

AFFILIATED COMPUTER SERVICES INC

Form 8-K

October 31, 2007

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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): October 30, 2007
Affiliated Computer Services, Inc.**

(Exact Name of Registrant as Specified in Charter)

Delaware

1-12665

51-0310342

(State or Other Jurisdiction of
Incorporation)

(Commission File Number)

(I.R.S. Employer Identification No.)

2828 North Haskell Avenue, Dallas, Texas 75204

(Address of Principal Executive Offices) (Zip Code)

Registrant's Telephone Number, Including Area Code: (214) 841-6111

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the
filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

Item 8.01 Other Events.

On October 30, 2007, Cerberus Capital Management, L.P. submitted a letter to the Special Committee of the Board of Directors of Affiliated Computer Services, Inc. (the Company) withdrawing its offer to acquire the Company. The letter is attached as Exhibit 99.1 hereto and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibit

Exhibit
Number

Description

| | |
|------|---|
| 99.1 | Letter from Cerberus Capital Management, L.P. to the Special Committee of the Board of Directors of Affiliated Computer Services, Inc. dated October 30, 2007 |
|------|---|

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.

Date: October 31, 2007

Affiliated Computer Services, Inc.

By: /s/ William L. Deckelman, Jr.

Name: William L. Deckelman, Jr.

Title: Executive Vice President and General
Counsel

EXHIBIT INDEX

| Exhibit Number | Description |
|-------------------|---|
| 99.1 | Letter from Cerberus Capital Management, L.P. to the Special Committee of the Board of Directors of Affiliated Computer Services, Inc. dated October 30, 2007 |