

AFFILIATED COMPUTER SERVICES INC  
Form 425  
October 14, 2009

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Subject Company: Affiliated Computer Services, Inc.  
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CEO Update October 14, 2009:

I am thrilled to have the opportunity to address you and share my excitement about the pending combination of ACS and Xerox. It is an exciting development for both of our companies, as this transaction will immediately create an enterprise with revenues of \$22 billion, \$10 billion of which will be from our combined services business.

Throughout ACS' history, we have made many strategic acquisitions, and we fully understand the value of combining two strong businesses that complement each other. I actually came to ACS when the company I co-founded with my brother was acquired in 1996. Our company, Unibase, specialized in the data entry subset of business process outsourcing. At that time, ACS was relatively new to the business process outsourcing sector, and ACS created an entire service segment dedicated delivering superior BPO solutions. Today, this business unit is core to ACS' complete BPO service offerings.

As we prepared for this transaction, I found myself experiencing the same feeling of pride I had when ACS acquired Unibase 13 years ago. Just as we successfully built Unibase and found a terrific partner in ACS to capitalize on our potential, today ACS has found a new home – one that will take us to new heights and in which we will play a pivotal role in making Xerox a world leader in providing business process solutions.

The leadership at ACS and Xerox's leadership see eye-to-eye on many important issues. One of the most important is a dedication to customer service. Xerox and ACS have both built and grown our businesses by focusing on the customer, and this is something that we will certainly continue to do together.

I heard this dedication during our recent Top 2000 conference call. The response from our leaders was exactly what I was expecting – an entrepreneurial desire to move the business forward to benefit our clients.

Another key similarity between our companies is a focus on an engaging and inclusive company culture. Xerox's CEO, Ursula Burns, and I realize that the success of our companies is a result of the hard work of the employees who have brought us here. We clearly stand on the shoulders of giants. We at ACS cannot wait to learn from Xerox's talented team, and we are excited to have the opportunity to offer some expertise of our own.

I look forward to working with you and introducing ACS to the Xerox team.\*

Thank you for your continued hard work.

Sincerely,

Lynn Blodgett

President & CEO

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## Forward-Looking Statements

This document contains "forward-looking statements" as defined in the Private Securities Litigation Reform Act of 1995. The words "anticipate," "believe," "estimate," "expect," "intend," "will," "should" and similar expressions, as they relate to the Company, are intended to identify forward-looking statements. These statements reflect management's current beliefs, assumptions and expectations and are subject to a number of factors that may cause actual results to differ materially. These factors include but are not limited to: the unprecedented volatility in the global economy; the risk that the future business operations of the Company will not be successful; the risk that we will not realize all of the anticipated benefits from our transaction with Xerox; the risk that customer retention and revenue expansion goals for the Xerox transaction will not be met and that disruptions from the Xerox transaction will harm relationships with customers, employees and suppliers; the risk that unexpected costs will be incurred; the outcome of litigation (including with respect to the Xerox transaction) and regulatory proceedings to which we may be a party; actions of competitors; changes and developments affecting our industry; quarterly or cyclical variations in financial results; development of new products and services; interest rates and cost of borrowing; our ability to protect our intellectual property rights; our ability to maintain and improve cost efficiency of operations, including savings from restructuring actions; changes in foreign currency exchange rates; changes in economic conditions, political conditions, trade protection measures, licensing requirements and tax matters in the foreign countries in which we do business; reliance on third parties for manufacturing of products and provision of services; and other factors that are set forth in the "Risk Factors" section, the "Legal Proceedings" section, the "Management's Discussion and Analysis of Financial Condition and Results of Operations" section and other sections of our 2009 Annual Report on Form 10-K and Xerox's 2008 Annual Report on Form 10-K and Quarterly Report on Form 10-Q for the quarters ended March 31, 2009 and June 30, 2009 filed with the Securities and Exchange Commission. The Company assumes no obligation to update any forward-looking statements as a result of new information or future events or developments, except as required by law.

## Additional Information

The proposed merger transaction involving the Company and Xerox will be submitted to the respective stockholders of the Company and Xerox for their consideration. In connection with the proposed merger, the Company will file a joint proxy statement with the SEC (which such joint proxy statement will form a prospectus of a registration statement on Form S-4 that will be filed by Xerox with the SEC). The Company and Xerox will each mail the joint proxy statement/prospectus to its stockholders. The Company and Xerox urge investors and security holders to read the joint proxy statement/prospectus regarding the proposed transaction when it becomes available because it will contain important information. You may obtain a free copy of the joint proxy statement/prospectus, as well as other filings containing information about the Company and Xerox, without charge, at the SEC's Internet site (<http://www.sec.gov>). Copies of the joint proxy statement/prospectus and the filings with the SEC that will be incorporated by reference in the joint proxy statement/prospectus can also be obtained, when available, without charge, from the Company's website, [www.acs-inc.com](http://www.acs-inc.com), under the heading "Investor Relations" and then under the heading "SEC Filings". You may also obtain these documents, without charge, from Xerox's website, [www.xerox.com](http://www.xerox.com), under the tab "Investor Relations" and then under the heading "SEC Filings".

The Company, Xerox and their respective directors, executive officers and certain other members of management and employees may be deemed to be participants in the solicitation of proxies from the respective stockholders of the Company and Xerox in favor of the merger. Information regarding the persons who may, under the rules of the SEC, be deemed participants in the solicitation of the respective stockholders of the Company and Xerox in connection with the proposed merger will be set forth in the joint proxy statement/prospectus when it is filed with the SEC. You can find information about the Company's executive officers and directors in its definitive proxy statement filed with the SEC on April 14, 2009. You can find information about Xerox's executive officers and directors in its definitive proxy statement filed with the SEC on April 6, 2009. You can obtain free copies of these documents from the Company and

Xerox websites using the contact information above.