

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

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SCHEDULE TO  
(RULE 14d-100)

TENDER OFFER STATEMENT UNDER SECTION 14(d)(1) OR 13(e)(1)  
OF THE SECURITIES EXCHANGE ACT OF 1934

(AMENDMENT NO. 3)

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TRANSACTION SYSTEMS ARCHITECTS, INC.  
(Name of Subject Company (Issuer) and Filing Person (Offeror))  
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OPTIONS TO PURCHASE CLASS A COMMON STOCK, PAR VALUE \$0.005 PER SHARE,  
GRANTED TO ELIGIBLE EMPLOYEES AND ELIGIBLE DIRECTORS UNDER THE  
ACI HOLDING, INC. 1994 STOCK OPTION PLAN AND THE  
TRANSACTION SYSTEMS ARCHITECTS, INC.  
1996 STOCK OPTION PLAN AND 1999 STOCK OPTION PLAN  
(Title of Class of Securities)

893416107  
(CUSIP Number of Class of Securities)

David P. Stokes  
Vice President - Legal and Secretary  
Transaction Systems Architects, Inc.  
224 South 108th Avenue  
Omaha, Nebraska 68154  
(402) 334-5101

(Name, Address and Telephone Number of Person Authorized to Receive  
Notices and Communications on Behalf of Filing Person)

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Copy to:  
Albert G. McGrath, Jr.  
Baker & McKenzie  
2001 Ross Avenue, Suite 2300  
Dallas, Texas 75201  
(214) 978-3000  
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Check the box if the filing relates solely to preliminary communications  
made before the commencement of a tender offer.

Check the appropriate boxes below to designate any transactions to which the  
statement relates:

- third party tender offer subject to Rule 14d-1.  
 issuer tender offer subject to Rule 13e-4.  
 going-private transaction subject to Rule 13e-3.  
 amendment to Schedule 13D under Rule 13d-2.

Check the following box if the filing is a final amendment reporting the  
results of the tender offer.

This Amendment No. 3 amends and supplements the Tender Offer Statement on  
Schedule TO (the "Tender Offer Statement") filed by Transaction Systems  
Architects, Inc., a Delaware corporation ("TSA"), relating to the offer by  
TSA to exchange certain outstanding employee and director options to purchase  
shares of its common stock under the ACI Holding, Inc. 1994 Stock Option Plan  
and the Transaction Systems Architects, Inc. 1996 Stock Option Plan and 1999  
Stock Option Plan for new options to purchase shares of its common stock,  
upon the terms and subject to the conditions set forth in the Offer to

Exchange, dated August 1, 2001, as supplemented on August 13, 2001, and in the related Acceptance Letter, copies of which were attached as Exhibits (a)(1) and (a)(2), respectively, to the Tender Offer Statement.

ITEM 12. EXHIBITS.

Item 12 of the Tender Offer Statement is hereby amended to add a reference to Exhibit (a)(17), which is attached hereto, as follows:

(a)(17) Notice of Expiration of Offer to Exchange.

SIGNATURE

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

TRANSACTION SYSTEMS ARCHITECTS, INC.

/s/ Dwight G. Hanson

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Dwight G. Hanson,  
Chief Financial Officer and Senior  
Vice President

DATE: August 29, 2001

INDEX TO EXHIBITS

| EXHIBIT<br>NUMBER | DESCRIPTION  |
|-------------------|--|
| -                 | -----  |
| - (a)(17)         | Notice of<br>Expiration<br>of Offer<br>to<br>Exchange. |

NOTICE OF EXPIRATION OF OFFER TO EXCHANGE

Date: Wednesday, August 29, 2001  
To: Option Holders  
Subject: Expiration of Offer to Exchange

The Transaction Systems Architects, Inc. offer to eligible employees and eligible directors to exchange certain outstanding options has now expired.

Results of the offer and personalized confirmations of options that have been validly tendered and cancelled will be sent to you as soon as practicable.