SEC Form 5

FORM 5

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL

OWNERSHIP

OMB APPROVAL

OMB Number:	3235-0362						
Estimated average burden							
hours per response	: 1.0						

Form 3 Holdings Reported.

Instruction 1(b)

Form 4 Transactions Reported.

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

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1. Name and Address of Reporting Person* SANCHEZ ADALIO T (Last) (First) (Middle) 2811 PONCE DE LEON BLVD, PH 1			2. Issuer Name and Ticker or Trading Symbol ACI WORLDWIDE, INC. [ACIW]		ationship of Reporting Person(s) to Issuer k all applicable) Director 10% Owner		
			3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2022		Officer (give title below)	Other (specify below)	
(Street) CORAL GABLES	FL	33134	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi Line) X	vidual or Joint/Group Fili Form filed by One Re Form filed by More th Person	porting Person	
(City)	(State)	(Zip)					

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 Ac Of (D) (Instr. 3,		A) or Disposed	5. Amount of Securities Beneficially	6. Ownership Form: Direct	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price	Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	(D) or Indirect (I) (Instr. 4)	
Common Stock	09/09/2022		G	1,792	D	\$0.00 ⁽¹⁾	9,667(1)(2)(3)(4)(5)	D	
Common Stock	09/09/2022		G	1,792	A	\$0.00 ⁽¹⁾	1,792	Ι	by Trust ⁽¹⁾
Common Stock							11,292	I	by GRAT #2 ⁽⁴⁾
Common Stock							56,263	Ι	by GRAT #3 ⁽³⁾⁽⁴⁾⁽⁵⁾

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

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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)	of Deriv Secu Acqu (A) o Dispo of (D (Insti	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Amou Secu Unde Deriv Secu	Amount of Der Securities Sec		8. Price of Derivative Security Instr. 5) Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership Form:	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. On September 9, 2022, 1,792 Issuer shares were transferred from a grantor retained annuity trust ("GRAT") dated July 9, 2020 ("GRAT #1) to a trust regarding which Mr. Sanchez's spouse is trustee and Mr. Sanchez's child is the beneficiary (the "Trust"). GRAT #1's shares were previously shown as directly held.

2. Mr. Sanchez was the sole settlor, trustee and annuitant of GRAT #1.

3. On September 9, 2022, 30,039 Issuer shares were distributed from GRAT #1 to Mr. Sanchez and then contributed to a GRAT dated September 9, 2022 ("GRAT #3"). Mr. Sanchez is the sole settlor, trustee and annuitant of GRAT #3.

4. On September 9, 2022, 19,784 Issuer shares were distributed from a GRAT dated August 25, 2021 ("GRAT #2") to Mr. Sanchez and then contributed to GRAT #3. Mr. Sanchez is the sole settlor, trustee and annuitant of GRAT #2. GRAT #2's shares were previously shown as directly held.

5. On September 9, 2022, 6,440 Issuer shares were contributed from Mr. Sanchez's direct holdings to GRAT #3.

Remarks:

/s/ Adalio T Sanchez

** Signature of Reporting Person

02/14/2023 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.

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints Dennis Byrnes the undersigned's true and lawful attorney-in-fact to:

(1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of ACI Worldwide, Inc. (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;

(2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and

(3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney -in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 5th day of October 2022.

Adalio T Sanchez Signature

Adalio T Sanchez Printed Name