

KING MARK A
Form 4
January 03, 2007

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)
11/26/2006

____ Director
____ Officer (give title below) Other (specify below)
Former Director/President/CEO

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 Ownership (Instr. 4) |
|---------------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | (A) or (D) Code V Amount (D) Price | | | |
| Class A Common Stock \$0.01 par value | | | | | 15,910 ⁽¹⁾ | D | |
| Class A Common Stock \$0.01 par value | | | | | 46,875 ⁽¹⁾ | I | Held by King Partners, Ltd. ⁽²⁾ |
| Class A Common Stock \$0.01 par value | | | | | 14,694 ⁽¹⁾ | I | held by King Grantor Retained |

| | | | |
|--|--------------------|---|---|
| Class A Common Stock \$0.01 par value | 145 ⁽¹⁾ | I | Annuity Trust, Mark A. King, Trustee ⁽³⁾ held by King General LLC ⁽⁴⁾ |
| Class A Common Stock \$0.01 par value | 5,986 | I | ESP Plan |
| Class A Common Stock \$0.01 par value | 2,340 | 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.

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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) | | |
|---|--|---|---|--------------------------------------|---|--|---|-------------------|----------------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Option (Right to Buy) | \$ 50.25 | 11/26/2006 | | D | 180,000 ⁽⁵⁾ | ⁽⁵⁾ | ⁽⁵⁾ | Class A Common | 180,000 |
| Employee Stock | \$ 51.9 | 11/26/2006 | | D | 30,000 ⁽⁵⁾ | ⁽⁵⁾ | ⁽⁵⁾ | Class A Common | 30,000 |

Option
(Right to
Buy)

Employee
Stock

| | | | | | | | | | |
|-----------------------------|---------|------------|--|---|----------------------|------------|------------|-------------------|--------|
| Option (Right to Buy) | \$ 44.1 | 11/26/2006 | | D | 20,000 <u>(5)</u> | <u>(5)</u> | <u>(5)</u> | Class A Common | 20,000 |
|-----------------------------|---------|------------|--|---|----------------------|------------|------------|-------------------|--------|

Reporting Owners

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

Signatures

| | |
|---|------------|
| Mark A. King | 12/28/2006 |
| <u> </u> **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).

The reporting person holds a pecuniary interest in all of these entities. These persons hold in the aggregate the same number of shares as

 - (1) was reported in the reporting person's most recent Form 4. Since the most recent Form 4 transfers and distributions of shares have been made between these entities but no shares have been conveyed to or purchased from any third person.
 - (2) Held by King Partners, Ltd., of which the reporting person is the sole manager of the general partner.
 - (3) Held by King Grantor Retained Annuity Trust, of which the reporting person is the sole trustee of the trust.
 - (4) Held by King General LLC, of which the reporting person is the sole manager of the limited liability company.

On November 26, 2006, the Reporting Person entered into a Separation Agreement ("Agreement") with Issuer and the stock option grants

 - (5) have been modified to reflect the terms of that Agreement. The Agreement is filed as Exhibit 10.1 to the Issuer's Current Report on Form 8-K filed with the Securities & Exchange Commission on November 27, 2006. These options vest, become exercisable, expire, terminate, and have been repriced in accordance with the Agreement.

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.