

PEROT ROSS JR  
Form 4  
November 05, 2009

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
PEROT ROSS JR

(Last) (First) (Middle)  
2300 W 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)  
Chairman

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)		
				(A) or (D)	Code	V	Amount	(D)	Price

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

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SEC 1474  
(9-02)

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

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Date Exercisable	Expiration Date	Title	Am Nun Sha
			Code	V (A) (D)				
Non-Qualified Stock Option (Right to Buy)	\$ 9.5	11/03/2009	D	760,000	<u>(1)</u>	10/23/2011	Common Stock	76
Non-Qualified Stock Option (Right to Buy)	\$ 9.94	11/03/2009	D	190,000	<u>(3)</u>	10/23/2011	Common Stock	19
Non-Qualified Stock Option (Right to Buy)	\$ 14.4	11/03/2009	D	840,000	<u>(4)</u>	05/10/2011	Common Stock	84
Non-Qualified Stock Option (Right to Buy)	\$ 14.4	11/03/2009	D	210,000	<u>(5)</u>	05/10/2011	Common Stock	21

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PEROT ROSS JR 2300 W PLANO PARKWAY PLANO, TX 75075	X	X	Chairman	

## Signatures

By Rex C. Mills, by Power of Attorney for Ross  
Perot, Jr.

11/05/2009

         \*\*Signature of Reporting Person

        Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The Stock Options vested in 4 equal annual installments beginning on 10/23/2001  
Pursuant to the Merger Agreement, all outstanding vested Stock Options were cancelled in exchange for a cash payment (without interest) equal to the product of (x) the excess, if any, of the Offer Price over the exercise price or base price, as applicable, per share of the issuer's Class A Common Stock (the "Shares"), of each such Stock Option, multiplied by (y) the total number of Shares subject to such Stock Option.
- (2) The Stock Options vested on 10/23/2005.
- (3) The Stock Options vested in 4 equal annual installments beginning on 10/23/2006.  
Pursuant to the Merger Agreement, all outstanding unvested Stock Options to purchase Shares ("Unvested Company Stock Option Awards") vested and were cancelled in exchange for a cash payment (without interest) equal to the 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.
- (4) The Stock Options vested in 4 equal annual installments beginning on 10/23/2006.  
Pursuant to the Merger Agreement, all outstanding unvested Stock Options to purchase Shares ("Unvested Company Stock Option Awards") vested and were cancelled in exchange for a cash payment (without interest) equal to the 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.
- (5) 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.

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