AFFILIATED COMPUTER SERVICES INC
Form 4
October 04, 2005

FORM 4

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

OMB APPROVAL

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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).

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 *
RICH JEFFREY A

(Last) (First) (Middle)

2828 N. HASKELL AVENUE, BLDG. 1, FL-10

(Street)

DALLAS, TX 75204

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
AFFILIATED COMPUTER SERVICES INC [ACS]

3. Date of Earliest Transaction (Month/Day/Year)
09/30/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
_____ Officer (give title below) __X__ Other (specify below)
Former Director and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock par value $0.01								88,042	D	
Class A Common Stock par value $0.01								992	I	ESP Plan
Class A Common Stock par								453	I	401k Plan

value $0.01

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 o Underlying Securities (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amoun Numbe Shares
Employee Stock Option (Right to Buy)	$ 50.25	09/30/2005 [1]		J [1]			400,000	[2]	03/18/2015	Class A Common	400,0
Employee Stock Option (Right to Buy)	$ 51.9	09/30/2005		D			20,000	[2]	07/30/2014	Class A Common	20,00
Employee Stock Option (Right to Buy)	$ 51.9	09/30/2005		J [1]			80,000	[2]	07/30/2014	Class A Common	100,0
Employee Stock Option (Right to Buy)	$ 35.75	09/30/2005		D			240,000	[2]	07/23/2012	Class A Common	240,0
Employee Stock Option (Right to Buy)	$ 35.75	09/30/2005		J [1]			160,000	[1]	07/23/2012	Class A Common	400,0
Employee Stock	$ 16.4375	09/30/2005		D			200,000	07/11/2005	07/11/2010	Class A Common	200,0

Option (Right to Buy)									
Employee Stock Option (Right to Buy)	$ 11.5312 (4)	09/30/2005	D	150,000	10/08/2003	10/08/2008	Class A Common	(5)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RICH JEFFREY A 2828 N. HASKELL AVENUE, BLDG. 1, FL-10 DALLAS, TX 75204				Former Director and CEO

Signatures

Jeffrey A. Rich	10/04/2005
**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) The reporting person resigned as a director and Chief Executive Officer of Affiliated Computer Services, Inc. (the "Company") effective September 29, 2005. Each option not vested as of September 29, 2005 was forfeited by the reporting person and terminated and cancelled by the Company.

(2) 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.

(3) The reporting person resigned as a director and Chief Executive Officer of Affiliated Computer Services, Inc. (the "Company") effective September 29, 2005. All options vested as of September 29, 2005 were terminated and cancelled by mutual agreement of the Company and the reporting person; the reporting person will receive $54.08 less the exercise price and applicable income and payroll taxes for each such vested option.

(4) The Exercise Price per share is $11.53125.

(5) Grant of Employee Stock Option (Right to Buy) on October 8, 1998 for 500,000 shares of ACS Class A Common Stock $0.01 par value at an Exercise Price of $11.53125 per share exercisable on October 8, 2003 expiring on October 8, 2008. 350,000 shares have been exercised and 150,000 remain to be exercised.

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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