

AFFILIATED COMPUTER SERVICES INC

Form 4

June 01, 2009

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5Check 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 DARWIN2. 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)

DALLAS, TX 75204

(City) (State) (Zip)

3. Date of Earliest Transaction
(Month/Day/Year)
05/29/20094. If Amendment, Date Original
Filed(Month/Day/Year)☐ Director ☐ 10% Owner
☒ Officer (give title below) ☒ Other (specify
below)
Chairman of the Board / See Remarks6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person**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				(A) or (D)			
			Code	V	Amount		Price
					2,132,894	D	
Class B Common Stock \$0.01 par value					6,599,372	D	
Class A Common Stock \$0.01 par value					7,470	I	ESP Plan

Edgar Filing: AFFILIATED COMPUTER SERVICES INC - Form 4

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.

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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Employee Stock Option (Right to Buy)	\$ 35.75	05/29/2009		D	240,000	(1) 07/23/2012	Class A Common Stock
Employee Stock Option (Right to Buy)	\$ 37.57	05/29/2009		A	240,000	(1) 07/23/2012	Class A Common

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
DEASON DARWIN 2828 N. HASKELL AVENUE DALLAS, TX 75204	X Chairman of the Board See Remarks

Signatures

/s/ Tas Panos,
Attorney-in-Fact 05/29/2009

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).

These options vest and become exercisable as follows: on each anniversary date of the grant, commencing with the first such anniversary

(1) date and continuing on each such anniversary thereafter through and including the fifth anniversary of the date of the grant, 20% of such options shall vest and become exercisable. The date of grant is 10 years prior to the stated expiration date.

Edgar Filing: AFFILIATED COMPUTER SERVICES INC - Form 4

- (2) In connection with the final approval of the settlement of the derivative lawsuit in the District Court of Dallas County Texas, Texas, 193rd Judicial District, the Exercise Price for 240,000 shares of ACS Class A Common Stock \$0.01 par value under this Grant of Employee Stock Option (Right to Buy), which was received on July 23, 2002, has been repriced at \$37.57 per share. The Exercise Price of the remaining 360,000 shares under this Grant of Employee Stock Option (Right to Buy) was previously repriced at \$37.57 per share.

Remarks:

The reporting person owns less than 10% of the registered shares of the Issuer, but owns more than 10% of the total voting power.

Exhibit 24 - Power of Attorney

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.