Edgar Filing: AUTOMATIC DATA PROCESSING INC - Form 5

AUTOMATIC DATA PROCESSING INC

Form 5

August 10, 2007

OMB APPROVAL FORM 5 OMB

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

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

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

Reported Form 4

1(b).

Transactions Reported

1. Name and A BENSON JA	ddress of Reporting F AMES B	Symbol AUTO	2. Issuer Name and Ticker or Trading Symbol AUTOMATIC DATA PROCESSING INC [ADP]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First) (M	(Month/	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 06/30/2007			-	Director 10% Owner Officer (give title Other (specify below) below)			
ONE ADP BOULEVARD Corporate Vice President									ent	
	(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)					(6. Individual or Joint/Group Reporting (check applicable line)			
ROSELAND, NJ 07068 _X_ Form Filed by One Reporting Person Form Filed by More than One Reporting Person										
(City)	(State)	(Zip) Tab	le I - Non-Deri	vative Sec	uritie	s Acqu	ired, Disposed o	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	eemed 3. ion Date, if Transaction Code		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price		5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	06/30/2007	Â	I	8.75	A	\$0	68,152.41	D	Â	
Common Stock	06/30/2007	Â	I	553	A	\$ 0	68,705.41	D	Â	
Common Stock	06/30/2007	Â	<u>J(1)</u>	51	A	\$0	68,756.41	D	Â	
Common Stock	06/30/2007	Â	A	3	A	\$0	68,759.41	D	Â	

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January 31,

2005

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Number:

Expires:

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Estimated average

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Common Stock Â Â Â Â Â 1,316 I By Trust

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

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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)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amor Unde Secur	le and unt of rlying rities . 3 and 4)	8. Price of Derivative Security (Instr. 5)
				(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Deletionships

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Reporting Owners

Reporting Owner Name / Address	Keiauonsinps					
	Director	10% Owner	Officer	Other		
BENSON JAMES B ONE ADP BOULEVARD ROSELAND, NJ 07068	Â	Â	Corporate Vice President	Â		

Signatures

/s/ Benson,
James B.

**Signature of Reporting Person

08/10/2007

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 number of shares were adjusted by the Adjustment Fraction (i.e, 1.0975), as calculated pursuant to ADP's March 30, 2007 tax-free spin-off of Broadridge Financial Solutions, Inc. to its stockholders.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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