ACI WORLDWIDE, INC.
Form 4
August 11, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

OMB APPROVAL

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
STOKELY JOHN E

(Last) (First) (Middle)

3520 KRAFT ROAD, SUITE 300

(Street)

NAPLES, FL 34105

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
ACI WORLDWIDE, INC. [ACIW]

3. Date of Earliest Transaction (Month/Day/Year)
08/07/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
_____ Officer (give title below) _____ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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	08/07/2014		M		18,000	A	$ 5.6633	49,539	D	
Common Stock	08/07/2014		S		18,000	D	$ 18.4327	31,539 (1)	D	
Common Stock	08/07/2014		M		30,000	A	$ 10.87	61,539	D	
Common Stock	08/07/2014		S		30,000	D	$ 18.4327	31,539	D	
Common Stock	08/07/2014		M		30,000	A	$ 10.8733	61,539	D	
	08/07/2014		S		30,000	D		31,539	D	

Common Stock						$ 18.4327		
Common Stock	08/07/2014	M	24,000	A	$ 7.55	55,539	D	
Common Stock	08/07/2014	S	24,000	D	$ 18.4327	31,539	D	
Common Stock	08/08/2014	M	30,000	A	$ 9.6667	61,539	D	
Common Stock	08/08/2014	S	30,000	D	$ 18.4471	31,539	D	
Common Stock	08/08/2014	M	30,000	A	$ 6.1033	61,539	D	
Common Stock	08/08/2014	S	30,000	D	$ 18.4471	31,539	D	
Common Stock	08/08/2014	M	30,000	A	$ 5.04	61,539	D	
Common Stock	08/08/2014	S	30,000	D	$ 18.4471	31,539	D	
Common Stock	08/08/2014	M	12,000	A	$ 5.6633	43,539	D	
Common Stock	08/08/2014	S	12,000	D	$ 18.4471	31,539	D	

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

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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 Amoun Underlying Securit (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Non-Qualified Stock Option	$ 5.04 (2)	08/08/2014		M			30,000 (2)	(3)	06/10/2019	Common Stock	30,0 (2

(right to buy)								
Non-Qualified Stock Option (right to buy)	$ 5.6633 (4)	08/07/2014	M	18,000 (4)	(3)	06/11/2018	Common Stock	18,0 (4
Non-Qualified Stock Option (right to buy)	$ 5.6633 (4)	08/08/2014	M	12,000 (4)	(3)	06/11/2018	Common Stock	12,0 (4
Non-Qualified Stock Option (right to buy)	$ 6.1033 (5)	08/08/2014	M	30,000 (5)	(6)	06/09/2020	Common Stock	30,0 (5
Non-Qualified Stock Option (right to buy)	$ 7.55 (7)	08/07/2014	M	24,000 (7)	(3)	03/09/2015	Common Stock	24,0 (7
Non-Qualified Stock Option (right to buy)	$ 9.6667 (8)	08/08/2014	M	30,000 (8)	(3)	06/15/2021	Common Stock	30,0 (8
Non-Qualified Stock Option (right to buy)	$ 10.87 (9)	08/07/2014	M	30,000 (9)	(3)	07/24/2017	Common Stock	30,0 (9
Non-Qualified Stock Option (right to buy)	$ 10.8733 (10)	08/07/2014	M	30,000 (10)	(6)	03/07/2016	Common Stock	30,0 (10

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STOKELY JOHN E 3520 KRAFT ROAD SUITE 300 NAPLES, FL 34105	X			

Signatures

By: /s/ Dennis Byrnes, Attorney in Fact For: John E. Stokely	08/11/2014
**Signature of Reporting Person	Date

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).

(1) Effective July 10, 2014, the common stock of ACI Worldwide, Inc. split 3-for-1, resulting in the reporting person's ownership of 21,026 additional shares of common stock.

(2) This option was previously reported as covering 10,000 shares at an exercise price of $15.12 per share, but was adjusted to reflect the 3-for-1 stock split effective July 10, 2014.

(3) The options were granted pursuant to the Company's 2005 Equity and Performance Incentive Plan, as amended. The options vested on the the day immediately prior to the date of the next annual meeting of stockholders of the Company following the date of grant. All options that were exercised were vested prior to exercise.

(4) This option was previously reported as covering 10,000 shares at an exercise price of $16.99 per share, but was adjusted to reflect the 3-for-1 stock split effective July 10, 2014.

(5) This option was previously reported as covering 10,000 shares at an exercise price of $18.31 per share, but was adjusted to reflect the 3-for-1 stock split effective July 10, 2014.

(6) The options were granted pursuant to the Company's 2005 Equity and Performance Incentive Plan, as amended. The options vested on the first anniversary of the date of grant. All options that were exercised were vested prior to exercise.

(7) This option was previously reported as covering 8,000 shares at an exercise price of $22.65 per share, but was adjusted to reflect the 3-for-1 stock split effective July 10, 2014.

(8) This option was previously reported as covering 10,000 shares at an exercise price of $29.00 per share, but was adjusted to reflect the 3-for-1 stock split effective July 10, 2014.

(9) This option was previously reported as covering 10,000 shares at an exercise price of $32.61 per share, but was adjusted to reflect the 3-for-1 stock split effective July 10, 2014.

(10) This option was previously reported as covering 10,000 shares at an exercise price of $32.62 per shares, but was adjusted to reflect the 3- for-1 stock split effective July 10, 2014.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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