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**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): June 3, 2009 (June 3, 2009)

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**ACI WORLDWIDE, INC.**

(Exact name of registrant as specified in its charter)

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**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 June 3, 2009, ACI Worldwide, Inc. posted investor relations materials on its website ([www.aciworldwide.com](http://www.aciworldwide.com)) to be used in connection with investor meetings that management expects to have from time to time. 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 exhibits hereto) is being furnished under "Item 7.01 — Regulation FD Disclosure." Such information (including the exhibits 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 report 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.**

99.1 Investor Presentation Materials dated June 3, 2009

**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 W. Behrens

Scott W. Behrens, Senior Vice President, Chief  
Financial Officer, Controller and Chief Accounting  
Officer

Date: June 3, 2009

**EXHIBIT INDEX**

<u>Exhibit No.</u>	<u>Description</u>
99.1	Investor Presentation Materials dated June 3, 2009

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# Stephens Inc Spring Conference

June 3, 2009  
New York City



## Private Securities Litigation Reform Act of 1995 Safe Harbor For Forward-Looking Statements

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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 that may affect them is set forth at the end of this presentation. The Company assumes no obligation to update any forward-looking statement in this presentation, except as required by law.





**Phil Heasley, Chief Executive Officer**

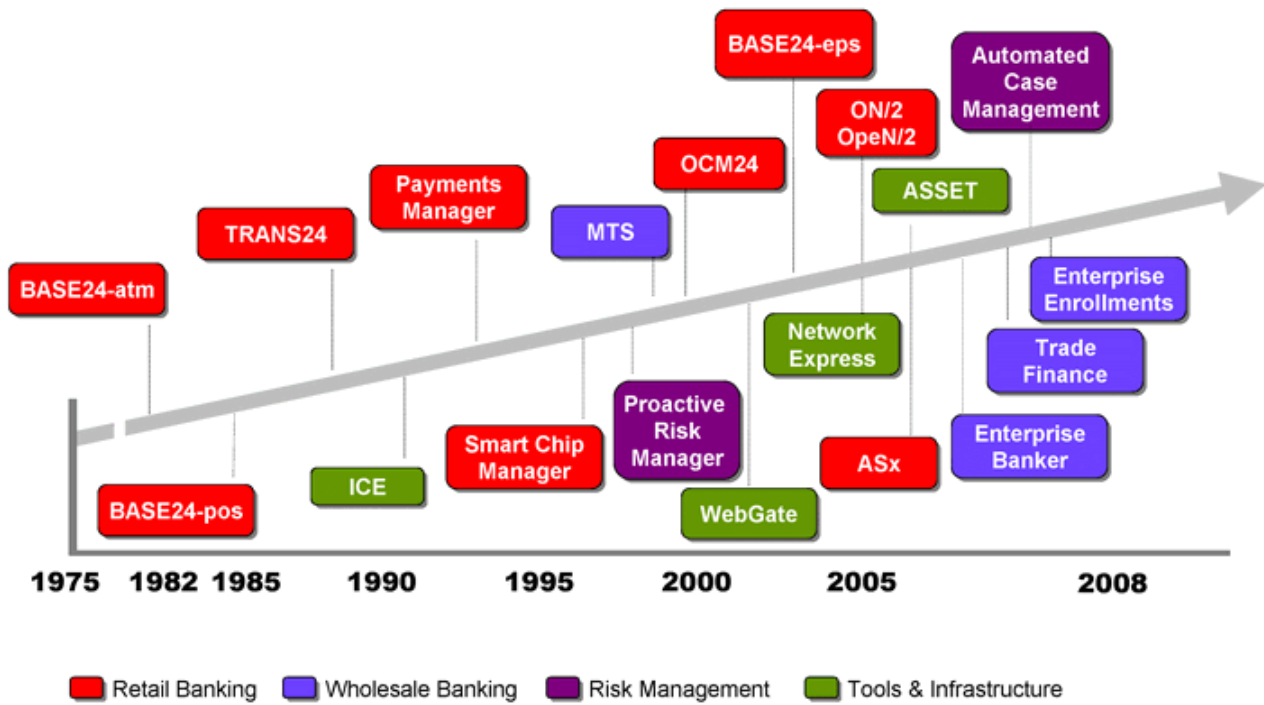


## Topics

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- Our Product Portfolio
- Market Environment
- Customer by Type
- Geographic Channels
- Financial Metrics

# ACI Product History



# ACI Product Portfolio

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## ACI Retail Payments Solution

### Payments Hubs

- BASE24
- [BASE24-eps](#)
- ACI Commerce Gateway
- [ACI Retail Commerce Server](#)

### Payment Settlement and Card Management

- Card Management
  - ACI Payments Manager
  - ACI Smart Chip Manager
- Payment Settlement
  - ACI Payments Manager

## ACI Wholesale Payments Solution

### Payments Hub

- MTS-eps

### Online Banking

- [ACI Enterprise Banker](#)

### Trade Finance

- ACI Global Trade Manager
- ACI Open Account Manager

### Global Payments Processing

- [ACI MTS – Money Transfer System](#)
- ACI Payment File Manager

## ACI Risk Management Solution

### 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 (ENGUARD)

### Testing and Simulation

- ACI Simulation Services for Enterprise Testing (ASSET)

### Communications

- ACI Network Express
- ICE-XS
- GoldenGate

# BASE24-eps

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## Functionality / Market Served

- Provides an end-to-end solution for the acquisition, authorization and recording of consumer based electronic payments
- High volume, high availability, multi-platform transaction processing engine
- Transaction acquiring: ATM, POS and interchange interfaces
- Device channel management: ATM and POS Complex transaction routing and switching

## Key Competitors

- Software Providers
  - S1
  - Fidelity (eFunds)
  - Regional (Alaric, Tieto Enator, Distra)
- In-house Systems
- Processors (Mature and Emerging)
  - First Data, ATOS, Metavante, FiServ,...
  - Visa & Mastercard

## Value Proposition

- Attain faster time to market at a lower cost through powerful customization environment for authorization, device management and interfaces
- Platform rationalization after merger or acquisition while supporting diverse payment products and processes
- Provide customers a single view of their card account activity and balances across multiple delivery device channels
- Eliminate need to maintain multiple authorization engines (e.g. BASE24-atm and BASE24-pos), reducing system complexity, development and maintenance costs

## Release Plan / Pricing

- Providing capabilities to migrate our legacy payment engine customers to BASE24-eps (BASE24, ON/2, OpeN/2, AS/x, T25, OCM24)
- Building out of the long term retail roadmap with the end view towards the EPS-HUB
- Customers license modules and capacity
- Maintenance fees (PSF) are typically associated with modules, not capacity



# PRM

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## Functionality / Market Served

- Provides an end-to-end solutions for real-time and enterprise payments risk management: Fraud Detection and Money Laundering Detection
- Transaction monitoring solution to detect fraudulent and money laundering activity
- Solutions offered for Enterprise, Debit/Credit card, Merchant and Anti-Money Laundering
- Rules and Neural Network detection engines
- Interfaces between ACI products (BASE24, BASE24 eps, and MTS)

## Key Competitors

- Fair Isaac
- Actimize
- Norkom
- Fortent
- SAS

## Value Proposition

- Enterprise version offers operational savings by consolidation of multiple point solutions
- Rules and scoring combined provide lift to detection of fraudulent and money laundering activity
- Profiling assists in detecting more fraud by comparing current activity to established norms
- Short implementation timeframe
- Customer driven data input allows customers to define their input formats, which drives screen content

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## Release Plan / Pricing

- Launch next generation of PRM and ACM
- Build out of the long term retail roadmap with the end view towards the EPS-HUB
- The current pricing structure includes an initial license fee, monthly license fee, capacity fees, and monthly product support fee.
- Services are approached directly as time and materials based on the effort.



# Enterprise Banker

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## Functionality / Market Served

- An online banking product that supports all market segments, from consumer to large corporate customers
- Real-time and batch balance and transaction reporting, with images, online statements
- ACH origination, wire transfer origination and reporting, account transfers, stop payment, positive pay, loan payments and advances/drawdowns, cash concentration
- Remote check deposit, bill payment, multi-factor authentication

## Key Competitors


- S1
- Fundtech
- Intuit/DI

## Value Proposition

- Single online banking product for corporate, middle market, business banking, micro business and consumer
- Depth and breadth of cash management capabilities and features, including 3<sup>rd</sup> party
- Deployed in-house and On Demand (ASP)
- Proven & predictable implementation including real-time interfaces and portal, and third party integration process

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## Release Plan / Pricing

- Improved capabilities for generating ACH and Wire payments, and integration to payment systems such as MTS
- Critical focus on reporting and ease of manipulation of payment data by businesses and consumers
- In-house price model based upon site license with annual maintenance
- AOD price model based upon module license fees with annual maintenance and monthly customer fees 

## General Market Update

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- Cost pressures on our customers lead to product sales opportunities
  - Inefficient technologies and processes
  - Exacerbated by M&A activity seen over past half year
- Heavy focus on compliance, fraud and risk management
  - Good for the ACI hub multi-product solution sales
  - Our Enterprise On Demand opportunities are also very key for this market
- Starting to see impact of M&A activity as customers consolidate licenses
  - Cross sell opportunities even as we lose the benefit of second license stream revenue
  - Many license amalgamations which would occur as a result of M&A have already been factored into backlog (Wamu, Mellon, ABN, Wachovia, etc)



## Market Trends and Drivers

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- U.S. credit crisis leads to extreme focus on ROI, and accelerated M&A
- 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

*Overall market drivers remain positive for ACI*

## Customer Revenue by Industry Type

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Industry Type	CY 2008 Revenue	%	
Finance	288,144	69%	Banks, mainly Tier 1 & 2
Other	10,419	2%	Healthcare, Colleges, Government, Social Svcs, etc
Processor	90,842	22%	Processors and Credit Card companies
Retail	28,248	7%	Retail
<b>Grand Total</b>	<b>417,653</b>	<b>100%</b>	

Industry Type	PY 2007 Revenue	%	
Finance	253,155	68%	Banks and credit unions
Other	26,695	7%	Healthcare, Colleges, Government, Social Svcs, etc
Processor	71,632	19%	Processors and Credit Card companies
Retail	22,730	6%	Retail
<b>Grand Total</b>	<b>374,211</b>	<b>100%</b>	

- We maintained a similar product line segmentation year-over-year
- Strong revenue from banks and processors in 2008
- Growing activity in the retailer segment in the United States
- All product attrition for the year at extremely low rates of 4.2%

# Historic Sales By Quarter 2008-2009

Quarter-End	Total Economic Value of Sales	Sales Mix by Category			
		New Accounts	New Applications	Add-on Business Inc. Capacity Upgrades & Services	Term Extensions
3/31/2008	\$63,813	\$1,311 2%	\$9,621 15%	\$38,101 60%	\$14,781 23%
6/30/2008	\$99,938	\$15,856 16%	\$23,487 24%	\$45,434 45%	\$15,160 15%
9/30/2008	\$106,594	\$14,345 13%	\$7,180 7%	\$52,133 49%	\$32,936 31%
12/31/2008	\$189,337	\$16,490 9%	\$17,014 9%	\$82,509 44%	\$73,324 39%
3/31/2009	\$60,802	\$9,719 16%	\$8,963 15%	\$33,616 55%	\$8,504 14%
	<b>Sales</b>	<b>New Accounts</b>	<b>New Applications</b>	<b>Add-on Business Inc. Capacity Upgrades &amp; Services</b>	<b>Term Extensions</b>
Mar. QTD 09	\$60,802	\$9,719	\$8,963	\$33,616	\$8,504
Mar. QTD 08	\$63,813	\$1,311	\$9,621	\$38,101	\$14,781
Variance	(\$3,011)	\$8,409	(\$657)	(\$4,485)	(\$6,278)

## 2009 Opportunities- Americas

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- North American Banks
  - Top bank ATM systems currently on processors
  - Hub consolidation and cross-sell
  - Online banking consolidation
  - Risk Management cross-sell and upsell
  - Wholesale payments in Canada
- North American Retailers
  - Replace redundant, fragmented legacy technologies
- Processors
  - Replace redundant legacy technologies
- Latin America
  - New accounts and cross-selling
  - Wholesale payments

## 2009 Opportunities- EMEA

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- BASE24-eps – Focus on Tier 1 migrations and new names
- Payments HUB consolidation opportunities
- Build Operate Transfer model creates opportunity during a difficult economic climate and with major M&A activity
- Wholesale focus on SEPA-express with market regulations driver, expansion of Faster Payments and MTS-eps business development
- Continue to build on the success of PRM
- Professional Services – expansion of existing offerings to include support packages for sunset products and continue to increase margins

## 2009 Opportunities- Asia

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- **North Asia is the growth opportunity**
  - Japan upgrading retail/wholesale infrastructure
  - China banks looking for payment hubs & upgrade risk
- **India volumes continue to grow**
  - Indian banks rapidly extend coverage in consumer payments
- **Australia consolidates**
  - Drives urgency to implement payment hubs across retail/wholesale
- **Transaction banking services growing**
  - Corporate banking services attracting greater budgets in ASEAN

## Cost Management

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- Annualized gross cost savings of \$30 million achieved in 2008
- Rationalized headcount in mature markets and reinvested in growth regions
- A further \$8 million in cost savings which will complete restructuring in 2009
- Approximately \$11.5 million to be re-invested in products, services and operational management
- Globalize Help24 customer support
  - to create better quality as well as to control costs through better common tools and processes
- Assessing back office delivery / functionality



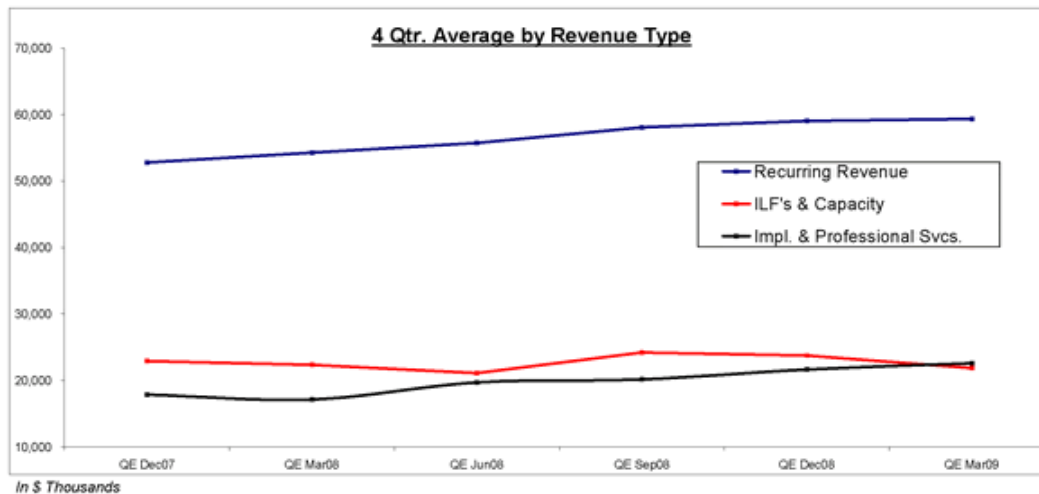
# Financial Review

**Tamar Gerber, Vice President, Investor Relations**





# ACIW Quarterly Revenue by Type



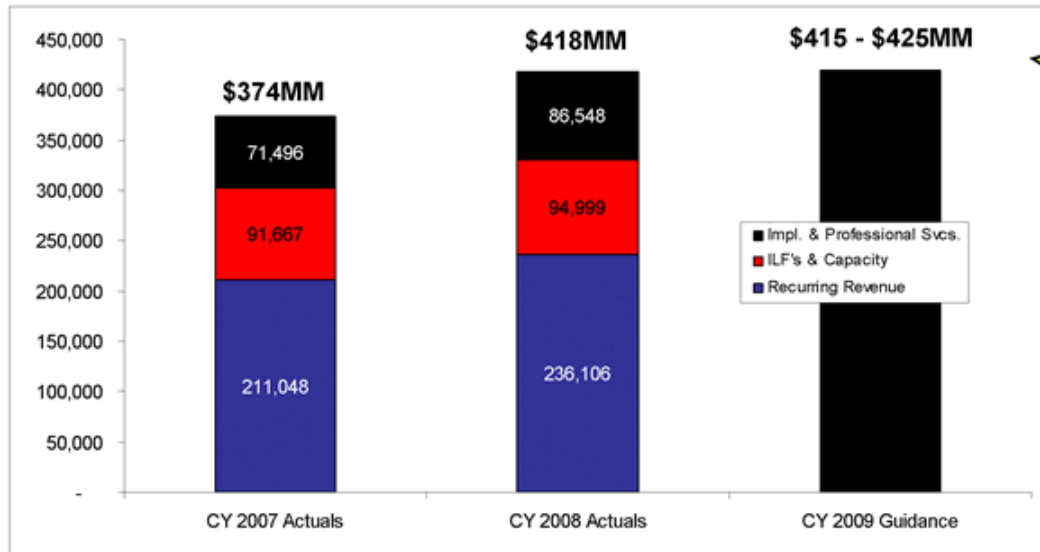
*In \$ Thousands*

Revenue Type	QE Mar07	QE Jun07	QE Sep07	QE Dec07	QE Mar08	QE Jun08	QE Sep08	QE Dec08	QE Mar09
Recurring Revenue	50,295	52,504	53,916	54,333	56,274	58,272	63,390	58,170	57,454
ILF's & Capacity	23,259	25,379	12,754	30,274	20,953	20,421	25,175	28,449	13,465
Impl. & Professional Svcs.	16,394	20,224	18,202	16,675	13,436	30,525	19,996	22,591	17,294
<b>Total Revenue</b>	<b>89,948</b>	<b>98,108</b>	<b>84,872</b>	<b>101,282</b>	<b>90,663</b>	<b>109,218</b>	<b>108,561</b>	<b>109,210</b>	<b>88,213</b>

- 12% Recurring Revenue Growth between '07 & '08
- 4% ILF's & Capacity Revenue Growth between '07 & '08; Phasing of ILF's & Capacity driven mainly by Annual License Fee Revenue Recognition in Q4 time period
- 21% Implementation & Professional Svcs. Revenue Growth between '07 & '08; Driven primarily by Customer Go-Lives in the Americas & U.K. (Faster Payments)



# ACIW Annual Revenue by Type



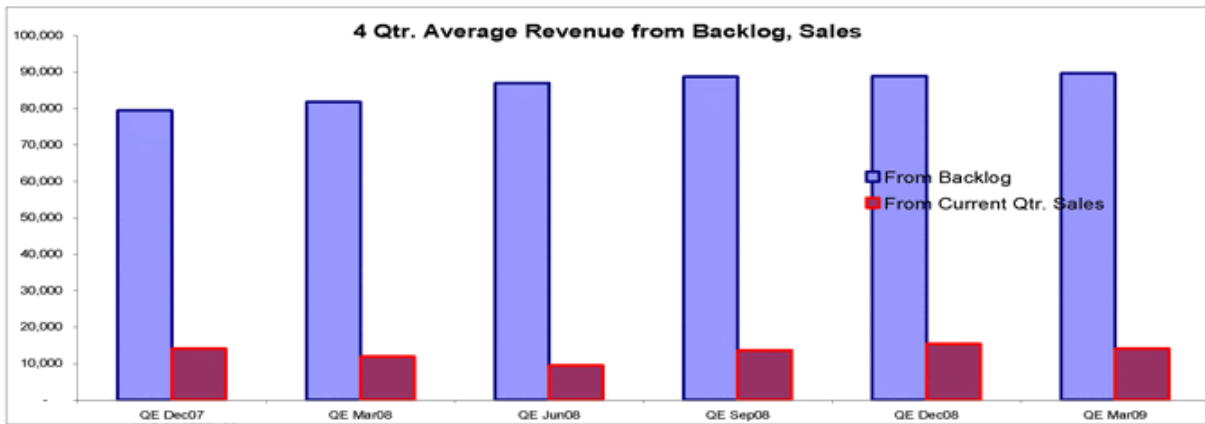
6% CAGR (3 Yr.)

In \$ Thousands

- ~ 55% of Total Revenue is Monthly Recurring Revenue
- ~ 45% of Total Revenue is generally split evenly between ILF's & Capacity and Implementation & Professional Services Revenue



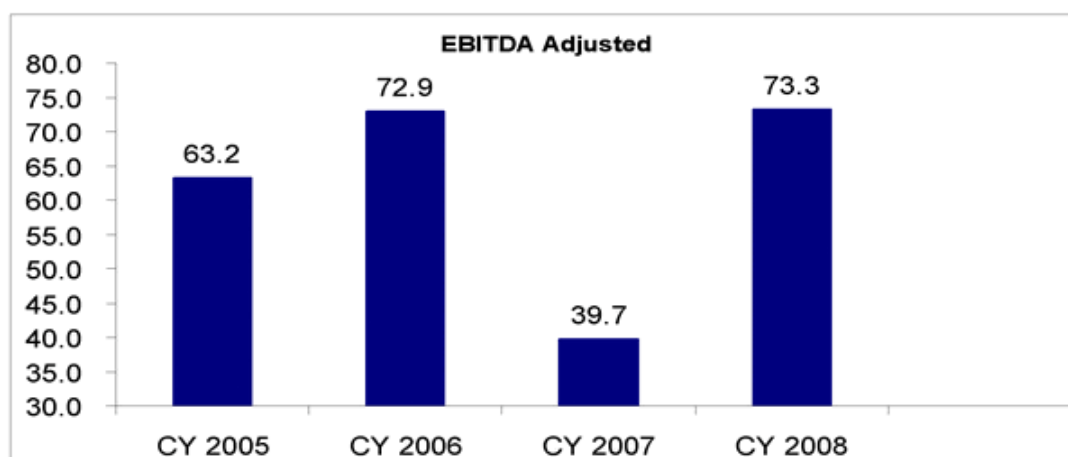
# ACIW Quarterly Revenue from Backlog vs. Sales



	QE Mar07	QE Jun07	QE Sep07	QE Dec07	QE Mar08	QE Jun08	QE Sep08	QE Dec08	QE Mar09
<b>Total Revenue</b>									
From Backlog	71,470	76,743	81,484	88,108	80,883	97,637	88,398	88,838	83,648
From Current Qtr. Sales	18,478	21,366	3,388	13,175	9,780	11,581	20,162	20,372	4,566
<b>Total Revenue</b>	<b>89,948</b>	<b>98,108</b>	<b>84,872</b>	<b>101,282</b>	<b>90,663</b>	<b>109,218</b>	<b>108,560</b>	<b>109,210</b>	<b>88,213</b>
% From Backlog	79%	78%	96%	87%	89%	89%	81%	81%	95%
% from Current Qtr. Sales	21%	22%	4%	13%	11%	11%	19%	19%	5%

- ~ 85% of Total Revenue is from Backlog
- ~ 15% of Total Revenue is from Current Quarter Sales

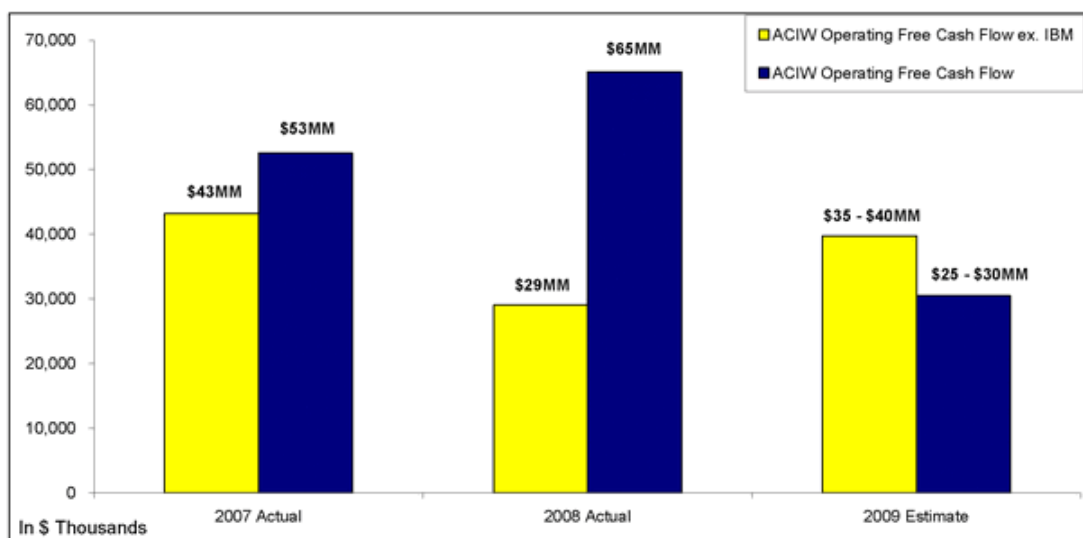
# EBITDA (Adjusted) Trending



In \$ Millions

	CY 2005	CY 2006	CY 2007	CY 2008
<b>EBITDA</b>	<b>61.8</b>	<b>66.1</b>	<b>17.4</b>	<b>62.0</b>
<b>Non-Recurring Items</b>				
Stock Options	-	2.6	9.2	-
Restructuring & Emp. Related	-	-	5.5	6.4
Corporate Jet Lease Term.	-	-	1.3	-
IBM Prof. Fees & Transition Exp.	-	-	0.5	6.5
LTIP Reversal	-	-	(2.1)	(2.1)
Class Action Settlement	-	8.5	-	-
<b>Total Non-Recurring Items</b>	<b>-</b>	<b>11.1</b>	<b>14.4</b>	<b>10.8</b>
<b>Non-Cash Compensation</b>	<b>1.4</b>	<b>6.7</b>	<b>7.9</b>	<b>10.6</b>
<b>EBITDA Adjusted</b>	<b>63.2</b>	<b>72.9</b>	<b>39.7</b>	<b>73.3</b>

# Operating Free Cash Flow 2007-08-09



	2007 Actual	2008 Actual	2009 Estimate
GAAP Cash Flow from Operations	37,866	77,826	\$40 - \$45 MM
Capital Expenditures	(7,967)	(11,957)	~(\$12MM)
Non - Recurring Items	13,301	4,100	~\$7MM
Proceeds from Alliance Agreement (Investing)	9,330	1,498	~\$4MM
Alliance Tech. Enablement Exp. (Investing)	0	(6,328)	~(\$14MM)
<b>ACIW Operating Free Cash Flow</b>	<b>52,530</b>	<b>65,139</b>	<b>\$25 - \$30MM</b>
Add back Alliance Tech. Enablement Exp.	0	6,328	~\$14MM
Subtract Proceeds from Alliance Agreement	(9,330)	(42,433)	~(\$4MM)
<b>ACIW Operating Free Cash Flow ex. IBM</b>	<b>43,200</b>	<b>29,034</b>	<b>\$35 - \$40MM</b>



## Annual Guidance

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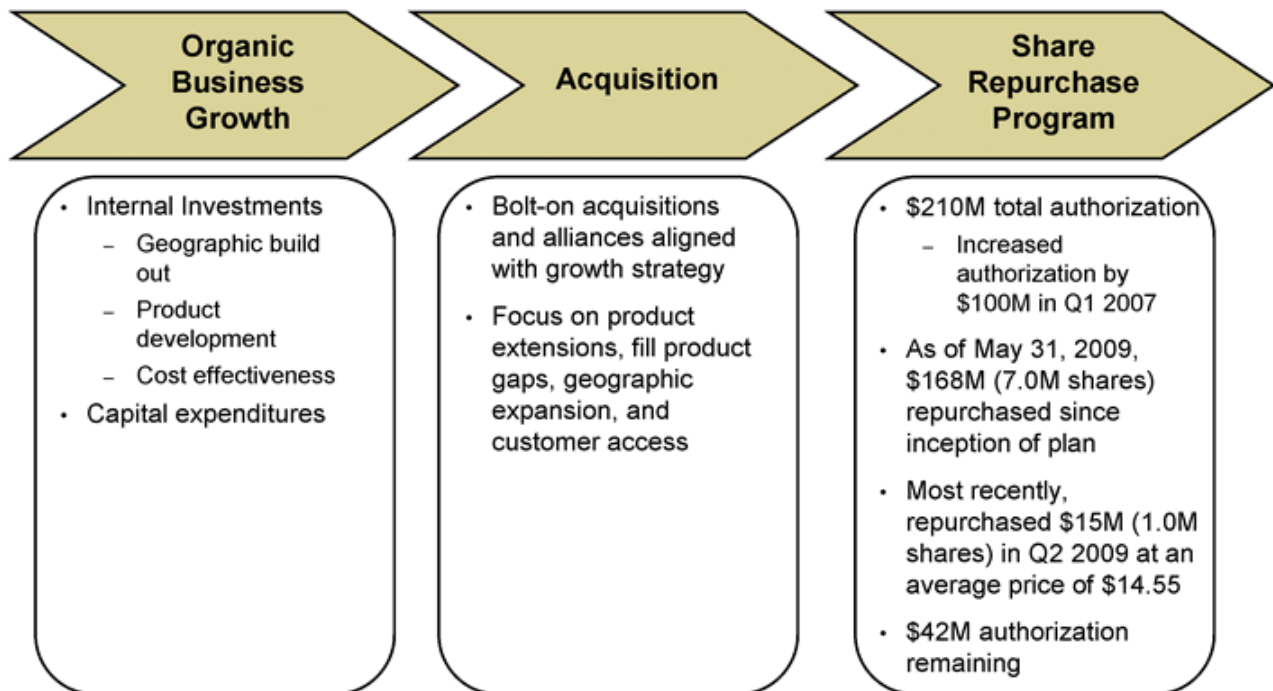
Key Metrics	2008 Actuals	2009 Guidance
Sales	\$460	\$450-460
Revenue	418	415-425
GAAP Operating Income	22	35-40

- Sizable term renewal expected to close in June or July
  - Timing of both sales and revenues now anticipated in Q2 or Q3 depending on contract signing date of late June or early July
  - Large account expiry date of July 2009
- Annual guidance remains unchanged

# Disciplined Capital Allocation

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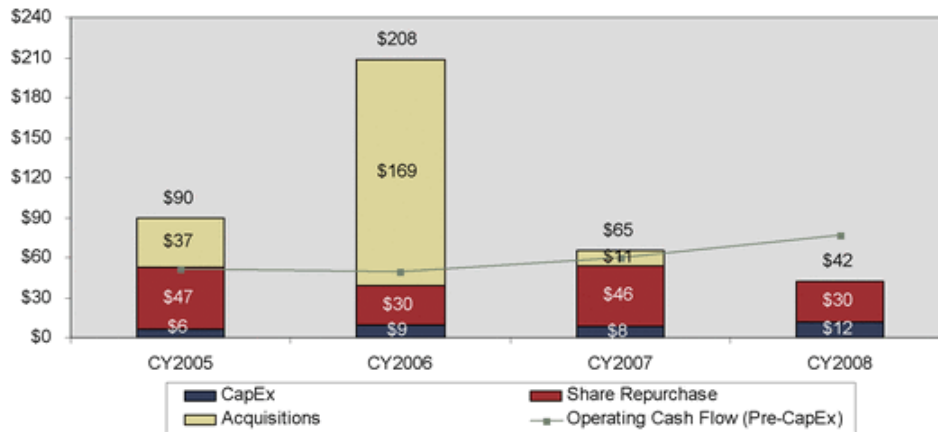
Objective: Allocate capital to optimize shareholder returns



# Historical Capital Allocation

(dollars in millions)

- Over the past four 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



# Forward-Looking Statements

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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 :

- Our anticipated delivery of Base 24-eps, PRM and Enterprise Banker products according to our contemplated release plans and pricing structures while also achieving the value propositions contemplated for our customers.
- Expectations that the overall market drivers will remain positive for ACI and that market conditions, including the financial crisis, cost pressures on customers, focus on customer compliance, fraud and risk management, and customer M&A activity, will create favorable conditions for the Company and that the Company will be able to successfully take advantage of those conditions;
- Expectations related to market opportunities in the Americas, EMEA and Asia-Pacific and our ability to capitalize on those opportunities;
- Our anticipated completion of our restructuring efforts and achievement of the associated estimated 2009 cost savings;
- Our anticipated investment of \$11.5 million in products, services and operational management;
- Our anticipated globalization of Help24 customer support and the associated achievement of our anticipated improvements in support quality and cost reductions;
- Expectations relating to operating free cash flow, including expected capital expenditures, non-recurring items and proceeds and expenses associated with the IBM alliance;
- Expectations relating to 2009 financial guidance, including sales, revenue, GAAP operating income and the anticipated phasing of such results;
- Expectations relating to Q2 sales figures exceeding prior year Q2 sales; and
- Expectations relating to the allocation of capital in order to achieve anticipated optimization of shareholder returns.

## Forward-Looking Statements (Continued)

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- 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 our 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, we disclaim 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 our 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 our filings with the Securities and Exchange Commission, including our Form 10-K filed on March 4, 2009, and our Form 10-Q filed on May 8, 2009, and specifically the sections entitled "Factors That May Affect Our Future Results or the Market Price of Our Common Stock".

The risks identified in our filings with the Securities and Exchange Commission include:

- The global financial crisis affecting the banking system and financial markets and the current global economic conditions which could reduce the demand for our products and services or otherwise adversely impact our cash flows, operating results and financial condition;
- Restrictions and other financial covenants contained in our current credit facility that limit our flexibility in operating our business;
- The volatility and disruption of the capital and credit markets and adverse changes in the global economy that may negatively impact our liquidity and our ability to access financing;
- The possibility that our announced restructuring and efficiency efforts as part of the implementation of our strategic plan may not achieve the expected efficiencies and cost savings which could affect our results of operations and financial condition;

## Forward-Looking Statements (Continued)

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- The recent restatements of our financial statements;
- The consolidation in the financial services industry that may adversely impact the number of customers and revenues in the future;
- The economic changes in the banking and financial services industries, that apply to most of our customers, that could reduce the demand for our products and services;
- Management's backlog estimate which may not be accurate and may not generate the predicted revenues;
- A material weakness that management has identified in our internal control over financial reporting;
- Our possible exposure to unknown tax liabilities, which could adversely affect our financial condition and/or results of operations;
- Our stock price, which may be volatile;
- Our international operations;
- Rapid change and high competition in the software industry which may limit our ability to compete effectively;
- The offshore software development activities that we are engaged in, which may not be successful and which may put our intellectual property at risk;
- One of our most strategic products, BASE24-eps, which could prove to be unsuccessful in the market;
- Our announcement of the maturity of certain legacy retail payment products, which may result in decreased customer investment in our products, and the possibility that our strategy to migrate customers to our next generation products may be unsuccessful, which may adversely impact our business and financial condition;
- Our future profitability's dependence on demand for our products and the possibility that lower demand in the future could adversely affect our business;



## Forward-Looking Statements (Continued)

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- The possibility that if we are unable to successfully perform under the terms of our alliance with IBM or our customers are not receptive to the alliance, then our business, financial condition and/or results of operations may be adversely affected;
- Our outsourcing agreement with IBM, which may not achieve the level of savings that we anticipate, and the many associated changes in systems and personnel being made, along with the increases in operational and control risk during transition, which may have an impact on the business and its financial condition;
- Undetected errors or other defects which may be contained in our software products which could damage our reputation with customers, decrease profitability and expose us to liability;
- Security breaches or computer viruses which could harm our business by disrupting delivery of services and damaging our reputation;
- Our products' and services' possible failure to comply with government regulations and industry standards to which our customers are subject, which could result in a loss of customers and decreased revenue;
- Our possible failure to comply with privacy regulations imposed on providers of services to financial institutions, which could result in harm to our business;
- System failures, which could delay or interrupt the products and services we provide to our customers, which could harm our business and reputation and result in the loss of customers;
- The possibility that we may be unable to protect our intellectual property and technology and could be subject to increasing litigation over our intellectual property rights;
- Future acquisitions and investments that could materially adversely affect our business; and
- The possibility that we may become involved in litigation that could materially adversely affect our business financial condition and/or results of operations.





EVERY SECOND. EVERY DAY.