

AFFILIATED COMPUTER SERVICES INC

Form 5

August 01, 2008

FORM 5

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

OMB APPROVAL

OMB Number: 3235-0362

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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).
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 *
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)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
06/30/2008

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

219 GOLF CLUB DRIVE

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

NICHOLASVILLE, KY 40356

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) | Amount (A) or (D) | Price | 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 | | | | | | | 1,000 | D | |
| Class A Common Stock \$0.01 par value | | | | | | | 41 | I | 401k Plan |
| | 06/30/2008 | | I | 571 | A | \$ ⁽¹⁾ | 1,570 | I | ESP Plan |

Class A
Common
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) | | |
|--|--|--------------------------------------|--|--------------------------------|---|-----|--|-----------------|---|----------------------------|---------------|
| | | | | | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Employee Stock Option (Right to Buy) | \$ 50.29 | Â | Â | Â | Â | Â | Â | Â (2) | 08/15/2017 | Class A Common | 150,000 |
| Employee Stock Option (Right to Buy) | \$ 49.55 | Â | Â | Â | Â | Â | Â | Â (2) | 12/09/2016 | Class A Common | 100,000 |
| Employee Stock Option (Right to Buy) | \$ 48.14 | Â | Â | Â | Â | Â | Â | Â (2) | 05/03/2015 | Class A Common | 25,000 (4) |
| Employee Stock Option (Right to Buy) | \$ 51.9 | Â | Â | Â | Â | Â | Â | Â (3) | 07/30/2014 | Class A Common | 10,000 |
| Employee Stock Option (Right to Buy) | \$ 44.1 | Â | Â | Â | Â | Â | Â | Â (3) | 07/21/2013 | Class A Common | 10,000 (5) |

Buy)

Reporting Owners

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

Signatures

Ann F. Vezina 07/31/2008

**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).

Between July 2007 and June 2008, the reporting person acquired 571 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 average purchase prices ranging from \$49.8698 to \$53.4937 per share.

(1) 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.

(2) 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.

(3) As a result of an internal investigation of the Issuer's stock option grant practices, it was determined the accounting measurement date for certain stock option grants were incorrect. This stock option grant has been repriced to reflect the fair market value of each share on the correct measurement date. The Reporting Person received a Grant of Employee Stock Option (Right to Buy) on May 3, 2005 for 25,000 shares of ACS Class A Common Stock \$0.01 par value at an Exercise Price of \$47.71 per share expiring on May 5, 2015. The Exercise Price for all 25,000 shares has been repriced at \$48.14 per share. This stock option grant is currently 40% vested and exercisable.

(4) As a result of an internal investigation of the Issuer's stock option grant practices, it was determined the accounting measurement date for certain stock option grants were incorrect. This stock option grant has been repriced to reflect the fair market value of each share on the correct measurement date. The Reporting Person received a Grant of Employee Stock Option (Right to Buy) on July 21, 2003 for 10,000 shares of ACS Class A Common Stock \$0.01 par value at an Exercise Price of \$43.00 per share. The Exercise Price for all 10,000 shares has been repriced at \$44.10 per share. This stock option grant is currently 80% vested and exercisable.

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.