

DEASON DARWIN
Form 5
August 02, 2005

FORM 5

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

OMB APPROVAL

OMB Number: 3235-0362
Expires: January 31, 2005
Estimated average burden hours per response... 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

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)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
06/30/2005

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

2828 N. HASKELL AVENUE

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

DALLAS, TX 75204

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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------------|--------------------------------------|--|--------------------------------|---|--|--|-----------------------------------|
| Class A Common Stock \$0.01 par value | 06/30/2005 | ^ | I | 469 A \$ (1) | 6,136 | 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 required to respond unless the form displays a currently valid OMB control number.

SEC 2270 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Edgar Filing: DEASON DARWIN - Form 5

| 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) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------|----------------------------|
| | | | | | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Option (Right to Buy) | \$ 44.1 | Â | Â | Â | Â Â | Â (2) | 08/11/2013 | Class A Common | 300,000 |
| Employee Stock Option (Right to Buy) | \$ 35.75 | Â | Â | Â | Â Â | Â (3) | 07/23/2012 | Class A Common | 600,000 |
| Employee Stock Option (Right to Buy) | \$ 11.5312 | Â | Â | Â | Â Â | Â (4) | 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 DALLAS, TX 75204 | Â X | Â | Â | Chairman of the Board See Remarks |

Signatures

Darwin Deason 07/29/2005

**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) Between July 2004 and June 2005, the reporting person acquired 469 shares of Affiliated Computer Services, Inc. Class A Common Stock, par value \$0.01 under the Affiliated Computer Services, Inc. Employee Stock Purchase Plan at purchase prices ranging from \$51.10 to \$60.19 per share.

Edgar Filing: DEASON DARWIN - Form 5

(2) This stock option grant is related to reporting person's Supplemental Executive Retirement Agreement, as amended ("SERP"). This 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.

(3) On February 2, 2005, the Board of Directors approved changes in the exercisability of options, such that these options now vest and become exercisable as follows: on each anniversary date of the grant, commencing with the first 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. Date of Grant is 10 years prior to stated expiration date.

(4) This stock option grant is related to reporting person's Supplemental Executive Retirement Agreement, as amended ("SERP"). This 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. The Exercise Price per share is \$11.53125.

Â

Remarks:

Remarks:Â Â TheÂ reportingÂ personÂ ownsÂ lessÂ thanÂ 10%Â ofÂ theÂ registeredÂ sharesÂ ofÂ theÂ Issuer,Â butÂ o

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.