

**Report of Organizational Actions  
 Affecting Basis of Securities**

▶ See separate instructions.

**Part I Reporting Issuer**

1 Issuer's name <b>ACI WORLDWIDE, INC.</b>		2 Issuer's employer identification number (EIN) <b>47-0772104</b>	
3 Name of contact for additional information <b>Bryan Peterson</b>	4 Telephone No. of contact <b>402-390-7600</b>	5 Email address of contact <b>bryan.peterson@aciworldwide.com</b>	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact <b>6060 Coventry Drive</b>		7 City, town, or post office, state, and Zip code of contact <b>Elkhorn, NE 68022</b>	
8 Date of action <b>2/13/2012</b>	9 Classification and description <b>Common Stock of ACI Worldwide, Inc.</b>		
10 CUSIP number <b>004498101</b>	11 Serial number(s)	12 Ticker symbol <b>ACIW</b>	13 Account number(s)

**Part II Organizational Action** Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ On February 13, 2012, ACI Worldwide, Inc. ("ACI") acquired S1 Corporation ("S1"), pursuant to a merger transaction that did not qualify as a reorganization, in which the S1 shareholders exchanged their S1 shares for ACI shares and cash.

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ An S1 stockholder that receives stock consideration and/or the cash consideration in exchange for its S1 shares pursuant to the merger transaction will recognize gain or loss equal to the difference between the sum of the fair market value of the ACI shares and the amount of cash received and such S1 stockholder's adjusted tax basis in the S1 shares exchanged. Such recognized gain or loss will constitute capital gain or loss, and will constitute long-term capital gain or loss if the S1 stockholder's holding period for the S1 shares exchanged is greater than one year as of the date of the exchange. The basis of any ACI shares received will be equal to their fair market value (\$35.41 per share) on the date of the exchange, and their holding period will begin on the day following the date of the exchange.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ S1 shareholders who tendered their S1 shares in the merger transaction and elected to receive ACI common stock received \$5.72 in cash and .1349 shares of ACI common stock for each S1 share tendered. S1 shareholders who did not tender their shares as of February 10, 2012 received \$6.62 in cash and .1064 shares of ACI common stock for each S1 share held. S1 shareholders who tendered their shares and elected to receive cash or who did not make an election, received \$10.00 in cash for each share tendered. The fair market value of each share of ACI common stock was \$35.41, which was the closing market price of ACI's common stock on the NASDAQ stock exchange on the effective date of the merger transaction, February 13, 2012.

**Part II Organizational Action** (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶  
Internal Revenue Code Sections 354, 356, 358, and 1221.

Multiple horizontal lines for listing Internal Revenue Code sections.

18 Can any resulting loss be recognized? ▶ Yes.

Multiple horizontal lines for providing additional information for question 18.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ A calendar year taxpayer should report the federal income tax consequences of the merger transaction for its taxable year ended December 31, 2012.

Multiple horizontal lines for providing additional information for question 19.

To ensure compliance with Treasury Department Circular 230, any tax advice included in this written or electronic communication was not written or intended to be used, and it cannot be used by any person (i) for the purpose of avoiding any penalties that may be imposed on that person by any governmental taxing authority or agency, or (ii) to promote, market or recommend to another party any transaction or matter addressed herein. Each person should seek advice based upon that person's particular circumstances from an independent tax advisor.

Multiple horizontal lines for providing additional information for the disclaimer.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here  
Signature ▶ *Bryan Peterson* Date ▶ 3/29/12  
Print your name ▶ Bryan Peterson Title ▶ Vice President

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶	Firm's EIN ▶			
	Firm's address ▶	Phone no.			