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RECEIVED
OFFICE OF PUBLIC ACCOUNTABILITY
PROCUREMENT APPEALS

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FILE NO OPA-PA: 11-002

IN THE OFFICE OF PUBLIC ACCOUNTABILITY
PROCUREMENT APPEAL

In the Appeal of)	DOCKET NO. OPA-PA 11-002
)	
TOWN HOUSE DEPARTMENT STORES,)	
INC., dba)	MOTION TO DISMISS XEROX'
ISLAND BUSINESS SYSTEMS)	APPEARANCE
& SUPPLIES,)	
APPELLANT)	
_____)	

Appellant IBSS hereby moves to dismiss the appearance of Xerox herein. Xerox is not and was not a responsive bidder based on its failure to disclose a 10.5 percent ownership of its shares, its common stock, as revealed by Xerox' Chief Executive Officer in her letter to Xerox shareholders on April 10, 2010.

The IFB 022 herein was issued September 10, 2010. Xerox submitted its bid October 26, 2010. (See, Procurement Record, Tab 6, and Exhibit A hereto for the cover letter, of said date.)

Xerox' bid contained and Affidavit Concerning Ownership, dated September 27, 2010, which declared there were no "persons, companies, partners, or joint venturers who have held more than 10% of the shares or interests in the offering business during the 365 days immediately preceding the submission date of the proposal". (Id; see Exhibit B hereto for a copy of the Affidavit.) Thus, the declaration was for the period from October 25, 2009 to October 26, 2010, the date of submission.

In its annual notice of shareholders meeting, sent by cover letter dated April 8, 2010 and signed by its CEO, Ursula M. Burns, Xerox Corporation disclosed, under the section entitled "Ownership of Company Securities" that BlackRock, Inc is the owner of 90,973,811 common stock, with a percentage ownership of that class of stock of 10.5%. According to this report, this information about "the Company's equity securities" was accurate "as of December 31, 2009".

A full copy of the 76 pdf page annual meeting notice is available online at http://news.xerox.com/pr/xerox/document/IR_Proxy.pdf; attached hereto as Exhibit C is a true and correct copy of page 20 of said notice which contains the ownership information aforesaid.

Xerox Corporation has appeared herein and made the claim that the Appeal should be dismissed in its entirety because, Xerox alleges, Appellant IBSS's ownership affidavit was in error in violation of 5 GCA § 5233, an allegation IBSS refutes.

Xerox has alleged that Appellant's accurate disclosure of all record, legal ownership of shares of IBSS during the relevant period is defective because there may be some other interest out there.

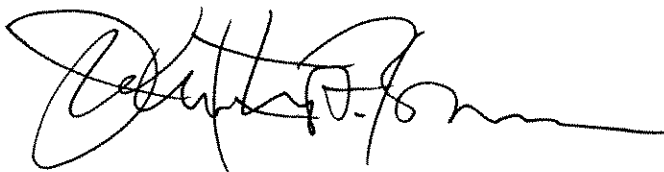
Here, it appears, based on the statement of Xerox' CEO, that 10.5 % of the record, legal ownership of the common stock of Xerox Corporation was owned, during the relevant time frame, by a single shareholder, BlackRock, Inc., and yet Xerox has failed to disclose it at all.

Xerox, in its Reply in Support of its Motion to Dismiss (page 2) insists on "*complete accuracy*" in regard to the required § 5233 disclosure.

In its Motion to Dismiss (at page 4), Xerox claims the inaccurate disclosure statement makes the bid non responsive which "takes it out of consideration for award".

Xerox must explain how its own inaccurate disclosure of a 10.5% interest of its common stock might somehow exempt it from the same standard and consequence.

Respectfully submitted,



John Thos. Brown
March 24, 2011



October 26, 2010

Mr. Albert Garcia,
Supply Management Administrator, Acting
Guam Department of Education
PO Box DE
Hagatna, Guam 96931

Re: Xerox Response to GDOE IFB No. 022-2010

Dear Mr. Garcia:

We thank you for the opportunity to participate in GDOE IFB No. 022-2010. Attached herewith is our response to your IFB which includes the following:

- GDOE Required Bid Documents (Bid Guarantee, Affidavits, etc.)
- Xerox Proposed Pricing
- Xerox Response to Specifications for Base Bid and Optional Device Management Services
- Xerox Response Clarifications
- Xerox Services & Solutions Agreement
- Supporting Documents for 10% preference resulting from proposed products being reusable and/or recyclable
- Xerox Equipment and Software Brochures

Depending upon which items are awarded to Xerox, Xerox may provide additional documentation in support of the Document Management Services Agreement including but not limited to a Scope of Work document for services to be provided and Services Order document.

We look forward to a continued partnership with the Guam Department of Education and should you wish to discuss any part of our proposal, please don't hesitate to call me at 477-9456.

Sincerely,

Mike Salas
Services & Solutions Executive.

137 Murray Blvd, Ste 101
Hagatna, Guam 96910

Tel 671 477 1907
Fax 671 472 3844

EXHIBIT A

AFFIDAVIT DISCLOSING OWNERSHIP and COMMISSIONS

CITY OF HAGATNA)
) ss.
 ISLAND OF GUAM)

A. I, the undersigned, being first duly sworn, depose and say that I am an authorized representative of the offeror and that [please check only one]:

- The offeror is an individual or sole proprietor and owns the entire (100%) interest in the offering business.
- The offeror is a corporation, partnership, joint venture, or association known as XEROX CORPORATION [please state name of offeror company], and the persons, companies, partners, or joint venturers who have held more than 10% of the shares or interest in the offering business during the 365 days immediately preceding the submission date of the proposal are as follows [if none, please so state]:

<u>Name</u>	<u>Address</u>	<u>% of Interest</u>
NONE		

B. Further, I say that the persons who have received or are entitled to receive a commission, gratuity or other compensation for procuring or assisting in obtaining business related to the bid or proposal for which this affidavit is submitted are as follows [if none, please so state]:

<u>Name</u>	<u>Address</u>	<u>Compensation</u>
NONE		

C. If the ownership of the offering business should change between the time this affidavit is made and the time an award is made or a contract is entered into, then I promise personally to update the disclosure required by 5 GCA §5233 by delivering another affidavit to the government.

[Signature] 9-27-10
 Signature of one of the following:
 Offeror, if the offeror is an individual;
 Partner, if the offeror is a partnership;
 Officer, if the offeror is a corporation.

Subscribed and sworn to before me
 this 27 day of Sept, 2010.

[Signature]
 NOTARY PUBLIC
 My commission expires: _____

JOSEFINA G. JAVELLANA
 Notary Public
 In and for Guam, U.S.A.
 My Commission Expires June 24, 2013

This form shall be submitted to the Agency by the offeror.

AG Procurement Form 002 (Rev. Nov. 17, 2005)

EXHIBIT B

SECURITIES OWNERSHIP

Ownership of Company Securities

We are not aware of any person who, or group which, owns beneficially more than 5% of any class of the Company's equity securities as of December 31, 2009, except as set forth below⁽¹⁾.

<u>Title of Class</u>	<u>Name and Address of Beneficial Owner</u>	<u>Amount and Nature of Beneficial Ownership</u>	<u>Percent of Class (2)</u>
Common Stock	Dodge & Cox 555 California Street, 40th Floor San Francisco, CA 94104	122,078,741(3)	9.0 %
Common Stock	State Street Corporation, as Trustee under other plans and accounts State Street Financial Center One Lincoln Street Boston, MA 02111	63,783,023(4)	7.3 %
Common Stock	BlackRock, Inc..... 40 East 52nd Street New York, NY 10022	90,973,811(5)	10.5 %
Common Stock	Darwin Deason..... 8181 Douglas Avenue, 10th Floor Dallas, TX 75225	74,350,614(6)	5.5 %

- (1) The words "group" and "beneficial" are as defined in regulations issued by the SEC. Beneficial ownership under such definition means possession of sole voting power, shared voting power, sole dispositive power or shared dispositive power. The information provided in this table is based solely upon the information contained in the most recent Form 13G filed by the named entity with the SEC, as noted below. Dodge & Cox and BlackRock, Inc. are registered investment advisers under the Investment Advisers Act of 1940, as amended. BlackRock, Inc. has subsidiaries that are investment advisers under the Investment Advisers Act of 1940, as amended, with beneficial ownership of the shares. Darwin Deason, the former Chairman of Affiliated Computer Services, Inc. (ACS), became a beneficial owner of more than 5% of the Company's Common Stock in connection with our acquisition of ACS on February 5, 2010.
- (2) The percent of class is based on the most recent Form 13G filed by each named entity with the SEC, as noted below.
- (3) According to the Form 13G filed on March 9, 2010, within the total shares reported as of February 28, 2010, as to certain of the shares, Dodge & Cox has sole voting power for 116,569,735 shares, shared voting power for 218,900 shares, sole dispositive power for 122,078,741 shares and no shared dispositive power for any of the shares. These securities are beneficially owned by clients of Dodge & Cox, which clients may include investment companies registered under the Investment Company Act and/or employee benefit plans, pension funds, endowment funds or other institutional clients.
- (4) According to the Form 13G filed on February 12, 2010, within the total shares reported as of December 31, 2009, as to certain of the shares, State Street Corporation has shared voting power for 63,783,023 shares, shared dispositive power for 63,783,023 shares and no sole dispositive or sole voting power for any of the shares. State Street Corporation holds 16,328,140 of the total reported shares as ESOP Trustee under the Xerox ESOP. Each ESOP participant may direct the ESOP Trustee as to the manner in which shares allocated to his or her ESOP account shall be voted. The ESOP Trust Agreement provides that the ESOP Trustee shall vote any shares allocated to participants' ESOP accounts as to which it has not received voting instructions in the same proportions as shares in participants' ESOP accounts as to which voting instructions are received. Shares which have not been allocated are voted in the same proportion. The power to dispose of shares is governed by the terms of the ESOP Plan and elections made by ESOP participants.