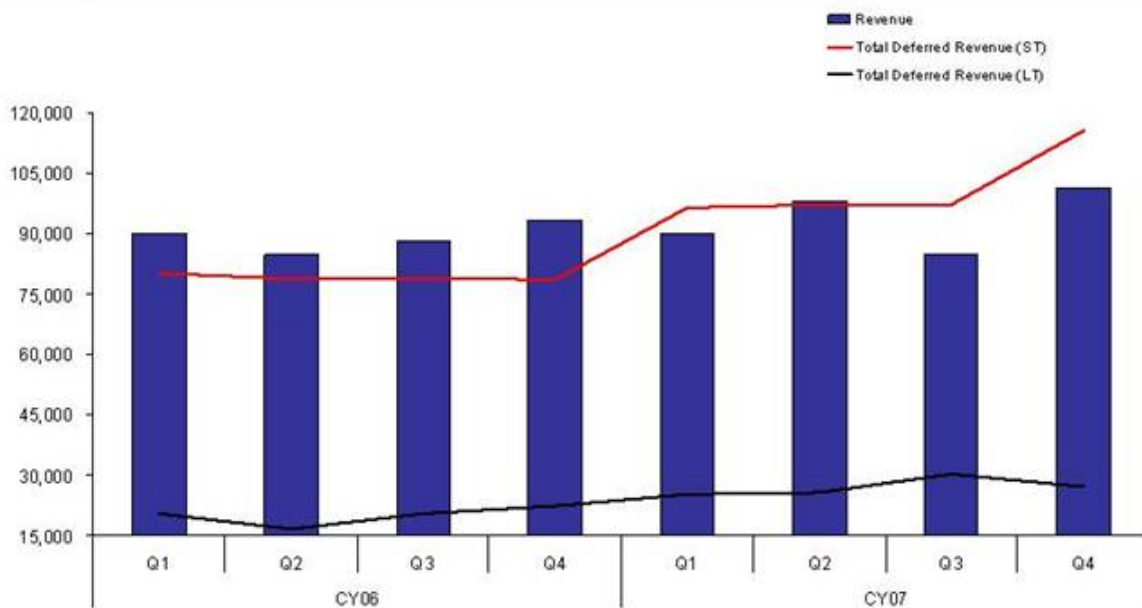
# CY 2007 → CY 2008 Capital Expenditures Walk



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# Deferred Revenue Metrics & Trending



	CY06				CY07			
	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4
<b>Revenue</b>	89,833	84,764	88,230	93,289	89,948	96,109	84,872	101,262
<b>Total Deferred Revenue (ST)</b>	80,134	78,808	78,996	78,497	96,402	97,105	97,042	115,519
<b>Total Deferred Revenue (LT)</b>	20,429	16,561	20,380	22,414	25,343	25,742	30,280	27,253

In \$ Thousands

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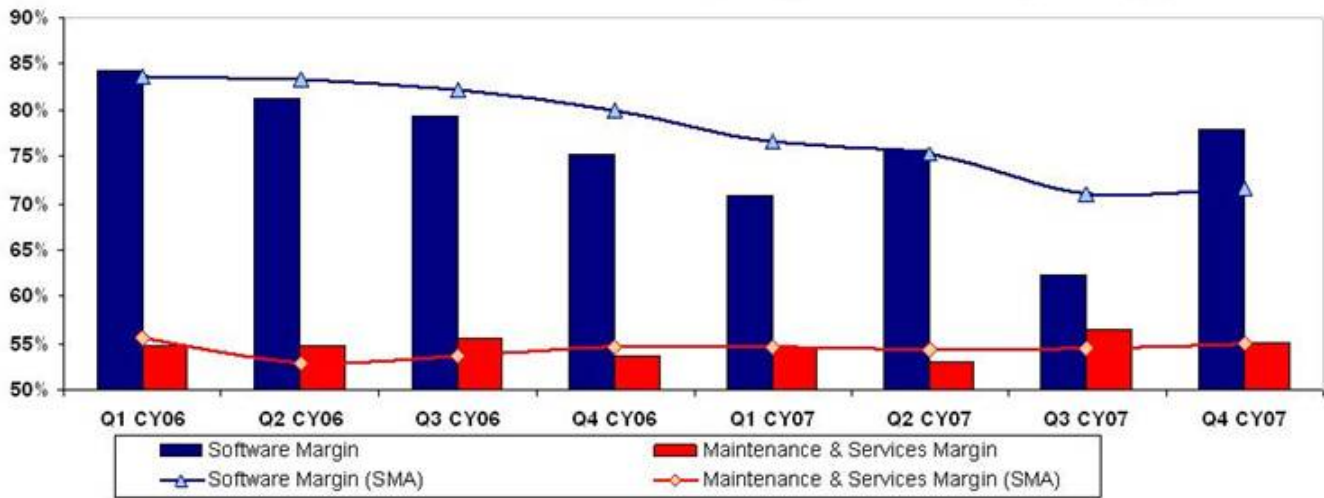




# P&L Margin Trending



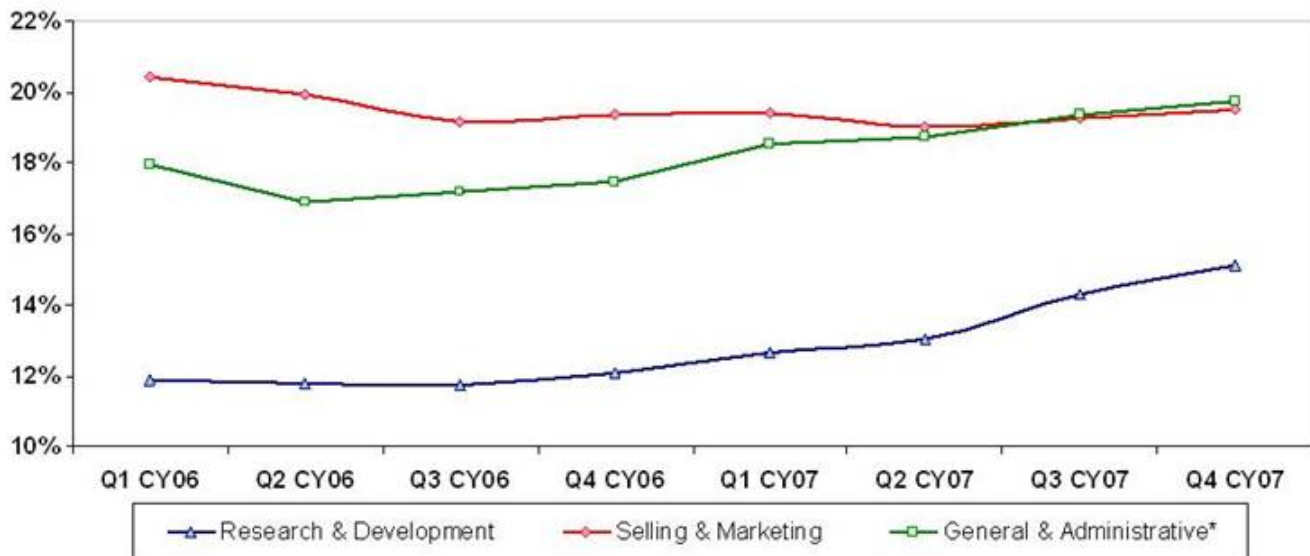
Software - Maintenance & Services Margins (4pt Simple Moving Average)



# P&L Margin Trending



Percentage of Total Revenue (4pt Simple Moving Average)



\*G&A Adjusted to exclude Amortization of Acquisition Intangibles + Non-Recurring Items

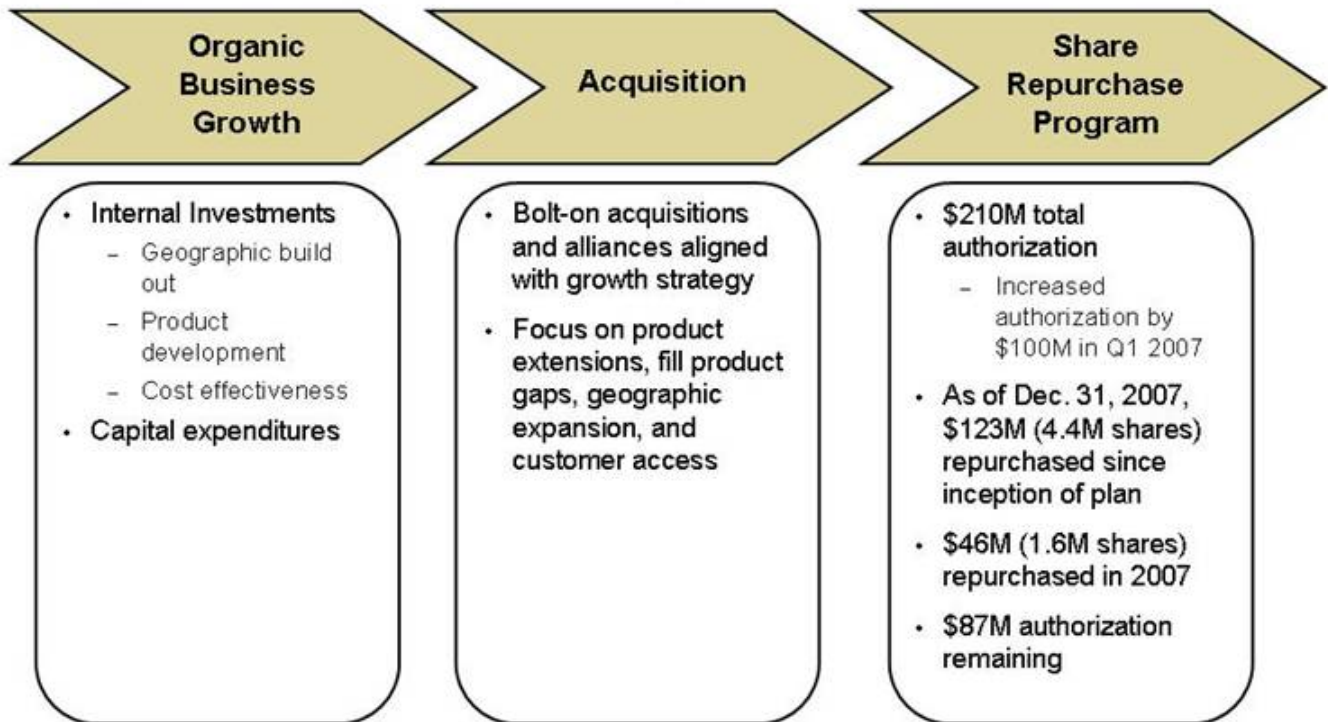
# P&L Margin Trending



(\$ in millions)	Q1 CY05	Q2 CY05	Q3 CY05	Q4 CY05	CY 2005	Q1 CY06	Q2 CY06	Q3 CY06	Q4 CY06	CY 2006	Q1 CY07	Q2 CY07	Q3 CY07	Q4 CY07	CY 2007
Software License Fees	43.0	37.1	40.0	43.4	164.0	47.7	42.0	42.6	41.2	173.4	38.5	40.9	28.9	46.3	154.6
Mobile sales	22.6	24.9	23.8	25.3	96.7	24.7	26.0	27.7	28.7	107.1	29.9	31.3	31.3	32.2	124.7
Services	10.0	15.4	15.2	16.4	57.0	17.4	16.8	15.0	23.4	75.6	21.5	25.9	24.7	22.8	95.0
Total revenues	75.6	77.4	79.0	85.1	317.7	89.8	84.8	85.2	93.3	356.1	89.9	98.1	84.9	101.3	374.2
Cost of software license fees	5.7	6.5	6.5	6.9	25.7	7.5	7.9	8.8	10.2	34.4	11.2	9.9	10.9	10.2	42.2
Cost of mobile sales and services	13.8	14.1	18.6	20.9	67.4	19.1	19.4	20.3	24.1	82.9	23.3	26.8	24.3	24.7	99.1
Research and development	10.2	9.7	9.8	9.8	39.5	10.0	10.2	10.8	12.0	43.0	12.0	13.4	14.6	16.4	56.5
Selling and marketing	15.4	16.2	18.8	16.0	66.3	16.5	15.9	18.3	18.2	68.9	16.8	16.9	18.4	20.7	72.8
General & Administrative	14.5	16.3	14.3	17.0	62.0	15.6	15.9	27.5	23.8	82.8	26.4	26.2	24.2	26.4	103.2
Total expenses	59.6	62.9	67.9	70.6	261.0	68.6	69.2	86.7	88.3	311.9	89.7	93.2	92.5	96.4	373.9
Operating income (loss)	16.0	15.1	11.1	14.5	56.7	21.2	15.5	2.5	5.0	44.2	0.2	4.9	(7.6)	2.9	0.3
Operating margin %	21.2%	19.4%	14.0%	17.1%	17.9%	23.6%	18.3%	2.8%	5.3%	12.4%	0.2%	5.0%	-9.0%	2.8%	0.1%
Interest income	0.9	1.3	1.1	2.9	6.2	1.6	1.6	1.7	0.9	5.8	1.0	0.9	1.2	0.8	4.0
Interest expense	(0.1)	(0.5)	(0.1)	(0.0)	(0.6)	(0.1)	(0.0)	(0.5)	(1.5)	(1.6)	(1.6)	(1.4)	(2.2)	(1.4)	(6.6)
Other, net	0.3	(0.5)	(0.2)	(0.6)	(0.9)	0.4	(0.2)	(0.3)	(0.3)	(0.5)	(0.3)	(1.5)	(1.6)	(0.3)	(3.8)
Total other income (expense)	1.0	0.7	0.8	2.5	5.0	1.9	1.4	1.3	(0.9)	3.7	(0.9)	(2.0)	(2.5)	(1.0)	(6.4)
Profit	17.0	15.9	11.9	17.0	61.8	23.1	16.9	3.8	4.1	47.9	(0.7)	2.9	(10.1)	1.9	(6.1)
Tax	(5.8)	(5.9)	(2.8)	(1.9)	(16.3)	(5.0)	(5.6)	(1.2)	(1.5)	(15.0)	0.3	(5.6)	1.5	(1.9)	(7.7)
Net income (loss)	11.2	10.0	9.1	15.2	45.4	18.0	22.5	2.7	2.6	32.9	(1.0)	(2.7)	(8.6)	(0.0)	(13.8)
EFT %	34.3%	37.2%	23.3%	10.9%	26.6%	36.0%	(30.1)%	30.9%	36.0%	10.7%	41.6%	196.3%	14.9%	206.6%	(26.2)%
Software margin	86.7%	82.6%	83.8%	84.0%	84.3%	84.3%	81.2%	79.3%	75.2%	80.2%	70.9%	75.7%	62.2%	77.9%	72.7%
Mobile sales & Service margin	57.7%	65.1%	82.4%	48.9%	56.2%	54.7%	54.7%	55.6%	53.7%	54.6%	54.7%	53.1%	56.6%	55.1%	54.9%
Research & Development (% of Total Revenue)	13.5%	12.4%	12.6%	11.6%	12.4%	11.1%	12.0%	12.3%	12.8%	12.1%	13.4%	13.7%	17.2%	16.2%	15.1%
Selling & Marketing (% of Total Revenue)	20.3%	20.8%	23.7%	18.8%	20.9%	18.4%	18.8%	20.7%	19.5%	19.3%	18.7%	17.2%	21.7%	20.4%	19.5%
General & Administrative (% of Total Revenue)	19.2%	20.9%	18.0%	19.9%	19.5%	17.3%	18.1%	31.1%	25.5%	23.2%	29.3%	26.7%	28.5%	26.1%	27.6%
Adjusted to General & Administrative Expense															
Class Action Settlement	--	--	--	--	--	--	--	8.5	--	8.5	--	--	--	--	--
Stock Options	--	--	--	--	--	--	--	--	2.6	2.6	6.0	4.7	(1.5)	--	9.2
Restructuring & Emp. Related	--	--	--	--	--	--	--	--	--	--	--	1.6	3.2	0.7	5.5
Corporate Jet Lease Termination	--	--	--	--	--	--	--	--	--	--	--	--	--	1.3	1.3
Bill Processional Fees	--	--	--	--	--	--	--	--	--	--	--	--	--	0.5	0.5
LTI Reversal	--	--	--	--	--	--	--	--	--	--	--	--	--	(1.3)	(1.3)
Non-Cash Compensation	--	--	--	1.0	1.0	1.1	1.1	1.3	1.3	4.8	1.3	1.2	2.7	2.7	7.9
Acquisition Intangibles	--	--	0.2	0.8	1.1	0.6	0.8	1.1	2.1	4.6	1.5	1.7	1.6	1.6	6.4
Adjusted General & Administrative Expense	14.5	16.3	14.0	15.1	60.0	13.9	14.0	16.7	17.8	62.3	17.6	16.9	18.3	20.9	73.7
Adjusted General & Administrative %	19.2%	20.9%	17.7%	17.8%	18.9%	15.4%	16.6%	19.9%	19.1%	17.5%	19.6%	17.3%	21.6%	20.6%	19.7%

# Disciplined Capital Allocation

Objective: Allocate capital to optimize shareholder returns

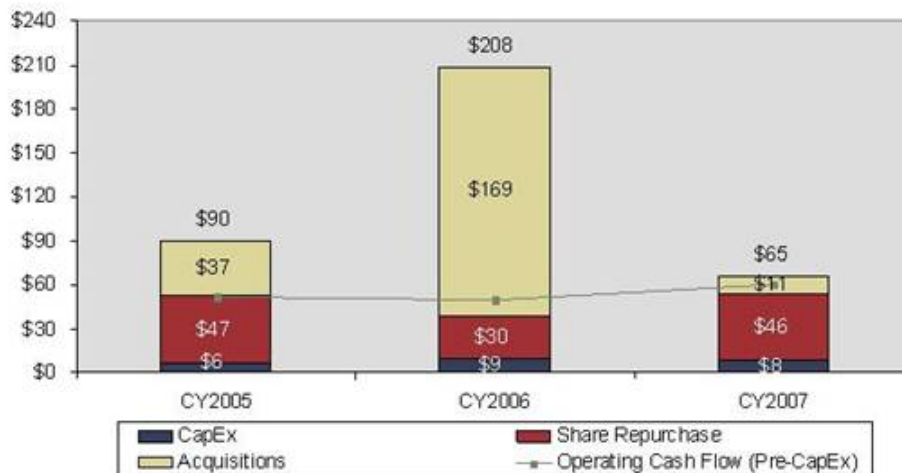


ACI Confidential and Proprietary

# Historical Capital Allocation

(dollars in millions)

- Over the past three years, we have deployed cash and cash flow to fund our capital activities.
- We also entered into a \$150 million credit facility (\$75 million outstanding) to provide more flexibility.



Capital deployed to support growth strategy and enhance shareholder returns

# Historical Acquisition Expenditures

(dollars in millions)

Name	Time	Enterprise Value	Geography	Rationale
S2 Systems	Jul '05	\$37	U.S., EMEA, AP	<ul style="list-style-type: none"> <li>• Payments software</li> <li>• Consolidation</li> </ul>
Electronic Payment Systems AG	May '06	30	Germany, Romania	<ul style="list-style-type: none"> <li>• Payments software</li> <li>• Germanic market</li> <li>• Offshore development</li> </ul>
P&H Solutions	Aug '06	150	U.S.	<ul style="list-style-type: none"> <li>• Web-based enterprise business banking software</li> <li>• On-Demand delivery model</li> </ul>
Visual Web	Feb '07	8	AP, India	<ul style="list-style-type: none"> <li>• Web-based cash mgmt. software for AP</li> <li>• Trade finance software</li> <li>• Offshore development</li> </ul>
Stratasoft	Apr '07	3	Malaysia	<ul style="list-style-type: none"> <li>• Direct distribution</li> <li>• Services capabilities</li> </ul>



# Non-GAAP Financial Measures



- This presentation includes operating free cash flow and backlog estimates. ACI is presenting these non-GAAP guidance measures to provide more transparency to its earnings, focusing on operations before selected non-cash items, operating free cash flow and backlog.
- ACI is presenting operating free cash flow, which is defined by our net cash provided by operating activities, adjusted for one-time items, minus capital expenditures. 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 is considered a non-GAAP financial measure as defined by SEC Regulation G. We define operating free cash flow as net cash provided (used) by operating activities, excluding cash payments associated with the cash settlement of stock options, cash payments associated with one-time employee related actions, less capital expenditures, plus or minus net proceeds from IBM. 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. 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. 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. These non-GAAP measures should be considered as a supplement to, and not as a substitute for, or superior to, loss from operations and net loss per share calculated in accordance with GAAP. 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.

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# 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. 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.
- 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.

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# Non-GAAP Financial Measures



- This presentation includes non-GAAP information: EBITDA, EBITDA Adjusted and Adjusted General and Administrative Expense. EBITDA is defined as net income before interest, taxes, depreciation and amortization. EBITDA Adjusted is EBITDA less non-recurring items that are not likely to be indicative of the ongoing operations of our business. EBITDA and EBITDA Adjusted are considered non-GAAP measures as defined by SEC Regulation G. The Company has used EBITDA and EBITDA Adjusted in this presentation for illustrative purposes in comparison with Operating Free Cash Flow which we utilize as a further indicator of operating performance and for planning investing activities. Because EBITDA and EBITDA Adjusted exclude some, but not all, items that affect net income and the definition of EBITDA may vary among other companies, the EBITDA measure presented by the Company may not be calculated and presented in accordance with GAAP. Adjusted general and administrative expense is defined as GAAP general and administrative expense adjusted for selected one-time times plus amortization of acquisition-related intangibles and non-cash equity-based compensation. The Company believes that providing general and administrative expense on an adjusted, non-GAAP basis is useful to its investors as an operating measure because it excludes certain expenses and therefore provides a consistent basis for comparison of the Company's expenses from period to period.

Reconciliation of EBITDA (\$ millions)			
	CY 2005	CY 2006	CY 2007
Net income (loss)	\$ 45.5	\$ 42.8	\$ (13.8)
Plus:			
Interest expense (income), net	(5.8)	(4.2)	2.6
Taxes	16.3	5.1	7.7
Depreciation and amortization	5.8	11.4	20.9
EBITDA	\$ 61.8	\$ 55.1	\$ 17.4

# 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 the:

- Expectations relating to the Company's strategic goals, including the ability to grow the organic business across products and geographies, penetrate underserved markets, move to a direct distribution model in certain geographies, and expand and leverage the On Demand business
- Expectations relating to ACI addressable market forecasts;
- Expected impacts and benefits of the IBM alliance, including the following:
  - Enhancement of the Company's wholesale and retail payment solutions to take full advantage of IBM hardware, software and services,
  - Dedication by the Company and IBM of a worldwide team of sales and technical specialists to sell combined solutions,
  - Formulation of a migration strategy to streamline delivery and mitigate project risk and the ability of the Company and IBM to use the "migration factory" to increase demand for services,
  - Acceleration and strengthening of the Company's strategy to deliver optimized end-to-end payments solutions that reduce cost and complexity for customers,
  - Expansion of the Company's addressable market for payment solutions,
  - Ability of the Company to leverage IBM middleware to facilitate new software sales and drive new workloads to System z
  - Leveraging the IBM relationship to drive the replacement of legacy technologies and create new services and licensing opportunities within each channel
- Achievement of projected growth rates in various geographies and the capitalization on country or regional specific opportunities/market drivers, including SEPA, EMV, Faster Payments;

# Forward-Looking Statements



- Expectations relating to future product development strategies, the ability of the Company to address market and customer needs, the growth of resource centers and technical headcount investment and the ability of the Company to gain traction in the fraud detection /prevention space;
- Sales and financial expectations in various geographies, including expectations based on the retention of existing customers, increased traction in Latin America, increased momentum in key EMEA geographies, significant growth in Asia-Pacific customer base and capitalization of cross-selling opportunities;
- Sales outlook, including expansion in various countries, sales into new accounts and sales of new applications, penetration of new market segments, leveraging wholesale payments products, increased penetration of retail and wholesale payment hubs market and increased customer transaction volume;
- Expectations relating to key product strategies and geographic specific strategies;
- Expectations relating to the Company's 2008 operating expense trends and operating free cash flow; and
- Expectations relating to capital expenditures, internal financial investments, capital allocation and the ability to optimize shareholder returns.

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 the Company's 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 statements. In addition, the Company disclaims any obligation to update any forward-looking statements after the date of this presentation.

All of the foregoing forward-looking statements are expressly qualified by the risk factors discussed in the Company's 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 the Company's filings with the Securities and Exchange Commission, including the Company's Form 10-K filed on January 30, 2008, specifically the section entitled "Factors That May Affect the Company's Future Results or the Market Price of the Company's Common Stock", the Form 10-Q filed February 19, 2008 and the Form 10-K/A and Form 10-Q/A both filed March 4, 2008.



# Forward-Looking Statements



- The risks identified in the Company's filings with the Securities and Exchange Commission include:
- Risks associated with the restatement of the Company's financial statements;
- Risks associated with the Company's performance which could be materially adversely affected by a general economic downturn or lessening demand in the software sector;
- Risks associated with the complexity of the Company's software products;
- Risks inherent in making an estimate of the Company's backlogs which may not be accurate and may not generate the predicted revenue;
- Risks associated with the Company's ability to compete in the rapidly changing and highly competitive software industry
- Risks associated with tax positions taken by the Company which require substantial judgment and with which taxing authorities may not agree;
- Risks associated with consolidation in the financial services industry which may adversely impact the number of customers and the Company's revenues in the future;
- Risks associated with the Company's stock price which may be volatile;
- Risks associated with conducting international operations;
- Risks regarding the Company's newly introduced BASE24-eps product which may prove to be unsuccessful in the marketplace;
- Risks associated with the Company's future profitability which depends on demand for its products; lower demand in the future could adversely affect the Company's business;
- Risks associated with the Company's software products which may contain undetected errors or other defects, which could damage its reputation with customers, decrease profitability, and expose the Company to liability;
- Risks associated with the IBM alliance, the Company and/or IBM's ability to perform under the terms of that alliance and customer receptiveness to the alliance;
- Risks associated with future acquisitions and investments which could materially adversely affect the Company;
- Risks associated with the Company's ability to protect its intellectual property and technology and that the Company may be subject to increasing litigation over its intellectual property rights;
- Risks associated with litigation that could materially adversely affect the Company's business financial condition and/or results of operations;
- Risks associated with new accounting standards or revised interpretations or guidance regarding existing standards;
- Risks associated with the Company's offshore software development activities, which may put its intellectual property at risk;
- Risks associated with security breaches or computer viruses, which could disrupt delivery of services and damage the Company's reputation;
- Risks associated with the Company's customers who are subject to a regulatory environment and industry standards that may change and reduce the number of transactions in which the customers engage;
- Risks associated with the Company's ability to comply with privacy regulations imposed on providers of services to financial institutions;
- Risks associated with system failures, which could delay the provision of products and services and damage the Company's reputation with its customers;
- Risks associated with the Company's restructuring plan, which may not achieve expected efficiencies; and
- Risks associated with material weaknesses in the Company's internal control over financial reporting.



**EVERY SECOND. EVERY DAY.**