

AUTOMATIC DATA PROCESSING INC

Form 8-K

September 26, 2008

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the

Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **September 25, 2008**

**AUTOMATIC DATA PROCESSING, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other  
jurisdiction of  
incorporation)

**1-5397**

(Commission File Number)

**22-1467904**

(IRS Employer  
Identification No.)

**One ADP Boulevard, Roseland, New Jersey**

(Address of principal executive offices)

**07068**

(Zip Code)

Registrant's telephone number, including area code **(973) 974-5000**

N/A

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 3.01. Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing.**

On September 26, 2008 Automatic Data Processing, Inc., a Delaware corporation ( ADP ), announced its intention to list its common stock, par value \$.10 per share, on the NASDAQ Global Select Market ( Nasdaq ). ADP expects to begin trading on the Nasdaq on October 21, 2008 and will continue to trade under the stock symbol ADP. On September 26, 2008, ADP provided written notice to The New York Stock Exchange (the NYSE ) that ADP expects to voluntarily cease trading on the NYSE, effective October 20, 2008 and intends to transfer its listing to Nasdaq. ADP s Board of Directors has approved the transfer to Nasdaq.

A copy of ADP s press release related to the transfer of its listing from the NYSE to Nasdaq is attached to this report as Exhibit 99.1.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

The following exhibits are filed as part of this Report on Form 8-K:

<u>Exhibit Number</u>	<u>Description</u>
99.1	Press Release, dated September 26, 2008.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: September 26, 2008

**AUTOMATIC DATA PROCESSING, INC.**

**By:       /s/ James B. Benson**  
**Name: James B. Benson**

**Title: Vice President**

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**Exhibit Index**

Exhibit Number  
99.1

Description  
Press Release, dated September 26, 2008.