

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person * <u>STOKELY JOHN E</u>  (Last) (First) (Middle) <u>3520 KRAFT ROAD</u> <u>SUITE 300</u>  (Street) <u>NAPLES</u> <u>FL</u> <u>34105</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ACI WORLDWIDE, INC.</u> [ <u>ACIW</u> ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input checked="" type="checkbox"/> Director 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/17/2015</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/17/2015		M		30,000	A	\$14.3033	61,539	D	
Common Stock	03/17/2015		S		30,000	D	\$20.3778 <sup>(1)</sup>	31,539	D	
Common Stock	03/17/2015		M		30,000	A	\$13.2033	61,539	D	
Common Stock	03/17/2015		S		30,000	D	\$20.3778 <sup>(1)</sup>	31,539	D	
Common Stock	03/17/2015		S		12,000	D	\$20.3822 <sup>(2)</sup>	19,539	D	

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non-Qualified Stock Option (right to buy)	\$13.2033	03/17/2015		M			30,000	(3)	06/14/2022	Common Stock	30,000	\$0.0	0	D	
Non-Qualified Stock Option (right to buy)	\$14.3033	03/17/2015		M			30,000	(4)	06/11/2023	Common Stock	30,000	\$0.0	0	D	

Explanation of Responses:

1. The sale price ranged from \$20.26 to \$20.51, with a weighted average sale price of \$20.377822. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
2. The sale price ranged from \$20.27 to \$20.50, with a weighted average sale price of \$20.382206. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
3. The options were granted pursuant to the Company's 2005 Equity and Performance Incentive Plan, as amended. The options vested on the the day immediately prior to the date of the next annual meeting of stockholders of the Company following the date of grant. All options that were exercised were vested prior to exercise.
4. The options were granted pursuant to the Company's 2005 Equity and Performance Incentive Plan, as amended. The options vested on the first anniversary of the date of grant. All options that were exercised were vested prior to exercise.

By: /s/ Dennis Byrnes,  
Attorney in Fact For: John E 03/19/2015  
Stokely

\*\* Signature of Reporting Person      Date

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

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

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

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

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