

ACI WORLDWIDE, INC.
Form DEFA14A
April 26, 2019

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the

Securities Exchange Act of 1934

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to §240.14a-12

ACI WORLDWIDE, INC.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

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(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

**Important Notice Regarding the Availability of Proxy Materials for the Shareholder Meeting
to be held on June 11, 2019, for ACI Worldwide, Inc.**

This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting. To view the proxy statement and annual report, go to www.proxydocs.com/ACIW. To submit your proxy while visiting this site, you will need the 12 digit control number in the box below.

Under new United States Securities and Exchange Commission rules, proxy materials do not have to be delivered in paper. Proxy materials can be distributed by making them available on the Internet. We have chosen to use these procedures for our 2019 Annual Meeting and need YOUR participation.

If you want to receive a paper or e-mail copy of the proxy materials, you must request one. There is no charge to you for requesting a copy. In order to receive a paper package in time for this year's annual meeting, please make this request on or before June 3, 2019.

View Proxy Materials and Annual Report Online at

www.proxydocs.com/ACIW

A convenient way to view proxy materials and VOTE!

Have the 12 digit control number available when you access the website and follow the instructions.

Material may be requested by one of the following methods:

***E-MAIL**

INTERNET	TELEPHONE	<u>paper@investorelections.com</u>
<u>www.investorelections.com/ACIW</u>	(866) 648-8133	

You must use the 12 digit control number

located in the shaded gray box below.

* If requesting material by e-mail, please send a blank e-mail with the 12 digit control number (located below) in the subject line. No other requests, instructions or other inquiries should be included with your e-mail requesting material.

ACCOUNT NO.

SHARES

ACI Worldwide, Inc. Notice of Annual Meeting of Stockholders

Date: Tuesday, June 11, 2019

Time: 3:00 p.m. Eastern Time

Place: ACI Worldwide, Inc., 3520 Kraft Rd., Suite 300, Naples, Florida 34105

We are holding the meeting to:

1. Elect eight directors to our Board of Directors to hold office until the 2020 Annual Meeting of Stockholders;

Nominees	01 Janet O. Estep	03 Philip G. Heasley	05 Charles E. Peters, Jr.	07 Adalio T. Sanchez
	02 James C. Hale	04 Pamela H. Patsley	06 David A. Poe	08 Thomas W. Warsop III

2. Ratify the appointment of Deloitte & Touche LLP as our independent registered public accounting firm for the fiscal year ending December 31, 2019;
3. Advisory approval of the Company's named executive officer compensation; and
- 4.

Transact such other business as may properly come before the Annual Meeting and any adjournment or postponement thereof.

The Board of Directors recommends that you vote FOR all nominees for director and FOR proposals 2 and 3.

Our Board of Directors has fixed the close of business on April 18, 2019 as the record date for determining the stockholders entitled to notice of and to vote at the Annual Meeting and any adjournment. Each share of our common stock is entitled to one vote on all matters presented at the Annual Meeting.

Vote In Person Instructions: While we encourage stockholders to vote by the means indicated above, a stockholder is entitled to vote in person at the Annual Meeting. Additionally, a stockholder who has submitted a proxy before the meeting, may revoke that proxy in person at the Annual Meeting.