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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549
SCHEDULE 13G
Under the Securities Exchange Act of 1934 (Amendment No. 6)
ACI Worldwide Inc. (Name of Issuer)
Common Shares (Title of Class of Securities)
004498101 (CUSIP Number)
December 31, 2011 (Date of Event Which Requires Filing of this Statement)
Check the appropriate box to designate the rule pursuant to Schedule is filed:
/_X_/ Rule 13d-1(b) // Rule 13d-1(c)

Rule 13d-1(d)

CUSIP No. 004498101

* 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 disclosures provided in a prior cover page.

The information required on 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).

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 control number. SEC 1745 (02-02)

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1	NAME OF REPORTING PERSOIRS IDENTIFICATION NOS.	_	E PERSONS (ENTITIES ONLY)
	RS Investment Managemen	it Co. LL	С
2	CHECK THE APPROPRIATE B (a)/ / (b)/ /	SOX IF A	MEMBER OF A GROUP (See Instructions)
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF	ORGANIZ	ATION
	NUMBER OF SHARES BENEFICIALLY	5	SOLE VOTING POWER -0-
	OWNED BY FACH	6	SHARED VOTING POWER

	REPORTING PERSON WITH	7	SOLE DISPOSITIVE POWER
		8	SHARED DISPOSITIVE POWER
9	AGGREGATE AMOUNT BE	ENEFICIALLY	OWNED BY EACH REPORTING PERSON
10 Instr	CHECK IF THE AGGREG ructions)	SATE AMOUNT	IN ROW (9) EXCLUDES CERTAIN SHARES (See
11	PERCENT OF CLASS RE	EPRESENTED I	BY AMOUNT IN ROW 9
12	TYPE OF REPORTING F	PERSON (See	Instructions)

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CUSIP No. 004498101

1	NAME OF REPORTING PERSONS IRS IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)			
	RS Partners Fund			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a)/ / (b)/ /			
3	SEC USE ONLY			
4	CITIZENSHIP OR PLACE OF ORGANIZATION			
	Massachusetts			
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH	NUMBER OF SHARES	5		
	OWNED BY EACH	6	SHARED VOTING POWER -0-	
	REPORTING PERSON WITH	7	SOLE DISPOSITIVE POWER	
		8	SHARED DISPOSITIVE POWER	
9	AGGREGATE AMOUNT BENEFI	CIALLY (OWNED BY EACH REPORTING PERSON	
	CHECK IF THE AGGREGATE	AMOUNT 1	IN ROW (9) EXCLUDES CERTAIN SHARES (See	
11	PERCENT OF CLASS REPRES	SENTED BY	⁄ AMOUNT IN ROW 9	
12	TYPE OF REPORTING PERSON (See Instructions) IV			

CUSIP N	o. 004498101		13G
1	NAME OF REPORTING PERSO IRS IDENTIFICATION NOS.	NS	E PERSONS (ENTITIES ONLY)
	The Guardian Life Insur		
2	CHECK THE APPROPRIATE B (a)/ / (b)/ /	OX IF A	MEMBER OF A GROUP (See Instructions)
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF		ATION
	New York		
	NUMBER OF SHARES	5	SOLE VOTING POWER -971-
	BENEFICIALLY OWNED BY EACH	6	SHARED VOTING POWER -0-
	REPORTING PERSON WITH	7	SOLE DISPOSITIVE POWER
		8	SHARED DISPOSITIVE POWER -0-
9	-971-	CIALLY 0	WNED BY EACH REPORTING PERSON
10 Instruc	CHECK IF THE AGGREGATE		N ROW (9) EXCLUDES CERTAIN SHARES (See
11	PERCENT OF CLASS REPRES 0.0%	ENTED BY	
12	TYPE OF REPORTING PERSO IC, HC	N (See I	nstructions)

CUSIP N	0. 004498101	13G
1	NAME OF REPORTING PERSONS IRS IDENTIFICATION NOS. OF ABOVE PERSON	NS (ENTITIES ONLY)
	Guardian Investor Services LLC	
2	CHECK THE APPROPRIATE BOX IF A MEMBER (a)//(b)//	OF A GROUP (See Instructions)
3	SEC USE ONLY	

	Delaware 		
	NUMBER OF SHARES	5	SOLE VOTING POWER -0-
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	6	SHARED VOTING POWER -0-	
	7	SOLE DISPOSITIVE POWER	
		8	SHARED DISPOSITIVE POWER
9	AGGREGATE AMOUNT BE	ENEFICIALLY	OWNED BY EACH REPORTING PERSON
	CHECK IF THE AGGRECUCTIONS)	GATE AMOUNT	IN ROW (9) EXCLUDES CERTAIN SHARES (See
11	PERCENT OF CLASS RE	EPRESENTED I	BY AMOUNT IN ROW 9
12	TYPE OF REPORTING F	PERSON (See	Instructions)

CITIZENSHIP OR PLACE OF ORGANIZATION

CUSIP No. 004498101

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ITEM 1.

- (a) The name of the issuer is ACI Worldwide Inc. (the "Issuer").
- (b) The principal executive office of the Issuer is located at: 120 Broadway, Suite 3350, New York, NY 10271.

ITEM 2.

- (a-c) See Annex I for information on the persons filing this statement (collectively, the "Filers")
- (d) This statement relates to shares of common stock of the Issuer (the "Stock").
 - (e) The CUSIP number of the Stock is 004498101.

ITEM 3. If this statement is filed pursuant to rules 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) _X*_ Broker or dealer registered under section 15 of the Act (15 U.S.C. 780). *Guardian Investor Services LLC is a registered investment adviser, a registered broker-dealer, and the parent company of RS Investment Management Co. LLC.
- (b) ___ Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c) _X*_ Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c). *The Guardian Life Insurance Company of America is an insurance company and the parent company of Guardian Investor Services LLC and RS Investment Management Co. LLC.
- (d) _X*_ Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).

 *RS Partners Fund is a registered investment company.
- (f) ___ An employee benefit plan or endowment fund in accordance with 240.13d-1(b)(1)(ii)(F).
- (g) _X*_ A parent holding company or control person in accordance with 240.13d-1(b)(1)(ii)(G).

*The Guardian Life Insurance Company of America is an insurance company and the parent company of Guardian Investor Services LLC and RS Investment Management Co. LLC.

Guardian Investor Services LLC is a registered investment adviser, a registered broker-dealer, and the parent company of RS Investment Management Co. LLC.

- (h) $_$ A savings association as defined in section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813).
- (i) ___ A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3).
 - (j) Group, in accordance with rule 240.13d-1(b)(1)(ii)(J)

CUSIP No. 004498101

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following /X/.

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

RS Investment Management Co. LLC is a registered investment adviser whose clients have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the Stock. No individual client's holdings of the Stock are more than five percent of the outstanding Stock.

The Guardian Life Insurance Company of America is an insurance company and the parent company of Guardian Investor Services LLC and RS Investment Management Co. LLC. Guardian Investor Services LLC is a registered investment adviser, a registered broker-dealer, and the parent company of RS Investment Management Co. LLC.

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ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY

Not applicable.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

Not applicable.

ITEM 9. NOTICE OF DISSOLUTION OF 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 and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURE

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.

Dated: January 1, 2012

RS INVESTMENT MANAGEMENT CO. LLC

By: /s/ Matthew Scanlan Matthew Scanlan

Chief Executive Officer

RS PARTNERS FUND

By: RS INVESTMENT MANAGEMENT CO. LLC

Investment Adviser

By: /s/ Matthew Scanlan

Matthew Scanlan

Chief Executive Officer

THE GUARDIAN LIFE INSURANCE COMPANY OF AMERICA

By: /s/ Thomas G. Sorell

Thomas G. Sorell

Executive Vice President and Chief Investment Officer

GUARDIAN INVESTOR SERVICES LLC

By: /s/ Thomas G. Sorell

Thomas G. Sorell

Executive Vice President and Chief Investment Officer

EXHIBIT A

JOINT FILING AGREEMENT

The undersigned hereby agree that they are filing this statement jointly pursuant to Rule 13d-1(k)(1). Each of them is responsible for the timely filing of the Schedule 13G and any amendments thereto, and for the completeness and accuracy of the information concerning such person contained therein; but none of them is responsible for the completeness or accuracy of the information concerning the other persons making the filing, unless such person knows or has reason to believe that such information is inaccurate.

Dated: January 1, 2012

RS INVESTMENT MANAGEMENT CO. LLC

By: /s/ Matthew Scanlan Matthew Scanlan

Chief Executive Officer

RS PARTNERS FUND

By: RS INVESTMENT MANAGEMENT CO. LLC

Investment Adviser

By: /s/ Matthew Scanlan

Matthew Scanlan

Chief Executive Officer

THE GUARDIAN LIFE INSURANCE COMPANY OF AMERICA

By: /s/ Thomas G. Sorell

Thomas G. Sorell

Executive Vice President and Chief Investment Officer

GUARDIAN INVESTOR SERVICES LLC

By: /s/ Thomas G. Sorell

Thomas G. Sorell

Executive Vice President and Chief Investment Officer

CUSIP No. 004498101

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Annex I

The filers are:

Т.

- (a) RS Investment Management Co. LLC is a Delaware limited liability Company.
- (b) registered investment adviser

II.

- (a) RS Partners Fund is a series of a Massachusetts business trust.
- (b) investment company

III.

- (a) The Guardian Life Insurance Company of America is a New York mutual life insurance company.
- (b) insurance company and parent company

Guardian Investor Services LLC is a Delaware limited liability company. registered investment adviser, registered broker-dealer, and parent

IV.
(a)
(b)
company