

AFFILIATED COMPUTER SERVICES INC

Form 4

February 09, 2010

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(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
____X____ Officer (give title ____ Other (specify
below) 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)
____X____ 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	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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SEC 1474
(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	<u>(4)</u> 08/20/2019	Class A Common 100,000
Employee Stock Option (Right to Buy)	\$ 50.29	02/05/2010		D	150,000	<u>(5)</u> 08/15/2017	Class A Common 150,000
Employee Stock Option (Right to Buy)	\$ 59.13	02/05/2010		D	25,000	<u>(5)</u> 07/09/2017	Class A Common 25,000
Employee Stock Option (Right to Buy)	\$ 49.55	02/05/2010		D	75,000	<u>(5)</u> 12/09/2016	Class A Common 75,000
Employee Stock Option (Right to Buy)	\$ 50.25	02/05/2010		D	100,000	<u>(5)</u> 03/18/2015	Class A Common 100,000
Employee Stock Option (Right to Buy)	\$ 51.9	02/05/2010		D	25,000	<u>(5)</u> 07/30/2014	Class A Common 25,000

Employee

Stock

Option (Right to Buy)	\$ 44.1	02/05/2010	D	50,000	<u>(5)</u>	08/11/2013	Class A Common	50,000
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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.

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