

MEMORANDUM

August 4, 2006

TO: File S7-10-05: Internet Availability of Proxy Materials

FROM: David Huntington
Office of the Chairman

RE: **Meeting with Representatives of Automatic Data Processing, Inc.**

On August 4, 2006, Chairman Cox, Paul Wilkinson, and David Huntington met with Richard Daly and Adam Amsterdam of ADP and Peter Madigan of Covington & Burling, and discussed the issues raised in ADP's comment letters dated February 13, 2006 and April 20, 2006.