

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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
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1. Name and Address of Reporting Person* <u>SCOTTO ANTHONY M JR</u>  (Last) (First) (Middle) 3520 KRAFT ROAD SUITE 300  (Street) NAPLES FL 34105  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ACI WORLDWIDE, INC. [ ACIW ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Sr EVP Technology</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>06/09/2015</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	06/09/2015		A		10,838 <sup>(1)</sup>	A	\$0.0	117,135 <sup>(2)</sup>	D	
Common Stock	06/09/2015		A		21,676 <sup>(3)</sup>	A	\$0.0	138,811	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)
						Date Exercisable	Expiration Date					

**Explanation of Responses:**

- These performance-based restricted shares were granted pursuant to the Company's 2005 Equity and Performance Incentive Plan, as amended (the "Plan"). The reported number of performance-based restricted shares represents the number of on-target shares for the 2015 Performance Period. The vesting percentage may be greater or less than 100% of the on-target shares based on the Company's 2015 EBITDA performance. These performance-based restricted shares will vest, if at all, upon: (i) the reporting person's continued employment by the registrant, and (ii) subject to the reporting person's continued employment on such date, the Company achieving certain 2015 EBITDA performance objectives.
- The amount of securities owned has also been updated to include 402 shares acquired under the Company's 1999 Employee Stock Purchase Plan, as amended.
- These performance-based restricted shares were granted pursuant to the Plan. The reported number of performance-based restricted shares represents the number of on-target shares for the 2016 Performance Period. The vesting percentage may be greater or less than 100% of the on-target shares based on the Company's 2016 EBITDA performance. These performance-based restricted shares will vest, if at all, upon: (i) the reporting person's continued employment by the registrant, and (ii) subject to the reporting person's continued employment on such date, the Company achieving certain 2016 EBITDA performance objectives.

By: /s/ La Dell Diaz, Attorney  
in Fact For: Anthony M Scotto, 06/11/2015  
Jr.

\*\* 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.