

IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

IN RE ACS SHAREHOLDERS LITIGATION )  
 ) CONSOLIDATED  
 ) C.A. No. 4940-VCP

Must be postmarked on or  
before October 23, 2010

PROOF OF CLAIM

  
For Official Use Only

**TO HAVE AN OPPORTUNITY TO RECEIVE A SHARE OF THE SETTLEMENT FUND, YOU MUST COMPLETE AND SIGN THIS PROOF OF CLAIM FORM, AND RETURN IT TO:**

ACS SHAREHOLDERS LITIGATION  
SETTLEMENT ADMINISTRATOR  
C/O A.B. DATA, LTD.  
PO BOX 170500  
MILWAUKEE, WI 53217-8042

YOU MUST COMPLETE AND SIGN THIS PROOF OF CLAIM AND MAIL IT BY PREPAID, FIRST-CLASS MAIL, **POSTMARKED NO LATER THAN OCTOBER 23, 2010**. FAILURE TO SUBMIT YOUR CLAIM BY **OCTOBER 23, 2010** WILL SUBJECT YOUR CLAIM TO REJECTION AND PRECLUDE YOU FROM RECEIVING ANY MONEY IN CONNECTION WITH THE SETTLEMENT OF THIS ACTION.

DO NOT MAIL OR DELIVER YOUR CLAIM FORM TO THE COURT OR ANY PARTIES OR THEIR COUNSEL. ANY SUCH CLAIM WILL BE DEEMED NOT TO HAVE BEEN SUBMITTED. SUBMIT YOUR CLAIM ONLY TO THE SETTLEMENT ADMINISTRATOR.

**PART I: CLAIMANT'S STATEMENT**

1. By submitting this Proof of Claim, Claimant states
  - (a) that Claimant believes in good faith that Claimant is, or is acting on behalf of, a member of the Settlement Class, which is defined as follows:

Any and all record and beneficial holders of Affiliated Computer Services, Inc. ("ACS") Class A common stock at any time between and including September 27, 2009 and February 5, 2010, their respective successors in interest, predecessors, representatives, trustees, executors, administrators, heirs, assigns or transferees, immediate and remote, and any person or entity acting for or on behalf of, or claiming under, any of them, and each of them, together with their predecessors, successors, and assigns, but excluding Defendants; members of the immediate families of each of the Individual Defendants; the respective directors, officers, parents, subsidiaries and affiliates of Xerox, Boulder and ACS; any person, firm, trust, corporation or other entity in which any Defendant during the Settlement Class Period had a controlling interest; and the legal representatives, heirs, successors in interest or assigns of any such excluded party;
  - (b) that Claimant has read and understands the Notice of Proposed Settlement of Class Action, Settlement Hearing, and Right to Appear (the "Notice"); and
  - (c) that Claimant believes that Claimant is entitled to receive a share of the Net Settlement Fund (as defined in the Notice).
2. Claimant states that Claimant is not a Defendant in the above-captioned action, a member of the immediate families of any of the Individual Defendants; a director, officer, parent, subsidiary or affiliate of Xerox, Boulder or ACS; a person, firm, trust, corporation or other entity in which any Defendant during the Settlement Class Period had a controlling interest; or a legal representative, heir, successor in interest or assign of any such excluded party.

3. Claimant has set forth where requested below in this Proof of Claim all relevant information with respect to Claimant's holdings of ACS Class A common stock.
4. Claimant has enclosed photocopies of stockbroker confirmation slips, stockbroker account statements, or other documents evidencing Claimant's holdings of ACS Class A common stock in support of Claimant's claim. IF YOU HAVE NO DOCUMENTS TO SUPPORT YOUR CLAIM, PLEASE OBTAIN A COPY OR EQUIVALENT DOCUMENTS FROM YOUR BROKER OR TAX ADVISOR BECAUSE DOCUMENTARY PROOF OF STOCK OWNERSHIP IS NECESSARY TO PROVE AND PROCESS YOUR CLAIM.
5. Claimant understands that the information contained in this Proof of Claim is subject to such verification as the Court may direct or as deemed necessary by the Settlement Administrator (defined in the Notice), and Claimant agrees to cooperate in any such verification.
6. By submitting this Proof of Claim, the undersigned and any person or entity on whose behalf the undersigned is acting submit to the jurisdiction of the Court of Chancery of the State of Delaware for the purpose of their claim.
7. By submitting this Proof of Claim, the undersigned and any person or entity on whose behalf the undersigned is acting acknowledge and agree that they have finally and forever released, settled, and discharged the Released Parties (defined in the Notice) from and with respect to the Released Claims (defined in the Notice) pursuant to the Settlement (defined in the Notice) and acknowledge and agree that they are forever barred and enjoined from commencing, instituting, or prosecuting any Released Claims against any of the Released Parties.

**PART II: CLAIMANT IDENTIFICATION**

Last Name (Claimant)	First Name (Claimant)	
Last Name (Beneficial Owner If Different From Claimant)	First Name (Beneficial Owner)	
Last Name (Co-Beneficial Owner)	First Name (Co-Beneficial Owner)	
Company/Other Entity (If Claimant Is Not an Individual)		
Record Owner's Name (If Different From Beneficial Owner Listed Above, e.g., brokerage firm, bank, nominee, etc.)		
Account Number(If Claimant Is Not an Individual)	Trust/Other Date (If Applicable)	
Address Line 1		
Address Line 2 (If Applicable)		
City	State	Zip Code
Foreign Province	Foreign Zip Code	Foreign Country

**Check Here to Use Alternate Address for Distribution**

(Optional) Distribution Address

Distribution Address Line 1

Distribution Address Line 2 (If Applicable)

City

State

Zip Code

Foreign Province

Foreign Zip Code

Foreign Country

Telephone Number (Day)

Telephone Number (Night)

Beneficial Owner's Employer Identification Number or Social Security Number

Email Address

IDENTITY OF CLAIMANT:  Individual or Sole Proprietor  Joint Owners  Estate  Corporation  Trust  Partnership  IRA  Other (specify, describe on separate sheet)

Excluded from the Settlement Class are Defendants; members of the immediate families of each of the Individual Defendants; the respective directors, officers, parents, subsidiaries and affiliates of Xerox, Boulder and ACS; any person, firm, trust, corporation or other entity in which any Defendant during the Settlement Class Period had a controlling interest; and the legal representatives, heirs, successors in interest or assigns of any such excluded party.

Check here if the claimant or beneficial owner is excluded from the Settlement Class.

**PART III: IDENTIFICATION AND DOCUMENTATION OF OWNERSHIP OF SHARES OF ACS CLASS A COMMON STOCK [PLEASE COMPLETE INFORMATION FOR ALL ITEMS THAT APPLY]**

8. Number of ACS Class A common stock shares claimant owned of record and/or beneficially on September 27, 2009.

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Proof enclosed?

Y  N

9. Number of ACS Class A common stock shares claimant purchased between and including September 28, 2009 and February 5, 2010.

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Proof enclosed?

Y  N

10. Number of ACS Class A common stock shares claimant sold between and including September 28, 2009 and February 5, 2010.

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Proof enclosed?

Y  N

11. Number of ACS Class A common stock shares claimant owned of record and/or beneficially that were exchanged after February 5, 2010 for stock of Xerox Corporation ("Xerox") and cash in the Merger of ACS and Xerox.

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Proof enclosed?

Y  N

12. YOU MUST SEND WITH THIS FORM COPIES OF DOCUMENTS, SUCH AS ACCOUNT STATEMENTS OR BROKER CONFIRMATION SLIPS, THAT DOCUMENT THE INFORMATION REQUESTED IN ITEMS 8 THROUGH 11 ABOVE.

**PART V: CERTIFICATION**

13. UNDER THE PENALTIES OF PERJURY, I (WE) CERTIFY THAT ALL OF THE INFORMATION PROVIDED ON THIS FORM IS TRUE, CORRECT, AND COMPLETE.

I (We) certify that I am (we are) NOT subject to backup withholding under the provisions of Section 3406(a)(1)(C) of the Internal Revenue Code because (a) I am (we are) exempt from backup withholding or (b) I (we) have not been notified by the I.-R.-S.- that I am (we are) subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified me (us) that I am (we are) no longer subject to backup withholding.

NOTE: If you have been notified by the IRS that you are subject to withholding, please strike out the language that you are not subject to backup withholding in the certification above.

I (We) certify that if I am (we are) acting as the representative for a Class Member, I am (we are) currently authorized to act on behalf of the Class Member.

\_\_\_\_\_  
Signature of Owner

\_\_\_\_\_  
Date

\_\_\_\_\_  
Print name here

\_\_\_\_\_  
Signature of Joint Owner (if this claim is being made on behalf of joint owners, then each must sign)

\_\_\_\_\_  
Date

\_\_\_\_\_  
Print name here

\_\_\_\_\_  
Capacity of person signing (Executor, President, Trustee, etc.)

THIS PROOF OF CLAIM MUST BE SUBMITTED TO THE SETTLEMENT ADMINISTRATOR AT THE FOLLOWING ADDRESS NO LATER THAN OCTOBER 23, 2010:

**ACS SHAREHOLDERS LITIGATION  
SETTLEMENT ADMINISTRATOR  
C/O A.B. DATA, LTD.  
PO BOX 170500  
MILWAUKEE, WI 53217-8042**

A Proof of Claim shall be deemed to have been submitted when mailed if (1) it is received with a postmark indicated on the envelope, (2) it is mailed by First-Class Mail, postage prepaid, or by a more expedient means, such as overnight delivery and (3) it is addressed in accordance with the above instructions. In all other cases, a Proof of Claim shall be deemed to have been submitted when actually received at the address designated above.

No acknowledgment will be made as to the receipt of Proof of Claim forms. If you wish to be assured that your Proof of Claim form is actually received by the Settlement Administrator, then you should send it by Certified Mail, Return Receipt requested. You should be aware that it will take a significant amount of time to fully process all of the proofs of claim and to administer the Settlement. This work will be completed as promptly as time permits, given the need to investigate and tabulate each Proof of Claim form. Please notify the Settlement Administrator of any change of address.