

KING MARK A
Form 4
December 29, 2004

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 *
KING MARK A

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)
12/28/2004

Director 10% Owner
 Officer (give title below) Other (specify below)
President and COO

DALLAS, TX 75204

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

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) |
|---------------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (D) | Price |
| Class A Common Stock \$0.01 par value | 12/28/2004 | | M | | 2,000 | A | \$ 11.5312 <u>(1)</u> |
| Class A Common Stock \$0.01 par value | 12/28/2004 | | S | | 2,000 | D | \$ 59.88 <u>(2)</u> |
| Class A Common | | | | | 75,000 | I | held by King |

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| | | | | |
|---|-------|---|--|----------------------------------|
| Stock \$0.01 par value | | | | Partners, Ltd. ⁽³⁾ |
| Class A Common Stock \$0.01 par value | 5,986 | I | | ESP Plan |
| Class A Common Stock \$0.01 par value | 2,170 | I | | 401k Plan |
| Class A Common Stock \$0.01 par value | 9,378 | I | | held by Spouse |

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. 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 of Number of Shares |
| Employee Stock Option (Right to Buy) | \$ 51.9 | | | | | 07/30/2009 | 07/30/2014 | Class A Common | 75,000 |
| Employee Stock Option (Right to | \$ 44.1 | | | | | 08/11/2008 | 08/11/2013 | Class A Common | 100,000 |

Buy)

Employee
Stock

| | | | | | | | |
|-------------------|----------|--|--|------------|------------|-------------------|---------|
| Option | \$ 35.75 | | | 07/23/2007 | 07/23/2012 | Class A Common | 200,000 |
| (Right to Buy) | | | | | | | |

Employee
Stock

| | | | | | | | |
|-------------------|-----------|--|--|------------|------------|-------------------|---------|
| Option | \$ 29.525 | | | 03/21/2006 | 03/21/2011 | Class A Common | 200,000 |
| (Right to Buy) | | | | | | | |

Employee
Stock

| | | | | | | | |
|-------------------|------------|--|--|------------|------------|-------------------|---------|
| Option | \$ 16.4375 | | | 07/11/2005 | 07/11/2010 | Class A Common | 100,000 |
| (Right to Buy) | | | | | | | |

Employee
Stock

| | | | | | | | |
|-------------------|---------|--|--|------------|------------|-------------------|---------|
| Option | \$ 19.5 | | | 09/13/2004 | 09/13/2009 | Class A Common | 100,000 |
| (Right to Buy) | | | | | | | |

Employee
Stock

| | | | | | | | | |
|-------------------|-------------------|------------|---|-------|------------|------------|-------------------|--------|
| Option | \$ 11.5312 (1) | 12/28/2004 | M | 2,000 | 10/08/2003 | 10/08/2008 | Class A Common | 76,000 |
| (Right to Buy) | | | | | | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| KING MARK A 2828 N. HASKELL AVENUE DALLAS, TX 75204 | X | | President and COO | |

Signatures

Mark A. King 12/29/2004

**Signature of Date
Reporting Person

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 Exercise Price per share is \$11.53125.
- (2) This is the average sale price. Sale prices ranged from \$59.53 per share to \$60.23 per share.

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- (3) Held by King Partners, Ltd., of which the reporting person is the sole manager of the general partner.

Grant of Employee Stock Option (Right to Buy) on October 8, 1998 for 100,000 shares of ACS Class A Common Stock \$0.01 par value

- (4) at an Exercise Price of \$11.53125 per share exercisable on October 8, 2003 expiring on October 8, 2008. 26,000 shares have been exercised and 74,000 remain to be exercised. The sale reported in this Form 4 was effected pursuant to a Rule 10b5-1 Sales Plan adopted by the reporting person on September 10, 2004.

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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