

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

Form 10-Q/A

(Mark One)

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended June 30, 2001 OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from ----- to -----

Commission file number 0-13163

Acxiom Corporation  
(Exact Name of Registrant as Specified in Its Charter)

DELAWARE  
(State or Other Jurisdiction of  
Incorporation or Organization)

71-0581897  
(I.R.S. Employer  
Identification No.)

P.O. Box 8180, 1 Information Way,  
Little Rock, Arkansas  
(Address of Principal Executive Offices)

72203  
(Zip Code)

(501) 342-1000  
(Registrant's Telephone Number, Including Area Code)

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes                      X      No

The number of shares of Common Stock, \$ 0.10 par value per share, outstanding as of August 9, 2001 was 90,235,816.

Form 10-Q/A

This Amendment No. 1 on Form 10-Q/A to the Registrant's Quarterly Report on Form 10-Q for the quarter ended June 30, 2001 is being filed to correct an error in Item 2 of Part 1 "Management's Discussion and Analysis of Financial Condition and Results of Operations." Due to a calculation error, the Company reported that earnings before interest, taxes, depreciation, and amortization (EBITDA), excluding the impact of gains, losses and nonrecurring items, net and excluding other noncash write-offs was \$20.1 million for the quarter ended June 30, 2001. The corrected amount is \$12.1 million. This change had no impact on any amounts or disclosures in the Registrant's Condensed Consolidated Financial Statements or the notes thereto contained in Item 1 of Part 1 of the Form 10-Q or any other amounts or disclosures in the remainder of Management's Discussion and Analysis of Financial Condition and Results of Operations. Additionally, this revision does not impact the Company's previous guidance for operating cash flow and free cash flow for the fiscal year ended March 31, 2002 nor does the Company expect that this revision will impact its ability to comply with the financial covenants included in the Company's credit agreements.

Item 2 of Part 1 to the Registrant's Quarterly Report on Form 10-Q is hereby amended and restated in its entirety as follows:

Form 10-Q/A

Management's Discussion and Analysis of  
Financial Condition and Results of Operations

Effective January 1, 2001, the Company changed its method of accounting for revenue recognition retroactive to April 1, 2000, in accordance with Staff Accounting Bulletin 101 ("SAB 101"), "Revenue Recognition in Financial Statements." The cumulative effect of the change resulted in a charge to earnings of \$37.5 million, net of income tax benefit of \$21.5 million. The effect of the change on the quarter ended June 30, 2000 was to decrease earnings before the cumulative effect of the change in accounting principle by \$1.7 million (\$0.02 per diluted share). Also, effective April 1, 2001, the Company made certain modifications to its standard AbiliTec software sales agreements such that vendor-specific objective evidence is not attainable on many of its software sales transactions entered into subsequent to that date. Accordingly, the Company now recognizes revenue from the sales of AbiliTec software on a straight-line basis over the term of the agreement.

Results of Operations

For the quarter ended June 30, 2001, consolidated revenue was \$205.0 million, down 14% from the same quarter a year ago. Adjusting the prior year for the pro forma effects of straight-line revenue recognition on software contract sales results in a decrease in revenue of 13% for the current quarter of fiscal 2002 as compared to the quarter ended June 30, 2000. This decline in revenue is due primarily to the overall decline in the economy in that we are seeing customers postpone or otherwise delay project work.

The following table shows the Company's revenue by business segment for the quarters ended June 30, 2001 and 2000 (dollars in millions):

	June 30,	%	
	2001	2000	Change

Services			
Data and Software Products	\$149.4	\$171.1	-13%
IT Management	32.8	30.4	+8
Intercompany eliminations	53.0	55.8	-5
	(30.2)	(17.7)	+71
	-----	-----	--
	\$205.0	\$239.6	-14%
	=====	=====	==

Services segment revenue of \$149.4 million declined 13% over the prior year. Adjusting the prior quarter revenue for the pro forma effect of straight-line revenue recognition, the Services segment would have declined 11% over the first quarter in the prior year. As noted above, this decline is primarily attributable to the deferral of project work.

Data and Software Products segment revenue of \$32.8 million increased 8% from the prior year. Adjusting for the pro forma effect of straight-line revenue recognition on software contract sales, the segment revenue would have grown 18% as compared to the same quarter last year. The major factor contributing to growth in Data and Software Products was an increase in InfoBase revenues as compared to the same quarter last year.

Information Technology ("IT") Management segment revenue of \$53.0 million reflects a 5% decrease over the prior year. The decrease in the IT Management segment revenue is due to the loss of Montgomery Ward ("Wards") who filed for bankruptcy during December 2000. Excluding the impact of Wards, segment revenue would have been up slightly.

Certain revenues, including certain data and software products revenue, are reported both as revenue in the segment which owns the customer relationship (generally the Services segment) as well as the Data and Software Products segment which owns the product development, maintenance, sales support, etc. These duplicate revenues are eliminated in consolidation. The intercompany elimination increased 71% for the quarter due to the continued increase in the percentage of data and software products revenues generated from the other segments.

The following table presents operating expenses for the quarters ended June 30, 2001 and 2000 (dollars in millions):

	June 30,		%
	2001	2000	Change
Salaries and benefits	\$93.6	\$87.4	+ 7%
Computer, communications and other equipment	81.7	41.7	+96
Data costs	30.8	26.1	+18
Other operating costs and expenses	46.4	53.3	-13
Gains, losses and nonrecurring items, net	45.3	(3.1)	-
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	\$297.8	\$205.4	+45%
	=====	=====	==

Salaries and benefits for the quarter increased 7% from the prior year's first quarter. Excluding adjustments made during the quarter for certain benefits, salaries and benefits growth was flat. During the quarter ended June 30, 2001, the Company required most associates to take a 5% pay cut in exchange for stock options. Additionally, a significant number of associates volunteered for an additional pay cut in exchange for additional stock options. Projected salaries and benefit costs for the balance of fiscal 2002 will substantially decline as a result of the restructured operations and the work force reductions discussed below.

Computer, communications and other equipment costs increased 96% over the prior year. Adjusting for the additional depreciation and amortization associated with certain impaired assets, computer, communications and other equipment costs increased 15%.

Data costs grew 18% over the prior year. Increases in data costs are principally the result of higher data costs on Allstate revenues quarter over quarter and, to a lesser extent, new data sources and higher data royalties on InfoBase data sales.

Other operating costs and expenses decreased by 13% compared to a year ago, primarily as a result of lower hardware sales than the year earlier period.

During the quarter ended June 30, 2001, the Company restructured its operations in reaction to the continued economic slowdown and the related revenue impact. As a result, the Company recorded special charges (included in gains, losses and nonrecurring items, net) of \$45.3 million. These charges consist of a loss of \$31.2 million associated with the sale and leaseback of certain equipment (see notes 1 and 3 to the condensed consolidated financial statements); \$8.3 million in associate-related reserves, principally employment contract terminations and severance costs; \$3.6 million for lease and contract termination costs and \$2.2 million for abandoned or otherwise impaired assets and transaction costs to be paid to accountants and attorneys. In addition to the special charges recorded as gains, losses and nonrecurring items, net, the Company recorded accelerated depreciation and amortization and other charges of approximately \$25.8 million on certain other assets that are no longer in service or have otherwise been deemed impaired under the appropriate accounting literature, primarily Statement of Financial Accounting Standards ("SFAS") No. 86, "Accounting for the costs of Computer Software to Be Sold, Leased, or Otherwise Marketed," or SFAS No. 121, "Accounting for the Impairment of Long-Lived Assets and for Long-Lived Assets to Be Disposed Of."

Included in gains, losses and nonrecurring items, net for the quarter ended June 30, 2000 is a \$39.7 million gain on the sale of the DataQuick operation that occurred in April 2000; a \$3.2 million loss on the sale of the CIMS business unit; a \$20.0 million write-down of the then remaining 49% interest in the DMI operation; a \$7.2 million write-down of certain campaign management software and a \$6.3 million accrual established to fund over-attainment incentives.

Income (loss) from operations for the quarter declined to a loss of \$92.8 million as compared to income from operations of \$34.2 million during the same quarter last year. Excluding the gains, losses and nonrecurring items, net and the accelerated depreciation and amortization discussed above and adjusting the prior year results to include the pro forma effect of straight-line revenue recognition from software contracts, operating income

(loss) decreased \$50.2 million, primarily due to the reasons discussed above.

Interest expense for the quarter of \$6.7 million increased from \$5.5 million last year reflecting the increase in debt levels. Other, net decreased from \$8.2 million in last year's first quarter to a loss of \$0.8 million this year. This decline is largely due to a \$6.2 million gain on the sale of the Company's investment in Ceres during the quarter ended June 30, 2000, and the accrual of \$0.8 million during the current year related to costs associated with paying off an unsecured term loan (see Capital Resources and Liquidity below).

The loss before income taxes and the cumulative effect of the change in accounting principle of \$100.3 million for the quarter decreased \$137.3 million from the same quarter a year ago. Adjusting the prior year for the pro forma effects of the straight-line revenue recognition and gains, losses and nonrecurring items and excluding the special charges and other accelerated depreciation and amortization from the current quarter, the decrease from the prior year would have been approximately \$36 million.

The Company's effective tax rate was 36.6% in the current quarter compared to 38.5% in the prior year. The Company currently expects its effective tax rate to remain at approximately 37% for fiscal 2002. This estimate is based on current tax law and current estimates of earnings, and is subject to change.

Diluted loss per share was \$0.71 compared to \$0.14 a year ago. Excluding the special charges included in gains, losses and nonrecurring items, net during both periods; the accelerated depreciation and amortization recorded during the current quarter and approximately \$18 million in operating expenses incurred during the current quarter that are not expected to continue in future quarters as a result of the Company's restructuring of its operations, and adjusting the prior year for the pro forma effect of straight-line revenue recognition, diluted earnings (loss) per share would have been \$(0.07) compared to \$0.17 for the same quarter last year.

#### Capital Resources and Liquidity

Working capital at June 30, 2001 totaled \$150.7 million compared to \$138.1 million at March 31, 2001. At June 30, 2001, the Company had \$215.4 million outstanding on its available lines of credit (see discussion below regarding subsequent amendments to the Company's revolving credit facility and certain other debt obligations). The Company's debt-to-capital ratio (capital defined as long-term debt plus stockholders' equity) was 46% at June 30, 2001 compared to 37% at March 31, 2001. Included in long-term debt at both June 30, 2001 and March 31, 2001 is a convertible note in the amount of \$115.0 million. The conversion price for the convertible debt is \$19.89 per share. If the price of the Company's common stock moves above the conversion price prior to the maturity of the convertible note, management expects this debt to be converted to equity. Assuming the convertible debt had converted to equity, the Company's debt-to-capital ratio would have been reduced to 34% at June 30, 2001. Total stockholders' equity decreased 14% to \$533.0 million at June 30, 2001 primarily due to the net loss reported during the current quarter and the payment made on the equity forward agreements (see note 6 to the condensed consolidated financial statements).

Cash used by operating activities was \$39.3 million for the quarter ended June 30, 2001 compared to \$39.9 million for the same quarter in the prior year. Earnings before interest expense, taxes, depreciation, and amortization ("EBITDA") was \$12.1 million, excluding the impact of gains, losses and nonrecurring items, net and excluding other noncash write-offs that are reported elsewhere in the financial statements. EBITDA on a comparable basis last year was \$67.9 million, excluding the SAB 101 cumulative adjustment. The decrease in EBITDA during the current quarter as compared to the same quarter last year is primarily due to the decline in revenue as previously discussed. EBITDA is not intended to represent cash flows for the period, is not presented as an alternative to operating income as an indicator of operating performance, may not be comparable to other similarly titled measures of other companies, and should not be considered in isolation or as a substitute for measures of performance prepared in accordance with generally accepted accounting principles. However, EBITDA is a relevant measure of the Company's operations and cash flows and is used internally as a surrogate measure of cash provided by operating activities. Operating cash flow was reduced by \$28.7 million in the current quarter and \$74.3 million in the prior year due to the net change in operating assets and liabilities. The change in the current quarter primarily reflects payments made on accounts payable related to equipment acquired where payment was deferred until fiscal 2002, partially offset by a decrease in accounts receivable. Days sales outstanding ("DSO") was 75 days at June 30, 2001 and was 70 days at March 31, 2001.

Investing activities used \$27.0 million for the quarter ended June 30, 2001, compared to \$10.4 million a year previously. Investing activities in the current year include capitalized software development costs of \$5.9 million and capital expenditures of \$8.9 million, compared to \$10.2 million and \$10.6 million, respectively, during the same quarter last year. Capitalized software development costs have decreased during the current quarter as a result of decreased spending on certain of the Company's proprietary software products. Capital expenditures have decreased due to the economic slowdown. Proceeds from the disposition of assets were \$0.1 million during the current quarter as compared to \$34.1 million (primarily the sale of the DataQuick operation and the disposal of the Ceres investment) during the same quarter last year. Costs deferred under long-term contracts were \$8.6 million during the current quarter and \$5.3 million during the same period of fiscal 2001. Investments in joint ventures were \$3.7 million and \$4.3 million during the quarters ended June 30, 2001 and 2000, respectively, and are comprised primarily of advances made to fund certain investments and joint venture operations. No cash was paid for acquisitions during the current quarter as compared to \$14.1 million paid during the same quarter last year for the acquisition of MCRB, Inc. and earn-out payments made on prior acquisitions. The Company leases certain assets under synthetic leasing arrangements rather than purchasing those assets. During the quarter ended June 30, 2001, the Company funded \$5.0 million in equipment under its synthetic lease facility, and has \$89.5 million remaining under the total commitment of \$240.0 million.

Financing activities in the current year provided \$61.9 million, of which \$86.4 million relates to debt proceeds from the Company's revolving credit arrangement, as compared to \$31.5 million of cash provided by financing activities in the prior year. The Company also paid down \$22.5 million on the equity forward contracts during the current quarter as discussed in note 6 to the condensed consolidated financial statements, as compared to \$1.4 million during the same quarter last year. Proceeds from the sale of common stock were \$3.2 million and \$4.3 million, respectively, during the quarters ended June 30, 2001 and 2000. The Company also purchased \$4.7 million of common stock in the open market during the quarter ended June 30, 2000.

During fiscal 2001, the Company began construction on a customer service facility in Little Rock and began planning the construction of another customer service facility in Phoenix. The Little Rock facility is expected to cost approximately \$30 to \$35 million, including interest during the construction period and is expected to be completed in October 2002. The City of Little Rock has issued revenue bonds for the Little Rock project, and the Company is financing the Little Rock project using off-balance sheet synthetic lease arrangements. Upon completion of the Little Rock facility, the impact of the leasing arrangement is expected to reduce operating cash flow by approximately \$3 million per year over the term of the lease. The Phoenix project was expected to cost approximately \$25 million, including land and interest costs. However, due to the current economic

uncertainty, the construction of this facility has been postponed.

While the Company does not have any other material contractual commitments for capital expenditures, minimum levels of investment in facilities and computer equipment continue to be necessary to support the growth of the business. In addition, new outsourcing or facilities management contracts frequently require substantial up-front capital expenditures in order to acquire or replace existing assets. In some cases, the Company also sells software and hardware to customers under extended payment terms or notes receivable collectible generally over three years. These arrangements also require up-front expenditures of cash, which are repaid over the life of the agreement. The Company also evaluates acquisitions from time to time, which may require up-front payments of cash. Depending on the size of the acquisition it may be necessary to raise additional capital. If additional capital becomes necessary, the Company would first use available borrowing capacity under its revolving credit agreement, followed by the issuance of other debt or equity securities.

Primarily as a result of the nonrecurring charges discussed in note 1 to the condensed consolidated financial statements, as well as the Company's change to subscription revenue recognition for software sales, the Company was in violation of certain of its financial loan covenants at June 30, 2001. Prior to completion of the financial statements as of June 30, 2001, the Company obtained a waiver of those violations through August 15, 2001, and began negotiating an amendment to its revolving credit facility and certain other of its affected debt obligations. On August 14, 2001, the Company obtained an amendment of its revolving credit facility and other affected debt obligations, which reduced the committed amount available under the revolver to \$265 million, changed certain financial covenants and provided that the outstanding balance of the revolver will be secured by substantially all of the Company's unencumbered real estate and personal property assets. In addition, the amendment requires the Company to satisfy certain covenants by September 14, 2001, primarily relating to the execution of certain collateral agreements for the benefit of the creditors, as well as the consummation of the term loan to fund the settlement of the equity forward agreements discussed below. Until such covenants are satisfied, the Company's borrowings under the arrangement are limited to \$245 million. As a result of the waiver and amendment, the Company is in compliance with all of its applicable financial loan covenants at June 30, 2001, and the Company expects to be in compliance with the revised loan covenants throughout the term of the agreements, as amended.

Subsequent to June 30, 2001, the Company paid off the \$7.4 million unsecured term loan, plus accrued interest, with proceeds from its revolving credit facility.

At June 30, 2001, the Company had entered into three equity forward purchase agreements with a commercial bank to purchase 3.7 million shares of its common stock. As discussed in note 6 to the condensed consolidated financial statements, during the current quarter, the Company reduced the notional amount under the agreements to \$64.2 million. The contracts are required to be settled on December 15, 2001. If the market value of the stock exceeds the price under the equity forward agreements, the Company has the option of settling the contracts by receiving cash or stock in an amount equal to the excess of the market value over the price under the equity forward. If the market value of the stock is less than the price under the equity forward agreements, the Company has the option of settling the contracts by paying cash or delivering shares in the amount of the excess of the contract amount over the fair market value of the stock. The Company can also settle the contracts by paying the full notional amount and taking delivery of the stock. The shares remain issued and outstanding until the equity forward purchase contracts are settled. The fair value of the equity forward contracts in effect at June 30, 2001 was a liability of approximately \$16.1 million based on a stock price of \$13.09 per share. An increase or decrease in the stock price of \$1.00 per share increases or decreases the fair value by approximately \$3.7 million.

On August 14, 2001, in conjunction with the amendment to the Company's revolving credit facility, the Company obtained a memorandum of understanding relating to the settlement of the equity forward contracts through borrowings of approximately \$64.2 million from a bank under a term loan arrangement. The funds from the term loan will be used to pay the notional amount under the equity forward contracts and the Company will take delivery of the shares of common stock subject to the contracts. The term loan, which is expected to be closed on or before September 14, 2001, will be due in 2005.

#### New Accounting Pronouncements

During June 2001, the Financial Accounting Standards Board issued SFAS No. 141, "Business Combinations," which replaces Accounting Principles Board ("APB") Opinion No. 16, and issued SFAS No. 142, "Goodwill and Other Intangible Assets," which replaces APB Opinion No. 17 and amends SFAS No. 121. Under the provisions of SFAS No. 141, all business combinations initiated after June 30, 2001 must be accounting for by the purchase method of accounting. The use of the pooling-of-interest method of accounting for business combinations is prohibited.

Under the provisions of SFAS No. 142, amortization of goodwill and other intangible assets that have an indeterminate life is to be discontinued. However, an impairment analysis must be performed for these intangible assets, at least annually, with any impairment recorded as a charge to earnings during the current period. The Company has elected to early adopt the provisions of SFAS No. 142 and has discontinued the amortization of its goodwill balances effective April 1, 2001, which resulted in a decrease of the net loss recorded for the current quarter of approximately \$2 million (\$0.02 per diluted share) and is expected to result in an increase in net income (loss) of \$7 million (\$0.08 per diluted share) during the year ended March 31, 2002. As required by the provisions of SFAS No. 142, the Company must complete part one of a two-part impairment analysis of its goodwill by September 30, 2001. At that time, the Company will be able to determine whether any potential impairment exists, although the amount of the impairment charge cannot be determined until part two of the test is completed, which must be completed by the end of fiscal 2002. Any impairment charge calculated upon completion of part two of the impairment test will be recorded as a cumulative effect of a change in accounting principle retroactive to the beginning of the fiscal year.

#### Outlook

The opportunities for AbiliTec software continue to grow as companies implement their customer relationship management ("CRM") strategies. These CRM efforts are putting focus on the need to aggregate customer information across an enterprise, with the ability to do so in real time. Acxiom's AbiliTec software provides the Customer Data Integration ("CDI") that can accurately and quickly aggregate all records about an individual or a business. CDI is the foundational data management process for every use of CRM.

The financial projections stated today are based on current expectations. Our current assumption concerning general economic activity is that we do not expect substantial improvement during this fiscal year and our guidance is structured accordingly. These projections are forward-looking and actual results may differ materially. These projections do not include the potential impact of any mergers, acquisitions, divestitures or other business combinations that may be completed in the future.

The Company expects that revenue for the second quarter of fiscal 2002 will range from \$215 million to \$225 million and earnings per share will be from \$0.07 to \$0.10. For the fiscal year ending March 31, 2002, the Company expects revenue of \$880 million to \$900 million. The Company expects that fiscal 2002 earnings per share will be between \$0.28 and \$0.33 after adjusting for the nonrecurring items during the current quarter.

For the fiscal year ending March 31, 2002, the Company expects operating cash flow of \$90 million to \$110 million as well as positive free cash flow (free cash flow is defined as operating cash flow less investing activities). Depreciation and amortization for the fiscal year is expected to be \$110 million to \$115 million. Capitalization of deferred expenses and software development costs is expected to be \$60 million to \$70 million. Capital expenditures are expected to be \$40 million to \$50 million.

For fiscal 2003, the Company expects that revenue will grow approximately 20% and earnings per share will be from \$0.65 to \$0.75.

This filing contains forward-looking statements that are subject to certain risks and uncertainties that could cause actual results to differ materially; such statements include but are not necessarily limited to the following: 1) that sales of AbiliTec will continue to be strong; 2) that there will continue to be strong customer demand for AbiliTec; 3) that AbiliTec will continue to drive the long-term success of the Company; 4) that the Company is quickly accomplishing its goal of AbiliTec becoming the de facto standard for Customer Data Integration; 5) that AbiliTec can provide tremendous value to companies that seek to grow revenue, satisfy customers and control costs; 6) that the adoption of subscription revenue recognition for AbiliTec revenues was the right choice for the Company and that such adoption will have the expected impact and effect upon the Company, including, but not limited to, many long-term benefits, a better matching of cash flow to earnings, and that it will allow the business of Acxiom to be more predictable and transparent; 7) that the write-offs and charges are appropriate; 8) that the revenue and earnings projections will be within the indicated ranges; 9) that the adoption of SAB 101 and SFAS No. 142 will have the anticipated impacts; 10) that the Company will be able to effectively implement and continue its expense reduction efforts, within the indicated ranges; 11) that the Company's cash flow will be within the indicated range; 12) that the indicated revenue, earnings per share, cash flow, tax rate, depreciation, amortization, capital expenditures, software development and the indicated growth rates for future periods will be within the indicated amounts and ranges; 13) that the Company is confident of its ability to meet the forecasted Q2 and FY 2002 expectations; 14) that the Company will be able to amend its credit arrangements satisfactorily; 15) that the economic environment and business conditions will remain difficult to predict and that general economic activity could continue to decline; and 16) the positioning of the Company for significant long term success when the economy recovers. The following are important factors, among others, that could cause actual results to differ materially from these forward-looking statements. With regard to all statements regarding AbiliTec: the complexity and uncertainty regarding the development of new software and high technologies; the difficulties associated with developing new AbiliTec products and AbiliTec Enabled Services; the loss of market share through competition or the acceptance of these or other Company offerings on a less rapid basis than expected; changes in the length of sales cycles; the introduction of competent, competitive products or technologies by other companies; changes in the consumer and/or business information industries and markets; the Company's ability to protect proprietary information and technology or to obtain necessary licenses on commercially reasonable terms; the impact of changing legislative, accounting, regulatory and consumer environments in the geographies in which AbiliTec will be deployed. With regard to the statements that generally relate to the business of the Company, all of the above factors: the possibility that certain contracts may not be closed or closed within the anticipated time frames; the possibility that economic or other conditions might lead to a reduction in demand for the Company's products and services; the possibility that the current economic slowdown may worsen and/or persist for an unpredictable period of time; the possibility that significant customers may experience extreme, severe economic difficulty; the continued ability to attract and retain qualified technical and leadership associates and the possible loss of associates to other organizations; the ability to properly motivate the sales force and other associates of the Company; the ability to achieve cost reductions and avoid unanticipated costs; the possibility that the Company will not be able to amend its credit arrangements within the indicated time frame; the continued availability of credit upon satisfactory terms and conditions; changes in the legislative, accounting, regulatory and consumer environments affecting the Company's business including but not limited to litigation, legislation, regulations and customs relating to the Company's ability to collect, manage, aggregate and use data; data suppliers might withdraw data from the Company, leading to the Company's inability to provide certain products and services; short-term contracts affect the predictability of the Company's revenues; the possibility that the amount of ad hoc project work will not be as expected; the potential loss of data center capacity or interruption of telecommunication links; postal rate increases that could lead to reduced volumes of business; customers that may cancel or modify their agreements with the Company; the successful integration of any acquired businesses; and other competitive factors. With respect to the providing of products or services outside the Company's primary base of operations in the U.S.: all of the above factors and the difficulty of doing business in numerous sovereign jurisdictions due to differences in culture, laws and regulations. Other factors are detailed from time to time in the Company's periodic reports and registration statements filed with the United States Securities and Exchange Commission. Acxiom believes that it has the product and technology offerings, facilities, associates and competitive and financial resources for continued business success, but future revenues, costs, margins and profits are all influenced by a number of factors, including those discussed above, all of which are inherently difficult to forecast. Acxiom undertakes no obligation to update the information contained in this press release or any other forward-looking statement.

Form 10-Q/A

ACXIOM CORPORATION AND SUBSIDIARIES

SIGNATURE

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

Acxiom Corporation

Dated: September 13, 2001

By: /s/ Caroline Rook

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(Signature)

Caroline Rook  
Chief Financial Operations Officer  
(Principal Accounting Officer)