

PEROT SYSTEMS CORP
Form 4
November 05, 2009

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
KELLY ROBERT J

(Last) (First) (Middle)
2300 WEST PLANO PARKWAY
(Street)

PLANO, TX 75075

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
PEROT SYSTEMS CORP [PER]

3. Date of Earliest Transaction
(Month/Day/Year)
11/03/2009

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
Controller

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (D) or Price | | |
| Common Stock | 11/03/2009 | | U | | 1,595 (1) | D | D |
| Common Stock | 11/03/2009 | | U | | 14,220 (2) | D | D |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Non-Qualified Stock Option (Right to Buy) | \$ 20.07 | 11/03/2009 | | D | 9,000 | <u>(3)</u> 12/20/2011 | Common Stock | 9,000 | |
| Non-Qualified Stock Option (Right to Buy) | \$ 9.63 | 11/03/2009 | | D | 5,000 | <u>(5)</u> 10/18/2012 | Common Stock | 5,000 | |
| Non-Qualified Stock Option (Right to Buy) | \$ 13.15 | 11/03/2009 | | D | 9,000 | <u>(6)</u> 12/09/2010 | Common Stock | 9,000 | |
| Non-Qualified Stock Option (Right to Buy) | \$ 15.93 | 11/03/2009 | | D | 5,200 | <u>(7)</u> 12/13/2011 | Common Stock | 5,200 | |
| Non-Qualified Stock Option (Right to Buy) | \$ 15.93 | 11/03/2009 | | D | 1,300 | <u>(8)</u> 12/13/2011 | Common Stock | 1,300 | |
| Non-Qualified Stock Option (Right to Buy) | \$ 13.63 | 11/03/2009 | | D | 6,000 | <u>(9)</u> 10/13/2012 | Common Stock | 6,000 | |
| Non-Qualified Stock Option (Right to Buy) | \$ 13.63 | 11/03/2009 | | D | 1,500 | <u>(8)</u> 10/13/2012 | Common Stock | 1,500 | |
| Non-Qualified Stock Option (Right to Buy) | \$ 14.87 | 11/03/2009 | | D | 4,500 | <u>(10)</u> 11/02/2013 | Common Stock | 4,500 | |
| Non-Qualified Stock Option (Right to Buy) | \$ 14.87 | 11/03/2009 | | D | 3,000 | <u>(8)</u> 11/02/2013 | Common Stock | 3,000 | |
| Non-Qualified Stock Option (Right to Buy) | \$ 15.23 | 11/03/2009 | | D | 3,240 | <u>(11)</u> 08/02/2014 | Common Stock | 3,240 | |
| | \$ 15.23 | 11/03/2009 | | D | 4,860 | <u>(8)</u> 08/02/2014 | | 4,860 | |

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product of (x) the excess, if any, of the Offer Price over the exercise price or base price, as applicable, per Share of each such Unvested Company Stock Option Award, multiplied by (y) the total number of Shares subject to such Unvested Company Stock Option Award.

(9) The Stock Options vested in 4 equal annual installments beginning on 10/13/2006.

(10) The Stock Options vested in 3 equal annual installments beginning on 11/02/2007.

(11) The Stock Options vested in 2 equal annual installments beginning on 8/02/2008.

(12) The Stock Options vested on 3/14/2009.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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