

AFFILIATED COMPUTER SERVICES INC

Form 8-K

February 27, 2004

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported):
February 27, 2004

Affiliated Computer Services, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State of other jurisdiction
of incorporation)

1-12665
(Commission File
Number)

51-0310342
(IRS Employer
Identification No.)

2828 North Haskell Avenue, Dallas, Texas
(Address of principal executive offices)

75204
(Zip code)

Registrant's telephone number including area code: **(214) 841-6111**

Not Applicable

(Former name or former address if changed from last report)

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ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS.

Pursuant to the rules and regulations of the Securities and Exchange Commission, the exhibit referenced below and the information set forth therein are deemed to be furnished pursuant to Item 9 hereof and shall not be deemed to be filed under the Securities Exchange Act of 1934.

(c) Exhibits

| EXHIBIT NUMBER | DESCRIPTION |
|---------------------------|--|
| 99.1 | Press release dated February 27, 2004. |

ITEM 9. REGULATION FD DISCLOSURE

As previously announced, Affiliated Computer Services, Inc. (ACS) set February 27, 2004 (the Redemption Date) as the date for the redemption of its 3.50% Convertible Subordinated Notes due February 15, 2006 (the Notes). Prior to the Redemption Date, 99.9% of the holders of the Notes have converted their Notes to shares of ACS Class A Common Stock in accordance with Article XII of the Indenture dated as of February 21, 2001 between ACS and The Bank of New York Trust Company, N.A. (as successor in interest to U.S. Trust Company of Texas, N.A.), as trustee. As a result of such conversions, 7,291,983 shares of ACS Class A Common Stock were issued to such holders.

On February 27, 2004, the Company issued a press release announcing the conclusion of the Redemption. A copy of such press release is attached as Exhibit 99.1 and will be published on the Company s web site at <http://www.acs-inc.com>.

Pursuant to the rules and regulations of the Securities and Exchange Commission, the information disclosed pursuant to this Item 9 and the press release attached as Exhibit 99.1 is deemed to be furnished and shall not be deemed to be filed under the Securities Exchange Act of 1934.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

AFFILIATED COMPUTER SERVICES, INC.

By: /s/ Warren D. Edwards

Name: Warren D. Edwards

Title: Executive Vice President and Chief
Financial Officer

Date: February 27, 2004

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EXHIBIT INDEX

| Exhibit Number | Description |
|---------------------------|--|
| 99.1 | Affiliated Computer Services, Inc. Press Release dated February 27, 2004 |