

VEZINA ANN F
Form 4
January 27, 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 *
VEZINA ANN F

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)
219 GOLF CLUB DRIVE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/25/2010

____ Director
 Officer (give title below) _____ 10% Owner
_____ Other (specify below)
Executive Vice President

NICHOLASVILLE, KY 40356

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) |
|---------------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Class A Common Stock \$0.01 par value | 01/25/2010 | | S | | 1,000 | D | \$ 62.85 |
| Class A Common Stock \$0.01 par value | 01/25/2010 | | M | | 10,000 | A | \$ 44.1 |
| Class A Common Stock | 01/25/2010 | | S | | 10,000 | D | 0 |

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| | | | | | | | | | |
|---|------------|---|--------|---|-------------|--------|--|---|----------|
| Stock \$0.01 par value | | | | | | | | | |
| Class A Common Stock \$0.01 par value | 01/25/2010 | M | 10,000 | A | \$ 51.9 | 10,000 | | D | |
| Class A Common Stock \$0.01 par value | 01/25/2010 | S | 10,000 | D | <u>(1)</u> | 0 | | D | |
| Class A Common Stock \$0.01 par value | 01/25/2010 | M | 20,000 | A | \$ 48.14 | 20,000 | | D | |
| Class A Common Stock \$0.01 par value | 01/25/2010 | S | 20,000 | D | <u>(1)</u> | 0 | | D | |
| Class A Common Stock \$0.01 par value | 01/25/2010 | M | 60,000 | A | \$ 49.55 | 60,000 | | D | |
| Class A Common Stock \$0.01 par value | 01/25/2010 | S | 60,000 | D | <u>(1)</u> | 0 | | D | |
| Class A Common Stock \$0.01 par value | 01/25/2010 | M | 60,000 | A | \$ 50.29 | 60,000 | | D | |
| Class A Common Stock \$0.01 par value | 01/25/2010 | S | 60,000 | D | <u>(1)</u> | 0 | | D | |
| Class A Common Stock | 09/30/2009 | I | 256 | A | \$ 52.42 | 2,273 | | I | ESP Plan |

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\$0.01 par value

Class A Common

Stock 01/25/2010 S 1,479 D (2) 794 I ESP Plan
\$0.01 par value

Class A Common

Stock 41 I 401k Plan
\$0.01 par value

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 or Number of Shares |
| Employee Stock Option (Right to Buy) | \$ 44.81 | | | | | <u>(3)</u> 08/20/2019 | Class A Common 100,000 |
| Employee Stock Option (Right to Buy) | \$ 50.29 | 01/25/2010 | | M | 60,000 | <u>(3)</u> 08/15/2017 | Class A Common 60,000 |
| Employee Stock Option (Right to Buy) | \$ 49.55 | 01/25/2010 | | M | 60,000 | <u>(3)</u> 12/09/2016 | Class A Common 60,000 |
| | \$ 48.14 | 01/25/2010 | | M | 20,000 | <u>(3)</u> 05/03/2015 | 20,000 |

| | | | | | | | | | |
|--|---------|------------|---|--------|------------|------------|--|-------------------|--------|
| Employee Stock Option (Right to Buy) | | | | | | | | Class A Common | |
| Employee Stock Option (Right to Buy) | \$ 51.9 | 01/25/2010 | M | 10,000 | <u>(4)</u> | 07/30/2014 | | Class A Common | 10,000 |
| Employee Stock Option (Right to Buy) | \$ 44.1 | 01/25/2010 | M | 10,000 | <u>(4)</u> | 07/21/2013 | | Class A Common | 10,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| VEZINA ANN F 219 GOLF CLUB DRIVE NICHOLASVILLE, KY 40356 | | | Executive Vice President | |

Signatures

/s/ Ann F.
Vezina

01/26/2010

**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) Sale prices ranged from \$62.52 to \$63.18.

(2) Sale prices ranged from \$62.61 to \$62.63

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

(4) These options vest and become exercisable as follows: on the third anniversary date of the grant, 60% of such options will vest and become exercisable; and on each of the fourth and fifth anniversary dates of the grant, 20% of such options will vest and become exercisable. The date of grant is 10 years prior to the stated expiration date.

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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