

AFFILIATED COMPUTER SERVICES INC

Form 4

February 09, 2010

**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 \*  
REXFORD JOHN H

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 AVE  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
02/05/2010

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Executive Vice President

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 Ownership (Instr. 4)		
				(A) or (D)	Price				
				Code	V	Amount			
Class A Common Stock \$0.01 par value	02/05/2010		D	1,443	D	<u>(1)</u>	0	I	ESP Plan
Class A Common Stock \$0.01 par value	02/05/2010		D	2,104	D	<u>(2)</u>	0	I	401k Plan
Class A Common Stock \$0.01 par value	02/05/2010		D	2,500	D	<u>(3)</u>	0	I	IRA

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

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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 Number Shares
Employee Stock Option (Right to Buy)	\$ 44.81	02/05/2010		D	100,000	<sup>(4)</sup> 08/20/2019	Class A Common 100,000
Employee Stock Option (Right to Buy)	\$ 50.29	02/05/2010		D	150,000	<sup>(5)</sup> 08/15/2017	Class A Common 150,000
Employee Stock Option (Right to Buy)	\$ 59.13	02/05/2010		D	25,000	<sup>(5)</sup> 07/09/2017	Class A Common 25,000
Employee Stock Option (Right to Buy)	\$ 49.55	02/05/2010		D	75,000	<sup>(5)</sup> 12/09/2016	Class A Common 75,000
Employee Stock Option (Right to Buy)	\$ 50.25	02/05/2010		D	100,000	<sup>(5)</sup> 03/18/2015	Class A Common 100,000
Employee Stock Option (Right to Buy)	\$ 51.9	02/05/2010		D	25,000	<sup>(5)</sup> 07/30/2014	Class A Common 25,000

Employee  
Stock  
Option  
(Right to  
Buy)

\$ 44.1

02/05/2010

D

50,000

(5)

08/11/2013

Class A  
Common

50,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
REXFORD JOHN H 2828 N HASKELL AVE DALLAS, TX 75204			Executive Vice President	

## Signatures

/s/ John H.

Rexford

02/09/2010

\*\*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).
- (1) Disposed of pursuant to merger agreement among issuer, Boulder Acquisition Corp and Xerox Corporation in exchange for \$26,840.44 and 10,224 shares of Xerox common stock having a market value of \$8.65 per share on the effective date of the merger.
- (2) Disposed of pursuant to merger agreement in exchange for \$39,138.28 and 14,907 shares of Xerox common stock having a market value of \$8.65 per share on the effective date of the merger.
- (3) Disposed of pursuant to merger agreement in exchange for \$46,501.92 and 17,713 shares of Xerox common stock having a market value of \$8.65 per share on the effective date of the merger.
- (4) This option was assumed by Xerox in the merger and replaced with an option to purchase 7.085289 shares of Xerox common stock. At this time it has no purchase or sale price.
- (5) This option was assumed by Xerox in the merger and replaced with an option to purchase 7.085289 shares of Xerox common stock for exercise prices ranging from \$6.22 to \$8.35.

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