ACI WORLDWIDE, INC.

Form 4

October 22, 2013

FORM 4

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

2 Jaguar Nama and Tiakar or Trading

OMB Number: 3235-0287

Check this box
if no longer
subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES

Expires: January 31, 2005

OMB APPROVAL

if no longer subject to Section 16. Form 4 or Form 5 obligations

SECURITIES SECURITIES

Estimated average burden hours per response... 0.5

5 Relationship of Reporting Person(s) to

Form 5 obligations may continue. See Instruction See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

. .

Common

Common

Common

Stock

Stock

Stock

10/21/2013

10/21/2013

10/22/2013

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

HEASLEY PHILIP G				Symbol ACI WORLDWIDE, INC. [ACIW]				Iss	Issuer			
(Last) (First) (Middle) 3. D			3. Date o	3. Date of Earliest Transaction				(Check all applicable)				
3520 KRAFT ROAD, SUITE 300			(Month/Day/Year) 10/18/2013				_	_X_ Director 10% Owner _X_ Officer (give title _X_ Other (specify below) CEO and President / CEO and President				
				Filed(Month/Day/Year)				Aj	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
	NAPLES, F		Ī				Person					
	(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Secur	ities Acquir	ed, Disposed of,	or Beneficiall	y Owned	
	1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8)	4. Securiti mr Dispose (Instr. 3, 4	ed of (D)	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)	
	Common Stock	10/18/2013			M	18,491	A	\$ 22.65	327,121	D		
	Common Stock	10/18/2013			S	18,491	D	\$ 56.006 (1)	308,630	D		

M

S

M

18,835 A

18,835 D

12.674 A

\$ 22.65

56.0096

\$ 22.65

\$

(2)

327,465

308,630

321,304

D

D

D

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Common Stock S 12,674 D \$ 56.0383 308,630 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474

(9-02)

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. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amour Underlying Securit (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Non-Qualified Stock Option (right to buy)	\$ 22.65	10/18/2013		M	18,491	<u>(4)</u>	03/09/2015	Common Stock	18,4
Non-Qualified Stock Option (right to buy)	\$ 22.65	10/21/2013		M	18,835	<u>(4)</u>	03/09/2015	Common Stock	18,8
Non-Qualified Stock Option (right to buy)	\$ 22.65	10/22/2013		M	12,674	<u>(4)</u>	03/09/2015	Common Stock	12,6

Reporting Owners

Reporting Owner Name / Address	Relationships						
r	Director	10% Owner	Officer	Other			
HEASLEY PHILIP G 3520 KRAFT ROAD SUITE 300 NAPLES, FL 34105	X		CEO and President	CEO and President			

Signatures

By: /s/ Theodroe Rodriguez, Atty in Fact For: Philip G. Heasley 10/22/2013

**Signature of Reporting Person Date

Reporting Owners 2

Explanation of Responses:

- * 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).
- The sale price ranged from \$56.00 to \$56.03, with a weighted average sale price of \$56.006003. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- The sale price ranged from \$56.00 to \$56.03, with a weighted average sale price of \$56.009648. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- The sale price ranged from \$56.00 to \$56.22, with a weighted average sale price of \$56.038267. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- The options were granted pursuant to the Company's 2005 Equity and Performance Incentive Plan, as amended. The options vested in equal annual installments over a four year period beginning with the first anniversary of the date of grant. All options that were exercised were vested prior to exercise.

Remarks:

The shares identified herein were sold under Mr. Heasley's Rule 10b5-1 plan that was disclosed in the Company's Form 8-K d Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.