

TRANSACTION SYSTEMS ARCHITECTS INC

Form 8-K/A

October 13, 2004

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

FORM 8-K/A

(Amendment No. 1)

CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of report (Date of earliest event reported): September 24, 2004

Transaction Systems Architects, Inc.
(Exact Name of Registrant as Specified in Charter)

Delaware	0-25346	47-0772104
----- (State or Other Jurisdiction of Incorporation)	----- (Commission File No.)	----- (I.R.S. Employer Identification No.)

224 South 108th Avenue, Omaha Nebraska 68154
(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code:
(402) 334-5101

N/A

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425
under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12
under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b)
under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c)
under the Exchange Act (17 CFR 240.13e-4(c))
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Explanatory Note

Transaction Systems Architects, Inc. is filing this Amendment No. 1 to its Current Report on Form 8-K filed with the Securities and Exchange Commission on September 29, 2004 to amend and restate Item 9.01 in its entirety to make certain changes to Exhibit 10.2. This Amendment No. 1 does not reflect any events occurring after the filing date of the original Current Report on Form 8-K or otherwise modify or update any of the information contained therein.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits.

Exhibit No.	Description
10.1	Third Amended and Restated Employment Agreement dated as of September 28, 2004 between Transaction Systems Architects, Inc. and Gregory D. Derkacht (with exhibits, including the form of Amended and Restated Severance Compensation Agreement) (filed as Exhibit 10.1 to the Company's Current Report on Form 8-K, filed September 29, 2004, and incorporated herein by reference).
10.2	Description of the 2005 Fiscal Year Management Incentive Compensation Plan.
10.3	Severance Compensation Agreement (Change in Control), dated September 29, 2004, between Donald P. Newman and the Company (the form of which is filed as Exhibit 10.16 to the Company's Form 10-K for the fiscal year ended September 30, 2003 and incorporated herein by reference).
99.1	Press Release (filed as Exhibit 99.1 to the Company's Current Report on Form 8-K, filed September 29, 2004, and incorporated herein by reference).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: October 13, 2004

TRANSACTION SYSTEMS ARCHITECTS, INC.

By: /s/ Dennis P. Byrnes
Name: Dennis P. Byrnes
Title: Senior Vice President

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EXHIBIT INDEX

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