

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934  
(Amendment No. )\*

Transaction Systems Architects Inc.  
(Name of Issuer)

Common Stock  
(Title of Class of Securities)

89341610  
(CUSIP Number)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

## SCHEDULE 13G

CUSIP No. 89341610

1. NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
  
Warburg, Pincus Counsellors, Inc.  
13-2673503
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*  
(a)   
(b)
3. SEC USE ONLY
4. CITIZENSHIP OR PLACE OF ORGANIZATION  
  
United States
- |    |                          |           |
|----|--------------------------|-----------|
| 5. | SOLE VOTING POWER        | 1,134,600 |
| 6. | SHARED VOTING POWER      | 405,000   |
| 7. | SOLE DISPOSITIVE POWER   | 1,860,400 |
| 8. | SHARED DISPOSITIVE POWER | 0         |
- NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH  
REPORTING PERSON 1,868,100
10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES  
CERTAIN SHARES\*
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 8.29%
12. TYPE OF REPORTING PERSON\*  
  
Investment Advisor

\*SEE INSTRUCTION



- Item 7 Identification and classification of subsidiary: Not Applicable
- Item 8 Identification and classification of members  
of the group: Not Applicable
- Item 9 Notice of dissolution of the group: Not Applicable
- Item 10 Certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purpose or effect.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete, and correct.

/s/ Linda S. Iovan

-----  
Linda S. Iovan  
Vice President