DOHERTY JOSEPH P JR

Form 4

February 08, 2010

FC	R	M	4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue.

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

1(b).

(Print or Type Responses)

See Instruction

	Address of Reporting / JOSEPH P JR	Person *	2. Issuer Name and Ticker or Trading Symbol AFFILIATED COMPUTER SERVICES INC [ACS]			>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
	(First) (LOW OAKS ATE DRIVE	Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/05/2010					Director X Officer (give title Other (specify below) Executive Vice President			
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)				A	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
FAIRFAX,	VA 22031						Ī	Form filed by M Person	lore than One Re	porting	
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative S	ecurit	ies Acqui	ired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any		3. Transactio Code (Instr. 8)	4. Securities or Disposed (Instr. 3, 4	d of (Ľ))	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			M		A	\$ 50.25	100,000	D		
Class A Common Stock \$0.01 par value	02/05/2010			S	100,000	D	(1)	0	D		

Edgar Filing: DOHERTY JOSEPH P JR - 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. Transacti Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration I (Month/Day	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					(2)	08/20/2019	Class A Common	75,000	
Employee Stock Option (Right to	\$ 50.25	02/05/2010		M	100,000	(3)	08/15/2018	Class A Common	100,00	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

DOHERTY JOSEPH P JR 8260 WILLOW OAKS CORPORATE DRIVE FAIRFAX, VA 22031

Executive Vice President

Signatures

/s/ Joseph P.

Buy)

Doherty, Jr. 02/05/2010

**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 \$60.26 to \$60.92 per share.

Reporting Owners 2

Edgar Filing: DOHERTY JOSEPH P JR - Form 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.
 - Originally, these options vested and became 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. Pursuant to the Agreement and Plan of Merger, dated as of September 27, 2009, as amended by Amendment No. 1 to the
- (3) Agreement and Plan of Merger dated as of December 13, 2009, among Xerox Corporation ("Xerox"), Boulder Acquisition Corp., a Delaware corporation and a direct wholly owned subsidiary of Xerox, and Affiliated Computer Services, Inc., the vesting of stock options is accelerated so that all stock option grants granted prior to August 20, 2009 are 100% vested. 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. 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.