

AUTOMATIC DATA PROCESSING INC  
Form DEFA14A  
September 26, 2008

SCHEDULE 14A

(Rule 14a-101)

INFORMATION REQUIRED IN PROXY STATEMENT

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934 (Amendment No. )

Filed by the Registrant   
Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement  Soliciting Material Under Rule 14a-12
- Confidential, For Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials

Automatic Data Processing, Inc.

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(Name of Registrant as Specified In Its Charter)  
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(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.

1) Title of each class of securities to which transaction applies:

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2) Aggregate number of securities to which transaction applies:

3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

4) Proposed maximum aggregate value of transaction:

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5) Total fee paid:

Fee paid previously with preliminary materials:

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which

the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or

schedule and the date of its filing.

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1) Amount previously paid:

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2) Form, Schedule or Registration Statement No.:

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3) Filing Party:

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4) Date Filed:

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***AUTOMATIC DATA PROCESSING***

**\*\* IMPORTANT NOTICE \*\***

**Regarding the Availability of Proxy Materials**

You are receiving this communication because you hold shares in the above company, and the materials you should review before you cast your vote are now available.

**This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting.**

*AUTOMATIC DATA PROCESSING, INC.  
PROXY SERVICES  
P.O. BOX 9163  
FARMINGDALE, NY 11735*

**Shareholder Meeting to be held on 11/11/08  
Proxy Materials Available**

- Combined Document containing the Notice of 2008 Annual Meeting of Stockholders, the Proxy Statement and the Annual Report on Form 10-K

**PROXY MATERIALS - VIEW OR RECEIVE**

You can choose to view the materials online or receive a paper or e-mail copy. There is NO charge for requesting a copy. Requests, instructions and other inquiries will NOT be forwarded to your investment advisor.

To facilitate timely delivery please make the request as instructed below on or before 10/28/08.

**HOW TO VIEW MATERIALS VIA THE INTERNET**

Have the 12 Digit Control Number(s) available and visit: [www.proxyvote.com](http://www.proxyvote.com)

**HOW TO REQUEST A COPY OF MATERIALS**

- 1) BY INTERNET - [www.proxyvote.com](http://www.proxyvote.com)
- 2) BY TELEPHONE - 1-800-579-1639
- 3) BY E-MAIL\* - [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com)

\*If requesting materials by e-mail, please send a blank e-mail with the 12 Digit Control Number (located on page 3) in the subject line.

*See the Reverse Side for Meeting Information and Instructions on How to Vote*

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**Meeting Information**

|                    |                         |
|--------------------|-------------------------|
| Meeting Type:      | Annual                  |
| Meeting Date:      | 11/11/08                |
| Meeting Time:      | 10:00 A.M. Eastern Time |
| For holders as of: | 09/12/08                |

**Meeting Location:**

Automatic Data Processing, Inc.'s Corporate Office  
One ADP Boulevard  
Roseland, New Jersey 07068

**Meeting Directions:**

For Meeting Directions Please Call:  
973-974-5000

**How To Vote**

**Vote In Person**

Many shareholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting materials for any special requirements for meeting attendance. At the Meeting you will need to request a ballot to vote these shares.

**Vote By Internet**

To vote **now** by Internet, go to

**WWW.PROXYVOTE.COM.**

Use the Internet to transmit your voting instructions and for electronic delivery of information up until 11:59 P.M. Eastern Time the day before the meeting date. Have this notice in hand when you access the web site and follow the instructions.

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**Voting items**

**The Board of Directors recommends a vote FOR the proposals (1) through (3) regarding:**

(1)

**Election of Directors**

- |                          |                        |
|--------------------------|------------------------|
| 01) Gregory D. Brenneman | 07) John P. Jones      |
| 02) Leslie A. Brun       | 08) Frederic V. Malek  |
| 03) Gary C. Butler       | 09) Charles H. Noski   |
| 04) Leon G. Cooperman    | 10) Sharon T. Rowlands |
|                          | 11) Gregory L. Summe   |

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05) Eric C. Fast                      12) Henry Taub  
06) R. Glenn Hubbard

(2)                                      **Approval of the 2008 Omnibus Award Plan**

(3)                                      **Appointment of Deloitte & Touche LLP**

The proxies will vote in their discretion upon any and all other matters which may properly come before the meeting or any adjournment thereof.

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