

VEZINA ANN F
Form 4
February 09, 2010

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... 0.5

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)
02/05/2010

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

NICHOLASVILLE, KY 40356
(City) (State) (Zip)

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

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 Ownership (Instr. 4) | | |
|---------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|--------------------------------------------|---|-----------|
| | | | | (A) or (D) | Price | | | | |
| | | | | Code | V | Amount | | | |
| Class A Common Stock \$0.01 par value | 02/05/2010 | | D | 41 | D | <u>(1)</u> | 0 | I | 401K Plan |
| Class A Common Stock \$0.01 par value | 02/05/2010 | | D | 794 | D | <u>(2)</u> | 0 | I | ESP Plan |

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

SEC 1474 (9-02)

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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 | ⁽³⁾ 08/20/2019 | Class A Common 100,000 |
| Employee Stock Option (Right to Buy) | \$ 50.29 | 02/05/2010 | | D | 90,000 | ⁽⁴⁾ 08/15/2017 | Class A Common 90,000 |
| Employee Stock Option (Right to Buy) | \$ 49.55 | 02/05/2010 | | D | 40,000 | ⁽⁴⁾ 12/09/2016 | Class A Common 40,000 |
| Employee Stock Option (Right to Buy) | \$ 48.14 | 02/05/2010 | | D | 5,000 | ⁽⁴⁾ 05/03/2015 | Class A Common 5,000 |

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

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 in exchange for \$755.49 and 202 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 \$14,771.77 and 3918 shares of Xerox common stock having a market value of \$8.65 per share on the effective date of the merger.
 - (3) This option was assumed by Xerox in the merger and replaced with an option to purchase 7.08529 shares of Xerox common stock. At this time it has no purchase or sale price.
 - (4) This option was assumed by Xerox in the merger and replaced with an option to purchase 7.08529 shares of Xerox common stock for exercise prices ranging from \$6.22 to \$7.33.

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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