

LINBERG CHARLES H
 Form 3
 December 07, 2009

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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

(Print or Type Responses)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â LINBERG CHARLES H | | (Month/Day/Year) | ACI WORLDWIDE, INC. [ACIW] | |
| (Last) | (First) | (Middle) | 12/03/2009 | |
| 120 BROADWAY, Â SUITE 3350 | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| NEW YORK, Â NY Â 10271 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | VP and Chief Technical Officer | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 27,396 ⁽¹⁾ | D | Â |

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

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|--|--|---|--|--|---|

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| | Date Exercisable | Expiration Date | | Amount or Number of Shares | | or Indirect (I) (Instr. 5) | |
|---|------------------|-----------------|--------------|----------------------------|----------|----------------------------|---|
| Non-Qualified Stock Option (right to buy) | Â (2) | 03/04/2012 | Common Stock | 1,800 | \$ 10.04 | D | Â |
| Non-Qualified Stock Option (right to buy) | Â (3) | 05/13/2012 | Common Stock | 20,000 | \$ 10.28 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| LINBERG CHARLES H 120 BROADWAY SUITE 3350 NEW YORK, NY 10271 | Â | Â | Â VP and Chief Technical Officer | Â |

Signatures

By: /s/ Victoria H. Sitz, Attorney in Fact For: Charles H. Linberg

12/07/2009

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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).

- Includes 13,000 restricted shares granted on February 1, 2008 of which 3,250 vested on February 1, 2009 and 1,430 of these vested shares were surrendered by the reporting person to pay the tax liability due upon vesting. Also includes 6,500 restricted shares granted on September 16, 2008 of which 1,625 vested on September 16, 2009 and 674 of these vested shares were surrendered by the reporting person to pay the tax liability due upon vesting. Both grants were made pursuant to the ACI Worldwide, Inc. 2005 Equity and Performance Incentive Plan, as amended. The restrictions on these restricted shares generally lapse with respect to 25% of the shares on each anniversary of the grant date.
- (1) These options were granted pursuant to the ACI Worldwide, Inc. 1999 Stock Option Plan, as amended. These options became exercisable in monthly installments and vested over 18 months. These options are fully vested.
- (2) These options were granted pursuant to the ACI Worldwide, Inc. 1999 Stock Option Plan, as amended. These options vested pro rata on an annual basis over a three-year period, with the first installment becoming exercisable one year after the grant date. These options are fully vested.
- (3) These options were granted pursuant to the ACI Worldwide, Inc. 1999 Stock Option Plan, as amended. These options vested pro rata on an annual basis over a three-year period, with the first installment becoming exercisable one year after the grant date. These options are fully vested.

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.