



GRANTED

IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

_____) In re ACS SHAREHOLDER LITIGATION) _____)	Consolidated C.A. No. 4940-VCP
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[PROPOSED] ORDER

WHEREAS, Plaintiffs, New Orleans Employees’ Retirement System (“NOERS”), The Federated Kaufmann Fund, The Federated Kaufmann Growth Fund and The Federated Kaufmann Fund II (“Representative Plaintiffs”), seek certification of a class consisting of all record and beneficial holders of Affiliated Computer Services Class A common stock (“ACS”) as of September 27, 2009, or their successors in interest, who are threatened with injury by the allegedly unlawful conduct of the Defendants (as defined below) as described in the NOERS complaint filed herein; and

WHEREAS, the Court finds that the Class satisfies the requirements of Court of Chancery Rules 23(a) and 23(b)(1) and (2), in that (a) the Class is so numerous that joinder of all members thereof is impracticable; (b) there are questions of law and fact common to the Class; (c) the claims of the Representative Plaintiffs are typical of the claims of the Class; (d) the Representative Plaintiffs will fairly and adequately represent the interests of the Class; (e) the prosecution of separate actions by individual members of the Class would create a risk of inconsistent or varying adjudications with respect to individual members of the Class which would establish incompatible standards of conduct for the parties opposing the Class; and (f) Defendants have acted or refused to act on grounds generally applicable to the Class, thereby making appropriate final injunctive relief or corresponding declaratory or rescissory or other equitable relief with respect to the Class as a whole.

NOW, THEREFORE, it is hereby ORDERED:

1. Pursuant to Court of Chancery Rules 23(a) and 23(b)(1) and (2), the plaintiff class shall be certified consisting of all record and beneficial holders of ACS Class A common stock as of September 27, 2009, or their successors in interest (the “Class”). Excluded from the Class shall be Defendants and any person, firm, trust, corporation or other entity related to or affiliated with any of the Defendants.

2. Representative Plaintiffs shall be certified as the representatives of the Class and their Co-Lead Counsel shall be designated as Co-Lead Counsel for the Class.

3. Pursuant to Court of Chancery Rule 23(c)(1), the parties retain the right to move to alter or amend the Class definition before final determination on the merits of this Action.

4. Defendants shall cause a Notice of Pendency of Class Action and Class Action Determination (the “Notice”), to be disseminated to members of the Class together with and at the same time as dissemination of the final proxy materials and shall be in a form to be agreed by the parties and approved by the Court.

5. All record holders in the Class who were not also the beneficial owners of the shares of the Company’s common stock held by them of record are requested to forward the Notice to such beneficial owners of those shares. Defendants, who shall bear all costs of providing the Notice, shall use reasonable efforts to give notice to such beneficial owners by (a) making additional copies of the Notice available to any record holder who requests the same for distribution to beneficial owners, or (b) mailing additional copies of the Notice to beneficial owners as reasonably requested by record holders.

6. The form and method of notice specified herein is the best notice practicable and shall constitute due and sufficient notice to all persons entitled to receive such notice, and fully satisfies the requirements of due process, Court of Chancery Rule 23 and applicable law.

AND NOW, this ____ day of October, 2009, it is so ORDERED.

Vice Chancellor Parsons

This document constitutes a ruling of the court and should be treated as such.

Court: DE Court of Chancery Civil Action

Judge: Donald F Parsons

File & Serve

Transaction ID: 27614280

Current Date: Oct 22, 2009

Case Number: 4940-VCP

Case Name: CONS W/ 4933-VCP In Re: A C S Shareholder Litigation

Court Authorizer: Donald F Parsons

/s/ Judge Donald F Parsons