



REPORTING  
PERSON  
WITH

7 SOLE DISPOSITIVE POWER  
-0-  
8 SHARED DISPOSITIVE POWER  
-0-

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
-0-

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See  
Instructions)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
0.0%

12 TYPE OF REPORTING PERSON (See Instructions)  
IA

CUSIP No. 004498101

13G

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 5 SOLE VOTING POWER  
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

6 SHARED VOTING POWER  
-0-

7 SOLE DISPOSITIVE POWER  
-0-

8 SHARED DISPOSITIVE POWER  
-0-

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
-0-

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See  
Instructions)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
0.0%

12 TYPE OF REPORTING PERSON (See Instructions)  
IV

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1 NAME OF REPORTING PERSONS  
 IRS IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

The Guardian Life Insurance Company of America

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2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a) / /  
 (b) / /

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3 SEC USE ONLY

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4 CITIZENSHIP OR PLACE OF ORGANIZATION

New York

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NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER -971-
	6	SHARED VOTING POWER -0-
	7	SOLE DISPOSITIVE POWER -971-
	8	SHARED DISPOSITIVE POWER -0-

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9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
 -971-

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10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See  
 Instructions)

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11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
 0.0%

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12 TYPE OF REPORTING PERSON (See Instructions)  
 IC, HC

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1 NAME OF REPORTING PERSONS  
 IRS IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Guardian Investor Services LLC

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2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a) / /  
 (b) / /

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3 SEC USE ONLY

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Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER -0-
	6	SHARED VOTING POWER -0-
	7	SOLE DISPOSITIVE POWER -0-
	8	SHARED DISPOSITIVE POWER -0-

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
-0-

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
0.0%

12 TYPE OF REPORTING PERSON (See Instructions)  
IA, BD, HC

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)  Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o). \*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)  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)  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.

(e)  An investment adviser in accordance with 240.13d-1(b)(1)(ii)(E). \*RS Investment Management Co. LLC is a registered investment adviser. Guardian Investor Services LLC is a registered investment adviser, a registered broker-dealer, and the parent company of RS Investment Management Co. LLC.

(f)  An employee benefit plan or endowment fund in accordance with 240.13d-1(b)(1)(ii)(F).

(g)  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)

ITEM 4. OWNERSHIP

See Items 5-9 and 11 on the cover page for each Filer.

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.

CUSIP No. 004498101

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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

## Annex I

The filers are:

- I.
  - (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

IV.

(a) Guardian Investor Services LLC is a Delaware limited liability company.

(b) registered investment adviser, registered broker-dealer, and parent company