

AFFILIATED COMPUTER SERVICES INC  
 Form 4  
 December 07, 2004

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 DEASON DARWIN

2. Issuer Name and Ticker or Trading Symbol  
 AFFILIATED COMPUTER SERVICES INC [ACS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 2828 N. HASKELL AVENUE  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 12/07/2004

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Chairman of the Board / See Remarks

DALLAS, TX 75204

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3)       | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Class A Common Stock \$0.01 par value | 12/07/2004                           |  | S                              | 419,200   | \$ 60.1799  | D  |   |
| Class B Common Stock \$0.01 par value |                                      |  |                                |   | 1,982,894   | D  |   |
| Class A Common Stock \$0.01 par value |                                      |  |                                |   | 6,599,372   | D  |   |
| Class A Common Stock \$0.01 par value |                                      |  |                                |   | 5,667   | I  | ESP Plan  |

Stock  
\$0.01 par  
value

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who 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.**

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |                      |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                | Amount or Number of Shares |
| Employee Stock Option (Right to Buy)       | \$ 44.1  |                                      |  |                                |   | 07/01/2007 <sup>(1)</sup>                                | 08/11/2013  | Class A Common Stock | 300,000                    |
| Employee Stock Option (Right to Buy)       | \$ 35.75   |                                      |  |                                |   | 07/23/2007   | 07/23/2012  | Class A Common Stock | 600,000                    |
| Employee Stock Option (Right to Buy)       | \$ 11.5312   |                                      |  |                                |   | 07/01/2007 <sup>(1)</sup>                                | 10/08/2008  | Class A Common Stock | 150,000                    |

## Reporting Owners

| Reporting Owner Name / Address          | Relationships |           |                       |             |
|---|---------------|-----------|-----------------------|-------------|
|   | Director      | 10% Owner | Officer               | Other       |
| DEASON DARWIN<br>2828 N. HASKELL AVENUE | X             |           | Chairman of the Board | See Remarks |

DALLAS, TX 75204

## Signatures

Darwin Deason

12/07/2004

\_\_Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).  
This stock option grant is related to reporting person's Supplemental Executive Retirement Agreement, as amended ("SERP"). This
- (1) option is currently exercisable on reporting person's normal retirement date under the terms of the SERP, but subject to change based on the occurrence of certain designated events.
- (2) This is the average sale price. Sale prices ranged from \$60.00 per share to \$60.60 per share.

### Remarks:

Remarks: The reporting person owns less than 10% of the registered shares of the Issuer, but owns more than 10% of the total

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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