Instruction 1(b).

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to Section 16. Form 4 or Form 5 | STATEMENT |
|--|-----------|
| obligations may continue. See | |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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

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

| Name and Address of Reporting Person* BYRNES DENNIS | | | | | 2. <u>A</u> | 2. Issuer Name and Ticker or Trading Symbol ACI WORLDWIDE, INC. [ACIW] | | | | | | | (Che | | | | 10% Ow | s) to Issuer 10% Owner Other (specify |
|---|---|--------------------|--|---------------------------------|----------------|--|---|--|--|--------|---|-----------------|---|---|---|--|---------------------------------------|--|
| (Last) 3520 KR SUITE 3 | 20 KRAFT ROAD | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 04/30/2015 | | | | | | | below) below) EVP, CAO,General Counsel & Sec | | | | |
| (Street) NAPLES | | | 34105 | | 4. | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | Line) | Individual or Joint/Group Filing (Check Applicable ne) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | |
| (City) | (5 | itate) | (Zip) | | | | | | | | | | | | | | | |
| Table I - Non-Deriva 1. Title of Security (Instr. 3) 2. Transact Date (Month/Date | | | saction | tion 2A. Deemed Execution Date, | | | | | s Acquired (A) or f (D) (Instr. 3, 4 and 5) | | 5. Amount of Securities Beneficially Owned Following Reported | | 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 | Transact (Instr. 3 a | tion(s) | | 1 | ,iiisu. 4) |
| Common Stock 04/30/2 | | | | | 0/2015 | 2015 | | M | | 36,057 | A | \$11.656 | 7 271 | ,740 | | D | | |
| Common Stock 04/30/2 | | | | 0/2015 | 2015 | | S | | 36,057 | D | \$23.5 | 235 | 5,683 | | D | | | |
| | | | Table II | | | | | | | | oosed of, convertib | | | Owned | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | e (Month/Day/Year) | 3A. Deeme Execution if any (Month/Day | Date, Transa Code (| | | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | ate | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Numbe derivative Securities Beneficial Owned Following Reported | e s lly | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership (Instr. 4) | |
| | | | | Co | Code | v | (A) | (D) | Date Exercis | sable | Expiration Date | Title | Amount or Number of Shares | | Transaction(s) (Instr. 4) | un(s) | ' | |
| Non- Qualified Stock Option (right to | \$11.6567 | 04/30/2015 | | | М | | | 36,057 ⁽¹⁾ | (2) |) | 06/05/2017 | Common Stock | 36,057 | \$0.0 | 0 | | D | |

Explanation of Responses:

- 1. The shares identified herein were sold under Mr. Byrnes' Rule 10b5-1 plan.
- 2. The options were granted pursuant to the ACI Worldwide, Inc. 2005 Equity and Performance Incentive Plan, as amended.

Dennis P Byrnes 05/04/2015

** Signature of Reporting Person Dat

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.