

PAYCHEX INC  
Form 8-K  
June 28, 2005

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant To Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report: June 27, 2005  
(Date of earliest event reported)

**PAYCHEX, INC.**

(Exact name of registrant as specified in its charter)

DELAWARE  
(State of or other jurisdiction  
of incorporation)

0-11330  
(Commission  
File Number)

16-1124166  
(IRS Employer  
Identification Number)

911 PANORAMA TRAIL SOUTH, ROCHESTER,  
NEW YORK  
(Address of principal executive offices)

14625-2396  
(Zip Code)

(585) 385-6666  
(Registrant's telephone number, including area code)

None  
(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))

**ITEM 2.02. RESULTS OF OPERATIONS AND FINANCIAL CONDITION**

Paychex, Inc. s (the Company s ) press release dated June 27, 2005, which reports its financial results for the fourth quarter and fiscal year ended May 31, 2005, is furnished as Exhibit 99.1.

In addition, a Management s Discussion and Analysis of Financial Condition and Results of Operations, which reviews the Company s results of operations for the three years ended May 31, 2005, 2004, and 2003, and its financial condition at May 31, 2005, is furnished as Exhibit 99.2.

The Management s Discussion and Analysis of Financial Condition and Results of Operations is preliminary and not a complete discussion and analysis as required by the Securities and Exchange Commission for Annual Reports filed on Form 10-K or Quarterly Reports on Form 10-Q. The Company expects to file its fiscal 2005 Form 10-K with the Securities and Exchange Commission within seventy-five days following its May 31, 2005 fiscal year-end. The fiscal 2005 Form 10-K will contain a complete set of audited Consolidated Financial Statements, Notes to Consolidated Financial Statements, and the final Management s Discussion and Analysis of Financial Condition and Results of Operations.

**Exhibit Index**

The following exhibits are furnished with this Form 8-K:

Exhibit 99.1 Press Release of Paychex, Inc. dated June 27, 2005.

Exhibit 99.2 Management s Discussion and Analysis of Financial Condition and Results of Operations.

**SIGNATURES**

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 thereunto duly authorized.

**PAYCHEX, INC.**

Date: June 27, 2005

/s/ Jonathan J. Judge  
Jonathan J. Judge  
President and Chief Executive Officer

Date: June 27, 2005

/s/ John M. Morphy  
John M. Morphy  
Senior Vice President, Chief Financial  
Officer and Secretary