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AFFILIATED COMPUTER SERVICES INC

Form 8-K

July 08, 2002

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): July 2, 2002

Affiliated Computer Services, Inc.
(Exact name of registrant as specified in its charter)

| | | |
|--|--------------------------|---|
| DELAWARE | 0-24787 | 51-0310342 |
| (State of other jurisdiction incorporation) | (Commission File Number) | (IRS Employer of 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 from last report)

ITEM 9. REGULATION FD DISCLOSURE

Affiliated Computer Services, Inc. ("ACS") hereby furnishes the following information under this Item 9. Pursuant to the rules and regulations of the Securities and Exchange Commission, such information is not deemed to be filed thereunder.

ACS hereby confirms recent newspaper articles, including quotes by ACS officers, that it is in on-going discussions with Procter & Gamble Co. ("P&G") concerning the possible acquisition by ACS of P&G's shared services division, which currently provides certain back office services to P&G, including information technology, employee services, workplace services, and some parts of purchasing and accounting operations, and a possible long-term outsourcing contract with P&G pursuant to which ACS would provide such services to P&G on a post-acquisition basis.

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Notwithstanding the foregoing, ACS and P&G have not entered into a letter of intent or agreement in principle concerning any such transaction and agreement and there can be no assurance that any such transaction or agreement will occur. If ACS and P&G determine to proceed with any such transaction or agreement, the definitive documentation would not be finalized for several months.

Furnished herewith as Exhibits 99.1, 99.2, 99.3 and 99.4 are certain news articles that have recently appeared concerning the foregoing matters.

| Exhibit Number ----- | Description ----- |
|----------------------------|--|
| 99.1 | Article titled "EDS Withdraws Bid for Contract From P&G, Citing Heavy Risks" in the Wall Street Journal, dated July 2, 2002. |
| 99.2 | Article titled "Affiliated Computer Services in Talks to Buy P&G's Back-Office Operations" in the Wall Street Journal, dated July 3, 2002. |
| 99.3 | Article titled "Procter & Gamble pact with ACS likely" in the Dallas Morning News, dated July 4, 2002. |
| 99.4 | Article titled "Affiliated Is Nearing Deal to Buy P&G's Back-Office Operations" in the Wall Street Journal, dated July 5, 2002. |

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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: July 8, 2002

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EXHIBIT INDEX

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