

AFFILIATED COMPUTER SERVICES INC

Form 4/A

December 07, 2004

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 *
DEASON DARWIN

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 AVENUE
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/07/2004

☒ Director ☐ 10% Owner
☒ Officer (give title below) ☒ Other (specify below)
Chairman of the Board / See Remarks

DALLAS, TX 75204

4. If Amendment, Date Original
Filed(Month/Day/Year)
11/26/2004

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 Indirect Beneficial Ownership (Instr. 4)	
Class A Common Stock \$0.01 par value	11/26/2004		S	144,100	D	\$ 60.0106 (1)	2,444,094	D
Class B Common Stock \$0.01 par value						6,599,372	D	
Class A Common						5,667	I	ESP Plan

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Stock
\$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)	\$ 44.1					07/01/2007 ⁽²⁾ 08/11/2013	Class A Common Stock 300,000
Employee Stock Option (Right to Buy)	\$ 35.75					07/23/2007 07/23/2012	Class A Common Stock 600,000
Employee Stock Option (Right to Buy)	\$ 11.5312					07/01/2007 ⁽²⁾ 10/08/2008	Class A Common Stock 150,000

Reporting Owners

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

DALLAS, TX 75204

Signatures

Darwin Deason

12/07/2004

__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) This is the average sale price. Sale prices ranged from \$60.00 per share to \$60.10 per share.
- This stock option grant is related to reporting person's Supplemental Executive Retirement Agreement, as amended ("SERP"). This
- (2) option is currently exercisable on reporting person's normal retirement date under the terms of the SERP, but subject to change based on the occurrence of certain designated events.

Remarks:

Remarks: The reporting person owns less than 10% of the registered shares of the Issuer, but owns more than 10% of the total

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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