

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 <div style="text-align: center; font-size: 1.5em; font-weight: bold;">2017</div> This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2017 or fiscal plan year beginning <u>01/01/2017</u> and ending <u>12/31/2017</u>	
A	This return/report is for: <div style="display: flex; justify-content: space-between;"> <div> ☐ a multiemployer plan </div> <div> ☐ a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.) </div> </div>
	☒ a single-employer plan <div style="margin-left: 150px;">☐ a DFE (specify) _____</div>
B	This return/report is: <div style="display: flex; justify-content: space-between;"> <div> ☐ the first return/report ☐ an amended return/report </div> <div> ☐ the final return/report ☐ a short plan year return/report (less than 12 months) </div> </div>
C	If the plan is a collectively-bargained plan, check here. ▶ ☐
D	Check box if filing under: <div style="display: flex; justify-content: space-between;"> <div> ☒ Form 5558 ☐ special extension (enter description) </div> <div> ☐ automatic extension </div> <div> ☐ the DFVC program </div> </div>

Part II	Basic Plan Information —enter all requested information		
1a	Name of plan <u>AUTOMATIC DATA PROCESSING, INC. RETIREMENT AND SAVINGS PLAN</u>	1b	Three-digit plan number (PN) ▶ <u>002</u>
		1c	Effective date of plan <u>01/01/1984</u>
2a	Plan sponsor's name (employer, if for a single-employer plan) Mailing address (include room, apt., suite no. and street, or P.O. Box) City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions) <u>AUTOMATIC DATA PROCESSING, INC.</u> <div style="display: flex; justify-content: space-between;"> <div><u>ONE ADP BOULEVARD</u> <u>MAIL STOP 433</u> <u>ROSELAND, NJ 07068-1728</u></div> <div><u>ONE ADP BOULEVARD</u> <u>MAIL STOP 433</u> <u>ROSELAND, NJ 07068-1728</u></div> </div>	2b	Employer Identification Number (EIN) <u>22-1467904</u>
		2c	Plan Sponsor's telephone number <u>973-974-5000</u>
		2d	Business code (see instructions) <u>518210</u>

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/11/2018	CHARLES GIBBONS
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

For Paperwork Reduction Act Notice, see the Instructions for Form 5500.

Form 5500 (2017)
v. 170203

3a Plan administrator's name and address ☒ Same as Plan Sponsor	3b Administrator's EIN 3c Administrator's telephone number <div style="background-color: #cccccc; height: 40px; width: 100%;"></div>
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name	4b EIN 4d PN
5 Total number of participants at the beginning of the plan year	5 41996
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d).	
a(1) Total number of active participants at the beginning of the plan year	6a(1) 31952
a(2) Total number of active participants at the end of the plan year	6a(2) 33347
b Retired or separated participants receiving benefits	6b 0
c Other retired or separated participants entitled to future benefits	6c 10437
d Subtotal. Add lines 6a(2) , 6b , and 6c	6d 43784
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	6e 228
f Total. Add lines 6d and 6e	6f 44012
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	6g 42534
h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	6h 880
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item).....	7

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:

2E 2G 2J 2K 2O 2S 2T 3H 3J

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:

9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
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10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

- (1)** ☒ **R** (Retirement Plan Information)
- (2)** ☐ **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
- (3)** ☐ **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

- (1)** ☒ **H** (Financial Information)
- (2)** ☐ **I** (Financial Information – Small Plan)
- (3)** ☐ **A** (Insurance Information)
- (4)** ☒ **C** (Service Provider Information)
- (5)** ☐ **D** (DFE/Participating Plan Information)
- (6)** ☐ **G** (Financial Transaction Schedules)

Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2017 Form M-1 annual report. If the plan was not required to file the 2017 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code _____

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2017
		This Form is Open to Public Inspection.

For calendar plan year 2017 or fiscal plan year beginning 01/01/2017 and ending 12/31/2017		
A Name of plan AUTOMATIC DATA PROCESSING, INC. RETIREMENT AND SAVINGS PLAN	B Three-digit plan number (PN) ▶	002
C Plan sponsor's name as shown on line 2a of Form 5500 AUTOMATIC DATA PROCESSING, INC.	D Employer Identification Number (EIN) 22-1467904	

Part I	Service Provider Information (see instructions)
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You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

- a** Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions).. ☐ Yes ☒ No
- b** If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
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2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

AMERICAN CENTURY

44-0619208

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28	INVESTMENT MANAGEMENT	1918395	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

COLUMBIA MANAGEMENT ADVISORS LLC

94-1687665

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28	INVESTMENT MANAGEMENT	1108414	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

JP MORGAN

13-3200244

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 19	INVESTMENT MANAGEMENT	1071608	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

FIDELITY INSTITUTIONAL ASSET MGT

04-3532603

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28	INVESTMENT MANAGEMENT	970336	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

IVY INVESTMENT

48-1106973

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28	INVESTMENT MANAGEMENT	963838	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

SEIX ADVISORS

13-3673813

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28	INVESTMENT MANAGEMENT	449790	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

MERCER

61-0736136

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
16	CONSULTANT	154868	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

COHNREZNICK LLP

22-1478099

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
10	ACCOUNTANTS	66750	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

MCDERMOTT WILL & EMERY

36-1453176

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
29	LEGAL	62443	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

NORTHERN TRUST

36-3608252

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28	INVESTMENT MANAGEMENT	30557	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

QDRO CONSULTANTS CO LLC

34-1820650

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
16	CONSULTANT	9500	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
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(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)
(complete as many entries as needed)

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2017 This Form is Open to Public Inspection
For calendar plan year 2017 or fiscal plan year beginning <u>01/01/2017</u> and ending <u>12/31/2017</u>		
A Name of plan <u>AUTOMATIC DATA PROCESSING, INC. RETIREMENT AND SAVINGS PLAN</u>	B Three-digit plan number (PN) ►	<u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>AUTOMATIC DATA PROCESSING, INC.</u>	D Employer Identification Number (EIN) <u>22-1467904</u>	

Part I Asset and Liability Statement			
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	2643115	3055312
(2) Participant contributions	1b(2)	6786707	7148772
(3) Other.....	1b(3)	11441632	4269742
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	244978485	243027999
(2) U.S. Government securities.....	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	84970685	78470513
(9) Value of interest in common/collective trusts.....	1c(9)		
(10) Value of interest in pooled separate accounts.....	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	3377122348	4043849542
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)		

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)	4879480	5563595
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	3732822452	4385385475

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h	13034094	6011351
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	13034094	6011351

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	3719788358	4379374124
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Part II Income and Expense Statement

- 2** Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	100640349	
(B) Participants	2a(1)(B)	219785954	
(C) Others (including rollovers)	2a(1)(C)	22518723	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		342945026
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	1799383	
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	3651297	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		5450680
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)	110797	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	21818215	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		21929012
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)	684115	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		684115

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		618069681
c Other income	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		989078514

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers.....	2e(1)	323317517	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		323317517
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)	6816420	
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		6816420
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		330133937

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		658944577
l Transfers of assets:			
(1) To this plan.....	2l(1)		641189
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☒ Unqualified (2) ☐ Qualified (3) ☐ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? ☐ Yes ☒ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: COHNREZNICK LLP

(2) EIN: 22-1478099

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....

b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)

	Yes	No	Amount
4a		X	
4b		X	

		Yes	No	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e Was this plan covered by a fidelity bond?	4e	X		590500000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l Has the plan failed to provide any benefit when due under the plan?	4l		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n		X	

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? ☐ Yes ☒ No
 If "Yes," enter the amount of any plan assets that reverted to the employer this year _____.

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (See ERISA section 4021.)? ☐ Yes ☐ No ☐ Not determined
 If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year _____. (See instructions.)

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2017 This Form is Open to Public Inspection.
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For calendar plan year 2017 or fiscal plan year beginning 01/01/2017 and ending 12/31/2017

A Name of plan <u>AUTOMATIC DATA PROCESSING, INC. RETIREMENT AND SAVINGS PLAN</u>	B Three-digit plan number (PN) ▶ <u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>AUTOMATIC DATA PROCESSING, INC.</u>	D Employer Identification Number (EIN) <u>22-1467904</u>

Part I	Distributions
---------------	----------------------

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions	1	
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>22-2507871</u>		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year	3	

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)
----------------	---

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?	☐ Yes	☐ No	☐ N/A
If the plan is a defined benefit plan, go to line 8.			
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.			
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)	6a		
b Enter the amount contributed by the employer to the plan for this plan year	6b		
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount)	6c		
If you completed line 6c, skip lines 8 and 9.			
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?	☐ Yes	☐ No	☐ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?	☐ Yes	☐ No	☐ N/A

Part III	Amendments
-----------------	-------------------

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.	☐ Increase	☐ Decrease	☐ Both	☐ No
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Part IV	ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
----------------	---

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?	☐ Yes	☒ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☒ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)	☐ Yes	☒ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☒ No

For Paperwork Reduction Act Notice, see the Instructions for Form 5500.

Schedule R (Form 5500) 2017
v. 170203

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

- 14** Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	14a	
b The plan year immediately preceding the current plan year	14b	
c The second preceding plan year	14c	

- 15** Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	15a	
b The corresponding number for the second preceding plan year	15b	

- 16** Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	16a	
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	

- 17** If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

- 18** If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

- 19** If the total number of participants is 1,000 or more, complete lines (a) through (c)

- a** Enter the percentage of plan assets held as:
 Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%
- b** Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more
- c** What duration measure was used to calculate line 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify): _____

Automatic Data Processing, Inc.

Retirement and Savings Plan

Financial Statements

As of December 31, 2017 and 2016,
and for the Year Ended December 31, 2017

Supplemental Schedule

As of December 31, 2017

AUTOMATIC DATA PROCESSING, INC. RETIREMENT AND SAVINGS PLAN

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All other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.

INDEPENDENT AUDITOR'S REPORT

To the Trustees and Participants of
Automatic Data Processing, Inc.
Retirement and Savings Plan

We have audited the accompanying financial statements of Automatic Data Processing, Inc. Retirement and Savings Plan (the "Plan"), which comprise the statements of net assets available for benefits as of December 31, 2017 and 2016, and the related statement of changes in net assets available for benefits for the year ended December 31, 2017, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2017 and 2016, and the changes in its net assets available for benefits for the year ended December 31, 2017, in accordance with accounting principles generally accepted in the United States of America.

Report on Supplemental Information

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedule of assets (held at the end of the year) as of December 31, 2017 is presented for the purpose of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Such information is the responsibility of the Plan's management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in the relation to the financial statements as a whole.

A handwritten signature in black ink that reads "CohnReznick LLP".

Roseland, New Jersey

October 15, 2018

AUTOMATIC DATA PROCESSING, INC.
RETIREMENT AND SAVINGS PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2017 AND 2016

	<u>2017</u>	<u>2016</u>
ASSETS		
CASH	\$ 26,430,694	\$ 15,878,112
INVESTMENTS (Note 3):		
Participant directed investments, at fair value	4,266,010,442	3,611,102,201
RECEIVABLES:		
Notes receivable from participants	78,470,513	84,970,685
Interest and dividends receivable	2,459,741	2,721,360
Broker receivable for securities sold	1,810,001	8,720,272
Participant contributions receivable	7,148,772	6,786,707
Employer contribution receivable	3,055,312	2,643,115
TOTAL RECEIVABLES	92,944,339	105,842,139
TOTAL ASSETS	4,385,385,475	3,732,822,452
LIABILITIES		
Broker payable for securities purchased	4,383,367	11,698,029
Accrued expenses	1,627,984	1,336,065
TOTAL LIABILITIES	6,011,351	13,034,094
NET ASSETS AVAILABLE FOR BENEFITS	\$ 4,379,374,124	\$ 3,719,788,358

See notes to financial statements.

AUTOMATIC DATA PROCESSING, INC.

RETIREMENT AND SAVINGS PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

FOR THE YEAR ENDED DECEMBER 31, 2017

Contributions:	
Participant	\$ 242,304,677
Employer	100,640,349
Total contributions	<u>342,945,026</u>
Investment income:	
Net appreciation in fair value of investments	618,100,053
Dividend income	21,929,012
Interest income	2,453,126
Total investment income	<u>642,482,191</u>
Interest income on notes receivable from participants	3,651,297
Benefits paid to participants	(323,317,517)
Administrative and general expenses	<u>(6,816,420)</u>
NET INCREASE IN NET ASSETS BEFORE TRANSFERS	658,944,577
TRUST TO TRUST TRANSFERS	<u>641,189</u>
NET INCREASE IN NET ASSETS AVAILABLE FOR BENEFITS	659,585,766
NET ASSETS AVAILABLE FOR BENEFITS:	
Beginning of year	<u>3,719,788,358</u>
End of year	<u>\$ 4,379,374,124</u>

See notes to financial statements.

AUTOMATIC DATA PROCESSING, INC. RETIREMENT AND SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS AS OF DECEMBER 31, 2017 AND 2016 AND FOR THE YEAR ENDED DECEMBER 31, 2017

1. DESCRIPTION OF PLAN

The following description of the Automatic Data Processing, Inc. Retirement and Savings Plan (the “Plan”) is provided for general information purposes only. Participants should refer to the Plan document for a more complete description of the Plan’s provisions.

The Plan is administered by a three-member committee (the “Plan Administrator”) appointed by the Board of Directors of Automatic Data Processing, Inc. (“ADP”, the “Company” or the “Plan Sponsor”). JPMorgan Chase Bank, N.A. (“JPMorgan”) serves as custodian of the Plan.

General-The Plan is a defined contribution plan established January 1, 1984 available to all eligible employees of the Company. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (“ERISA”).

Contributions-

*Participant Contributions-*As defined in the Plan document, participating employees who are deemed non-highly compensated (employees earning less than \$120,000 in 2016) can contribute on a pre-tax and/or Roth basis up to 50% of their compensation, subject to the maximum deferral limits under the Internal Revenue Code (“IRC”) (and certain special limits for Puerto Rico residents participating in the Plan). Participating employees earning more than these amounts (“Highly Compensated Employees”) can only contribute on a pre-tax and/or Roth basis up to 12% of their compensation as determined by the Plan Administrator annually. Effective February 2, 2016, participants can contribute on an after-tax basis up to 99% of their compensation, subject to the maximum deferral limits under the IRC. Participants who have attained age 50 before the close of the Plan year are eligible to make additional contributions (“Catch-Up Contributions”) up to the amount of \$6,000 for 2017. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans (“rollover contributions”). Unless employees elect otherwise, they are automatically enrolled as participants in the Plan after sixty days of employment at a deferral rate of 3% of compensation. Effective July 1, 2015, these participants will be automatically enrolled in the SaveSmart auto-escalation feature of the Plan. Under the SaveSmart feature, each participant’s contribution rate is automatically increased by 1% each September until their contribution rate reaches 6%. These contributions will be invested in the JPMorgan SmartRetirement Fund that corresponds to their estimated retirement date.

Participant contributions during the year ended December 31, 2017 include \$22,518,723 of rollover contributions.

*Matching Employer Contributions-*The Company contributes an amount equal to 50% of the first 6% of each participant’s salary deferral election to the Plan. Once a participant has contributed to the Plan for 60 months, the

Company's matching contribution increases to an amount equal to 70% of the first 6% of a participant's salary deferral election. Effective January 1, 2015, for employees hired or rehired on or after January 1, 2015, the Company will contribute an amount equal to 100% of the first 6% of each participant's salary deferral election to the Plan. Participants must be actively employed on December 31 of a given year to receive the matching contribution for that year. Effective July 1, 2016, participants who leave active employment with ADP on or after this date and have attained age 55 with 5 years of vesting service will not be subject to the December 31 requirement to receive the matching contribution for that year. Matching contributions are not made on the employee Catch-Up Contributions.

Limitations-In addition, there are contribution limitations set forth in the IRC, which the Plan must satisfy.

Participant Accounts-Individual accounts are maintained for each Plan participant. Each participant's account is credited with the participant's contribution, the Company's matching contribution, and an allocation of Plan gains or losses. Account balances are valued at fair value, and are adjusted daily to reflect the net investment income of Plan investments. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Investments-As of December 31, 2017, investments in the Plan consist of various investments which include separately managed accounts, commingled trusts, mutual funds, and money market funds.

The Seix Intermediate Bond Fund, the Columbia Dividend Value Fund, the Ivy Large Cap Growth Fund, and the American Century Small Cap Value Fund are separately managed accounts with underlying investments that include investments in publicly traded common stock, government bonds, corporate bonds and various other bond issues. The Northern Trust S&P 500 Index Fund, the JPMorgan SmartRetirement CIT Income Fund, the JPMorgan SmartRetirement CIT 2020 Fund, the JPMorgan SmartRetirement CIT 2025 Fund, the JPMorgan SmartRetirement CIT 2030 Fund, the JPMorgan SmartRetirement CIT 2035 Fund, the JPMorgan SmartRetirement CIT 2040 Fund, the JPMorgan SmartRetirement CIT 2045 Fund, the JPMorgan SmartRetirement CIT 2050 Fund, the JPMorgan SmartRetirement CIT 2055 Fund, the JPMorgan SmartRetirement CIT 2060 Fund, the FIAM Select International Plus Commingled Pool, the Voya Small Cap Growth Fund, the American Century Global Growth Fund, the Northern Trust Extended Equity Market Index Fund, the Northern Trust ACWI EX-US Index Fund, and the Northern Trust Aggregate Bond Index Fund are commingled trusts. The Goldman Sachs Financial Square Government Fund is a money market fund.

Participants direct the investment of their contributions and matching employer contributions into the 22 various investment options offered by the Plan. Matching contributions are deposited into participants' accounts each pay period and are made pursuant to their individual investment election on file at that time.

Vesting-Participants are immediately vested in their contributions, including salary deferral and rollover contributions. Matching Company contributions are vested as follows:

Less than two years of service from date of hire	0%
Two but less than three years of service from date of hire	50%
Three or more years of service from date of hire	100%

Effective January 1, 2015, for employees hired or rehired on or after January 1, 2015, matching Company contributions are vested as follows:

Less than three years of service from date of hire	0%
Three or more years of service from date of hire	100%

Payment of Benefits-In general, employee and employer contributions must remain in the Plan until the later of the attainment of age 65 or the end of employment. Participants who have not terminated employment and have attained age 59-1/2 may elect to begin taking in-service distributions.

Upon termination of service, a participant can receive a lump-sum amount equal to the value of the vested portion of his or her account. Alternatively, he or she can elect to defer payment if the total of the participant's vested account balance is more than \$1,000. The Plan was amended to reflect certain provisions of the Economic Growth and Tax Relief Reconciliation Act of 2001. Pursuant to this amendment, if the total of the participant's vested account balance is more than \$1,000 but less than or equal to \$5,000 on termination of service, and the participant has not elected to receive a lump-sum amount, ADP will automatically roll over the vested account balance to an individual retirement account ("IRA") established with The Bancorp Bank. Fees and expenses for the IRA will be charged against a participant's account unless he or she contacts the IRA provider and requests to make payment of the fees out-of-pocket.

Forfeitures-Upon termination of a participant's employment for reasons other than death before the attainment of age 65, the participant will be entitled to receive the vested portion of his or her account balance. The nonvested portion of the participant's account balance will be forfeited, and will be used to pay Plan expenses as well as to reduce the amount of future Company contributions pursuant to the Plan document. The amount of unused forfeitures as of December 31, 2017 and 2016 amounted to \$4,961,582 and \$2,617,773, respectively. For the year ended December 31, 2017, amounts used to pay administrative expenses amounted to \$893,966, and the amount used to reduce employer contributions was \$4,702,043.

Notes Receivable from Participants-Plan participants may borrow funds from their account up to a maximum of \$50,000 or 50% of their account balances, whichever is less, subject to certain limits and conditions. Outstanding loans are secured by the participant's interest in the Plan and bear interest at rates ranging from 3.50% to 10.50%, which are commensurate with local prevailing rates at the time funds are borrowed, as determined by the Plan Administrator. Loans are generally repaid through payroll deductions or, at the option of the participant, may be prepaid in total. Participants' loan repayments and any interest due are paid into the participants' account.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The following are the significant accounting policies followed by the Plan:

Basis of Accounting-The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America.

Use of Estimates-The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires Plan management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Risk and Uncertainties-The Plan utilizes various investment instruments including U.S. Government agency securities, debt securities of companies with strong credit ratings from a variety of industries, and in various equity securities, including Company Stock. Investment securities, in general, are exposed to various risks, such as interest rate, credit and overall market volatility. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the financial statements.

Income Recognition-Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation (depreciation) includes the Plan's gains and losses on investments bought and sold as well as held during the year.

For the Columbia Dividend Value Fund, the Goldman Sachs Financial Square Government Fund, and the Voya Small Cap Growth Fund, management fees and operating expenses are reflected in the net asset value of the funds on a daily basis and are not reflected separately. Management fees for the separately managed accounts and commingled trusts are accrued on a daily basis, reflected in the daily unitized price, and paid on a quarterly basis. Consequently, management fees are reflected as a reduction of investment return for such investments.

Fair Value of Investments-See Note 3 - “Fair Value Measurements”.

Fair Value of Other Financial Instruments-The carrying amount of receivables and liabilities approximates fair value.

Notes Receivable from Participants-Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. Delinquent participant loans are reclassified as distributions based upon the terms of the Plan document. No allowance for credit losses has been recorded at December 31, 2017 or 2016.

Payment of Benefits-Benefits payments to participants are recorded upon distribution. At December 31, 2017 and 2016, amounts allocated to accounts of individuals who had elected to withdraw but had not yet been paid totaled \$1,149,714 and \$747,613, respectively.

Trust to Trust Transfers-As a result of acquisitions completed in fiscal 2017, \$641,189 of assets were transferred into the Plan.

3. FAIR VALUE MEASUREMENTS

The Plan applies the guidance in Accounting Standards Codification (“ASC”) 820.10 for assets recognized or disclosed at fair value on a recurring basis. The guidance in ASC 820.10 defines fair value, establishes a framework for measuring fair value, and expands the disclosures on fair value measurements. ASC 820.10 defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants. ASC 820.10 establishes market or observable inputs as the preferred source of fair value, followed by assumptions based on hypothetical transactions in the absence of market inputs.

The valuation techniques required by ASC 820.10 are based upon observable and unobservable inputs. Observable inputs reflect market data obtained from independent sources, while unobservable inputs reflect the Plan’s market assumptions. These two types of inputs create the following three-level hierarchy to prioritize the inputs used in measuring fair value. The levels within the hierarchy are described below, with Level 1 having the highest priority and Level 3 having the lowest priority.

- | | |
|---------|--|
| Level 1 | Fair value is determined based upon closing prices for identical instruments that are traded on active exchanges. |
| Level 2 | Fair value is determined based upon quoted prices for similar instruments in active markets; quoted prices for identical or similar instruments in markets that are not active; or model-derived valuations whose inputs are observable or whose significant value drivers are observable. |
| Level 3 | Fair value is determined based upon significant inputs to the valuation model that are unobservable. |

Plan investments included in Level 1 are valued using closing prices for identical instruments that are traded on active exchanges. Plan investments in fixed income securities included in Level 2 are generally valued using a published mid-price. Market recognized sources for each fixed income asset class are utilized which are typically provided through the Company's main pricing vendors. For securities which are not quoted or for unlisted bonds, individual price sources are utilized, normally via broker quotations with reference to the broker used in the original trade. Plan investments in commingled trusts included in Level 2 are valued at the NAV, which represents the fair value of the underlying investments of the collective trust or fund.

There were no transfers in or out of Level 1 or Level 2 during the Plan year ended December 31, 2017. The following tables present the investments of the Plan measured at fair value at December 31, 2017 and 2016.

Asset Class	As of December 31, 2017		
	Level 1	Level 2	Total
Equity Securities	\$ 973,437,100	\$ —	\$ 973,437,100
Commingled Trusts	—	2,864,908,416	2,864,908,416
Money Markets	—	216,597,305	216,597,305
Fixed Income Securities	—	211,067,621	211,067,621
Total Investments at Fair Value	\$ 973,437,100	\$ 3,292,573,342	\$ 4,266,010,442

Asset Class	As of December 31, 2016		
	Level 1	Level 2	Total
Equity Securities	\$ 827,993,516	\$ —	\$ 827,993,516
Commingled Trusts	—	2,333,382,220	2,333,382,220
Money Markets	—	230,009,462	230,009,462
Fixed Income Securities	—	219,717,003	219,717,003
Total Investments at Fair Value	\$ 827,993,516	\$ 2,783,108,685	\$ 3,611,102,201

4. EXEMPT PARTY-IN-INTEREST TRANSACTIONS

At December 31, 2017 and 2016, the Plan held 47,475 shares of Company Stock owned indirectly by funds within the Plan with a cost basis of \$2,026,580. At December 31, 2017 and 2016, the fair value of the shares held of Company Stock were \$5,563,595 and \$4,879,480, respectively.

Certain Plan investments are shares of mutual funds and money market funds managed by JPMorgan. JPMorgan is the custodian of the Plan.

Certain employees and officers of the Company, who may also be participants in the Plan, perform administrative services to the Plan at no cost to the Plan.

These party-in-interest transactions are not deemed prohibited because they are covered by statutory and administrative exemptions from the IRC, the rules thereunder, and from the prohibited transactions provisions of ERISA.

5. PLAN TERMINATION

Although the Company has not expressed any intention to do so, it has the right under the provisions of the Plan to discontinue its contributions at any time by amending or terminating the Plan subject to the provisions of ERISA. However, upon full or partial termination of the Plan, each participant who is then an employee of the Company shall become 100% vested in his or her employer matching contribution account, and shall not be subjected to forfeiture. Furthermore, no amendment shall decrease a participant's vested interest under the Plan at the effective date of such amendment.

6. FEDERAL INCOME TAX STATUS

The Internal Revenue Service ("IRS") has determined and informed the Company by letter dated June 5, 2015 that the Plan and related Trust are designed in accordance with applicable sections of the IRC. The Plan has been amended since receiving the determination letter. However, ADP and Plan management believe that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC, and that the Plan and related Trust continue to be tax exempt. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

7. SUBSEQUENT EVENTS

The Plan has evaluated subsequent events through October 15, 2018, the date the financial statements were available to be issued.

**AUTOMATIC DATA PROCESSING, INC.
RETIREMENT AND SAVINGS PLAN**

**Plan Number 002
Plan Sponsor EIN 22-1467904**

**FORM 5500, SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT
END OF YEAR)
AS OF DECEMBER 31, 2017**

Identity of Issuer, Borrower or Similar Party	Description of Investment	Number of Shares	Current Value
AMERICAN CENTURY SMALL CAP VALUE FUND			
<u>Common Stock</u>			
AMERISAFE INC	Common Stock	47,483 \$	2,924,953
AMN HEALTHCARE SERVICES INC	Common Stock	56,223	2,768,983
APOGEE ENTERPRISES INC	Common Stock	44,911	2,053,780
ARDMORE SHIPPING CORP	Common Stock	157,396	1,259,168
ASPEN INSURANCE HOLDINGS LTD	Common Stock	66,208	2,688,045
AVNET INC	Common Stock	25,267	1,001,078
AZZ INC	Common Stock	43,406	2,218,047
BANK OF THE OZARKS	Common Stock	135,775	6,578,299
BANKUNITED INC	Common Stock	157,001	6,393,081
BELDEN INC	Common Stock	32,335	2,495,292
BEMIS CO INC	Common Stock	68,968	3,295,981
BOSTON PRIVATE FINANCIAL HOLDINGS INC	Common Stock	134,606	2,079,663
BROADSOFT INC	Common Stock	16,961	931,159
CAMPING WORLD HOLDINGS INC	Common Stock	55,338	2,475,269
CECO ENVIRONMENTAL CORP	Common Stock	134,427	689,610
COOPER TIRE & RUBBER CO	Common Stock	25,459	899,976
CRAY INC	Common Stock	89,942	2,176,596
CSRA INC	Common Stock	132,250	3,956,920
CSW INDUSTRIALS INC	Common Stock	102,801	4,723,706
CYPRESS SEMICONDUCTOR CORP	Common Stock	128,461	1,957,746
DELUXE CORP	Common Stock	30,307	2,328,790
DONNELLEY FINANCIAL SOLUTIONS INC	Common Stock	93,880	1,829,721
DRIL-QUIP INC	Common Stock	40,854	1,948,736
DXP ENTERPRISES INC	Common Stock	88,142	2,606,359
DYCOM INDUSTRIES INC	Common Stock	17,716	1,974,094
EAGLE BANCORP INC	Common Stock	840	48,636
EDGEWELL PERSONAL CARE CO	Common Stock	52,888	3,141,018
ENERGIZER HOLDINGS INC	Common Stock	81,902	3,929,658
ENPRO INDUSTRIES INC	Common Stock	27,195	2,543,004
ENTRAVISION COMMUNICATIONS CORP	Common Stock	547,330	3,913,409
ESTERLINE TECHNOLOGIES CORP	Common Stock	27,888	2,083,234

(Continued)

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AMERICAN CENTURY SMALL CAP VALUE FUND (Con't)			
<u>Common Stock (Con't)</u>			
EVERTEC INC	Common Stock	295,951 \$	4,039,731
EXTRACTION OIL & GAS INC	Common Stock	77,763	1,112,788
FCB FINANCIAL HOLDINGS INC	Common Stock	82,674	4,199,839
FIRST FINANCIAL BANKSHARES INC	Common Stock	8,148	367,067
FIRST HAWAIIAN INC	Common Stock	138,697	4,047,178
FNB CORP	Common Stock	393,936	5,444,196
FOUNDATION BUILDING MATERIALS INC	Common Stock	163,725	2,421,493
GLOBAL BRASS & COPPER HOLDINGS INC	Common Stock	100,780	3,335,818
GMS INC	Common Stock	13,349	502,456
GRAHAM CORP	Common Stock	69,916	1,463,342
GRAPHIC PACKAGING HOLDING CO	Common Stock	400,373	6,185,763
HANOVER INSURANCE GROUP INC	Common Stock	21,796	2,355,712
HELEN OF TROY LTD	Common Stock	42,004	4,047,085
HELIX ENERGY SOLUTIONS GROUP INC	Common Stock	64,561	486,790
HURON CONSULTING GROUP INC	Common Stock	49,691	2,010,001
INNERWORKINGS INC	Common Stock	256,209	2,569,776
INNOPHOS HOLDINGS INC	Common Stock	92,726	4,333,086
INNOSPEC INC	Common Stock	45,072	3,182,083
JAMES RIVER GROUP HOLDINGS LTD	Common Stock	53,346	2,134,373
JOHN B SANFILIPPO & SON INC	Common Stock	22,387	1,415,978
KEANE GROUP INC	Common Stock	13,312	253,061
KINSALE CAPITAL GROUP INC	Common Stock	56,700	2,551,500
KULICKE & SOFFA INDUSTRIES INC	Common Stock	80,126	1,949,866
LEGACYTEXAS FINANCIAL GROUP INC	Common Stock	100,642	4,248,099
LSC COMMUNICATIONS INC	Common Stock	68,631	1,039,760
MALIBU BOATS INC	Common Stock	30,872	917,825
MAMMOTH ENERGY SERVICES INC	Common Stock	13,253	260,156
MARINEMAX INC	Common Stock	98,121	1,854,487
MCBC HOLDINGS INC	Common Stock	35,444	787,566
MINERALS TECHNOLOGIES INC	Common Stock	63,234	4,353,661
MONRO INC	Common Stock	19,984	1,138,089
MSC INDUSTRIAL DIRECT CO INC	Common Stock	20,647	1,995,739
MULTI-COLOR CORP	Common Stock	4,725	353,666
OSI SYSTEMS INC	Common Stock	35,213	2,267,013
PENSKE AUTOMOTIVE GROUP INC	Common Stock	48,139	2,303,451

(Continued)

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Identity of Issuer, Borrower or Similar Party	Description of Investment	Number of Shares	Current Value
AMERICAN CENTURY SMALL CAP VALUE FUND (Con't)			
<u>Common Stock (Con't)</u>			
POLYONE CORP	Common Stock	55,696 \$	2,422,776
POPULAR INC	Common Stock	58,688	2,082,837
PRESIDIO INC	Common Stock	126,588	2,426,692
PROVIDENCE SERVICE CORP	Common Stock	36,268	2,152,143
RED ROBIN GOURMET BURGERS INC	Common Stock	42,306	2,386,058
REXNORD CORP	Common Stock	14,474	376,613
RLI CORP	Common Stock	61,369	3,722,644
SCORPIO TANKERS INC	Common Stock	301,081	918,297
SILGAN HOLDINGS INC	Common Stock	215,663	6,338,336
SOUTHSIDE BANCSHARES INC	Common Stock	55,103	1,855,869
TECH DATA CORP	Common Stock	27,714	2,715,141
TERADATA CORP	Common Stock	131,393	5,053,375
TEXAS CAPITAL BANCSHARES INC	Common Stock	29,944	2,662,022
THERMON GROUP HOLDINGS INC	Common Stock	38,606	913,804
TOWNSQUARE MEDIA INC	Common Stock	43,601	334,856
TREEHOUSE FOODS INC	Common Stock	90,489	4,475,586
UMB FINANCIAL CORP	Common Stock	55,486	3,990,553
VALIDUS HOLDINGS LTD	Common Stock	97,745	4,586,195
VALLEY NATIONAL BANCORP	Common Stock	522,813	5,865,962
VALMONT INDUSTRIES INC	Common Stock	4,731	784,636
VERIFONE SYSTEMS INC	Common Stock	127,263	2,253,828
WESTERN ALLIANCE BANCORP	Common Stock	20,607	1,166,768
WILDHORSE RESOURCE DEVELOPMENT CORP	Common Stock	35,780	658,710
Total Common Stock		\$	221,986,206
<u>Preferred Stock</u>			
REXNORD CORP PUBLIC	Preferred Stock	29,394 \$	1,713,082
Total Preferred Stock		\$	1,713,082

(Continued)

AUTOMATIC DATA PROCESSING, INC.
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Identity of Issuer, Borrower or Similar Party	Description of Investment	Number of Shares	Current Value
AMERICAN CENTURY SMALL CAP VALUE FUND (Con't)			
<u>REIT</u>			
ARMADA HOFFLER PROPERTIES INC	REIT	67,601 \$	1,049,844
CARETRUST REIT INC	REIT	69,117	1,158,401
CHATHAM LODGING TRUST	REIT	10,924	248,630
COMMUNITY HEALTHCARE TRUST INC	REIT	50,567	1,420,933
DIAMONDROCK HOSPITALITY CO	REIT	45,628	515,140
EPR PROPERTIES	REIT	12,315	806,140
FOUR CORNERS PROPERTY TRUST INC	REIT	15,673	402,796
GRANITE POINT MORTGAGE TRUST INC	REIT	58,860	1,044,176
KITE REALTY GROUP TRUST	REIT	207,982	4,076,447
LEXINGTON REALTY TRUST	REIT	86,590	835,594
MEDEQUITIES REALTY TRUST INC	REIT	193,338	2,169,252
MEDICAL PROPERTIES TRUST INC	REIT	114,393	1,576,336
RLJ LODGING TRUST	REIT	42,237	927,947
SABRA HEALTH CARE REIT INC	REIT	77,648	1,457,459
SUMMIT HOTEL PROPERTIES INC	REIT	66,401	1,011,287
SUNSTONE HOTEL INVESTORS INC	REIT	11,916	196,971
TWO HARBORS INVESTMENT CORP	REIT	73,339	1,192,492
URSTADT BIDDLE PROPERTIES INC	REIT	36,377	790,836
Total REIT		\$	20,880,681

(Continued)

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AMERICAN CENTURY SMALL CAP VALUE FUND (Con't)			
Limited Partnership			
ARES MANAGEMENT LP MLP	Limited Partnership	148,247 \$	2,964,940
COMPASS DIVERSIFIED HLDGS SHS OF BENEFIC	Limited Partnership	317,635	5,383,913
Total Limited Partnership		\$	8,348,853
TOTAL AMERICAN CENTURY SMALL CAP VALUE FUND			\$ 252,928,822

(Continued)

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Identity of Issuer, Borrower or Similar Party	Rate of Interest	Maturity Date	Par Value	Current Value
SEIX INTERMEDIATE BOND FUND				
Government Bonds				
UNITED STATES OF AMERICA NOTES	0.75%	8/15/2019	\$ 29,819,173	\$ 29,434,760
UNITED STATES OF AMERICA NOTES	1.38%	4/30/2020	28,907,120	28,641,886
UNITED STATES OF AMERICA NOTES	1.38%	5/31/2021	3,869,840	3,870,900
UNITED STATES OF AMERICA NOTES	1.88%	1/31/2022	20,805,163	20,667,992
UNITED STATES OF AMERICA NOTES	1.88%	7/31/2022	6,489,717	6,494,756
UNITED STATES OF AMERICA NOTES	2.25%	11/15/2027	26,717,178	26,549,259
UNITED STATES OF AMERICA NOTES	2.00%	5/31/2021	31,498,168	31,233,225
Total Government Bonds			\$	146,892,778
Mortgage-Backed Security Bonds				
GNMA I MORTPASS	1.66%	8/15/2026	\$ 535,439	\$ 529,195
GNMA I MORTPASS	4.00%	12/15/2041	189,691	188,374
GNMA I MORTPASS	4.00%	5/15/2045	156,323	153,961
GNMA II MORTPASS	4.00%	8/20/2046	239,257	231,411
GNMA II MORTPASS	4.00%	8/20/2047	890,128	881,991
GNMA II MORTPASS	4.00%	12/20/2047	525,110	523,906
GNMA II MORTPASS	4.00%	11/20/2047	495,238	491,374
GNMA II MORTPASS	4.00%	10/20/2047	824,648	817,301
GNMA II MORTPASS	5.00%	3/20/2045	560,919	559,241
FHLMCGLD MORTPASS	2.32%	12/1/2021	491,115	485,260
FHLMCGLD MORTPASS	3.50%	4/1/2042	1,137,989	1,141,401
FHLMCGLD MORTPASS	3.50%	4/1/2046	56,265	55,014
FHLMCGLD MORTPASS	3.00%	8/1/2042	238,265	237,889
FHLMCGLD MORTPASS	3.00%	12/1/2042	174,592	169,814
FHLMCGLD MORTPASS	3.00%	3/1/2042	248,291	244,212
FHLMCGLD MORTPASS	3.00%	10/1/2042	338,922	331,937
FHLMCGLD MORTPASS	4.50%	2/1/2041	104,248	103,284
FHLMCGLD MORTPASS	4.50%	7/1/2039	171,866	169,077
FHLMCGLD MORTPASS	4.50%	7/1/2039	164,265	165,524
FHLMCGLD MORTPASS	4.50%	6/1/2039	93,429	92,814
FHLMCGLD MORTPASS	4.50%	6/1/2047	520,377	514,316
FHLMCGLD MORTPASS	4.50%	3/1/2044	621,525	615,208
FHLMCGLD MORTPASS	4.50%	5/1/2039	418,190	411,470
FHLMCGLD MORTPASS	4.00%	4/1/2039	289,706	294,806
FHLMCGLD MORTPASS	4.00%	2/1/2045	633,597	619,692
FHLMCGLD MORTPASS	4.00%	1/1/2046	157,061	153,512
FHLMCGLD MORTPASS	4.00%	7/1/2042	363,152	355,996
FHLMCGLD MORTPASS	4.00%	7/1/2046	179,492	177,814
FHLMCGLD MORTPASS	4.00%	5/1/2042	899,083	888,027
FHLMCGLD MORTPASS	4.00%	11/1/2045	801,508	797,846
FHLMCGLD MORTPASS	4.00%	10/1/2045	556,624	553,400
FHLMCGLD MORTPASS	5.50%	4/1/2040	493,062	494,248
FHLMCGLD MORTPASS	5.00%	2/1/2034	208,961	212,477
FHLMCGLD MORTPASS	5.00%	2/1/2038	209,164	212,859

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Identity of Issuer, Borrower or Similar Party	Rate of Interest	Maturity Date	Par Value	Current Value
SEIX INTERMEDIATE BOND FUND (Con't)				
<u>Mortgage-Backed Security Bonds (Con't)</u>				
FHLMCGLD MORTPASS	5.00%	7/12033	\$ 135,572	\$ 139,307
FHLMCGLD MORTPASS	5.00%	6/1/2036	196,150	195,098
FNMA MORTPASS	2.80%	1/1/2025	3,113,166	3,116,874
FNMA MORTPASS	3.50%	8/1/2042	626,553	617,999
FNMA MORTPASS	3.50%	12/1/2042	869,542	874,437
FNMA MORTPASS	3.50%	2/1/2041	219,685	218,843
FNMA MORTPASS	3.50%	2/1/2046	286,373	285,659
FNMA MORTPASS	3.50%	1/1/2042	624,848	625,308
FNMA MORTPASS	3.50%	10/1/2042	277,426	278,036
FNMA MORTPASS	3.50%	9/1/2040	1,776,397	1,768,809
FNMA MORTPASS	3.50%	9/1/2045	160,366	157,985
FNMA MORTPASS	3.00%	4/1/2043	291,065	290,988
FNMA MORTPASS	3.00%	2/1/2038	264,118	262,606
FNMA MORTPASS	3.00%	6/1/2042	90,569	87,660
FNMA MORTPASS	3.00%	3/1/2042	234,062	228,248
FNMA MORTPASS	3.00%	10/1/2037	270,752	266,048
FNMA MORTPASS	4.50%	8/1/2044	58,744	57,926
FNMA MORTPASS	4.50%	7/1/2041	503,874	495,622
FNMA MORTPASS	4.50%	6/1/2045	340,790	332,353
FNMA MORTPASS	4.00%	8/1/2045	256,603	251,501
FNMA MORTPASS	4.00%	2/1/2041	218,019	221,053
FNMA MORTPASS	4.00%	2/1/2044	285,710	278,893
FNMA MORTPASS	4.00%	1/1/2040	680,028	691,528
FNMA MORTPASS	4.00%	1/1/2042	497,263	485,574
FNMA MORTPASS	4.00%	10/1/2041	122,518	122,501
FNMA MORTPASS	4.00%	10/1/2044	765,066	767,060
FNMA MORTPASS	4.00%	10/1/2045	398,532	386,816
Total Mortgage-Backed Security Bonds			\$	27,379,383
<u>Corporate Bonds</u>				
BAKER HUGHES A GE CO LLC	3.34%	12/15/2027	\$ 791,000	\$ 789,672
JAPAN TOBACCO INC	2.10%	7/23/2018	455,944	456,575
ROCHE HOLDINGS INC	2.25%	9/30/2019	906,538	908,650
TSMC GLOBAL LTD	1.63%	4/3/2018	416,986	416,265
APPLE INC	3.00%	6/20/2027	459,993	458,978
AVIATION CAPITAL GROUP LLC	3.50%	11/1/2027	482,180	480,228
BANK OF AMERICA NA	1.75%	6/5/2018	798,902	798,659
COMMONWEALTH EDISON CO	4.00%	8/1/2020	1,345,881	1,346,465
ELI LILLY & CO	3.10%	5/15/2027	1,274,583	1,294,176
FIFTH THIRD BANK	2.20%	10/30/2020	480,829	478,035

(Continued)

AUTOMATIC DATA PROCESSING, INC.
RETIREMENT AND SAVINGS PLAN

Plan Number 002
Plan Sponsor EIN 22-1467904

FORM 5500, SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT
END OF YEAR)
AS OF DECEMBER 31, 2017

Identity of Issuer, Borrower or Similar Party	Rate of Interest	Maturity Date	Par Value	Current Value
SEIX INTERMEDIATE BOND FUND (Con't)				
Corporate Bonds (Con't)				
GENERAL ELECTRIC CO	2.70%	10/9/2022	\$ 474,690	\$ 477,268
HOWARD HUGHES MEDICAL INSTITUTE	3.50%	9/1/2023	448,137	467,285
INTEL CORP	2.70%	12/15/2022	1,235,428	1,258,848
INTEL CORP	3.70%	7/29/2025	553,084	580,659
MEDTRONIC INC	3.50%	3/15/2025	737,061	766,599
MIDAMERICAN ENERGY CO	2.40%	3/15/2019	1,430,312	1,429,644
NOVARTIS SECURITIES INVESTMENT LTD	5.13%	2/10/2019	433,424	444,179
OCCIDENTAL PETROLEUM CORP	3.40%	4/15/2026	2,125,636	2,180,347
ORACLE CORP	2.65%	7/15/2026	972,267	956,424
PFIZER INC	3.00%	6/15/2023	2,288,497	2,392,168
PNC BANK NA	2.15%	4/29/2021	413,035	406,353
SHELL INTERNATIONAL FINANCE BV	1.750%	9/12/2021	481,765	471,329
SHELL INTERNATIONAL FINANCE BV	2.500%	9/12/2026	848,100	834,967
SIEMENS FINANCIERINGSMAATSCHAPPIJ	2.200%	3/16/2020	1,909,722	1,907,015
SNAP-ON INC	3.250%	3/1/2027	2,158,823	2,191,901
UBS	2.450%	12/1/2020	279,750	279,156
US BANCORP	3.600%	9/11/2024	669,944	691,995
US BANK NA	2.050%	10/23/2020	551,897	548,023
WELLS FARGO & CO	3.069%	1/24/2023	862,516	868,469
WELLS FARGO & CO	3.300%	9/9/2024	748,188	760,618
Total Corporate Bonds			\$	27,340,950
ASSET BACKED				
FORD CREDIT AUTO OWNER TRUST 2014	2.310%	4/15/2026	\$ 1,673,132	\$ 1,652,431
BARCLAYS DRYROCK INSURANCE TRUST 2017	FLOATING	3/15/2023	700,000	701,956
Total Asset Backed			\$	2,354,387
CMO / REMIC				
GMNA 2015-132 V	3.500%	1/20/2034	\$ 151,624	\$ 153,134
Total CMO / REMIC			\$	153,134
Commercial Mortgage-Backed Bonds				
GS MORTGAGE SECURITIES CORP II	5.366%	5/3/2032	\$ 910,043	\$ 901,962
GS MORTGAGE SECURITIES CORP II	2.954%	11/5/2034	1,247,917	1,221,736
GS MORTGAGE SECURITIES CORP TRUST	3.551%	4/10/2034	224,128	221,685

(Continued)

AUTOMATIC DATA PROCESSING, INC.
RETIREMENT AND SAVINGS PLAN

Plan Number 002
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FORM 5500, SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT
END OF YEAR)
AS OF DECEMBER 31, 2017

Identity of Issuer, Borrower or Similar Party	Rate of Interest	Maturity Date	Par Value	Current Value
SEIX INTERMEDIATE BOND FUND (Con't)				
<u>Commercial Mortgage-Backed Bonds (con't)</u>				
GS MORTGAGE SECURITIES TRUST 2010	4.592%	8/10/2043	\$ 844,498	\$ 831,937
MORGAN STANLEY CAPI TR 2014	3.350%	7/13/2029	1,151,850	1,135,444
OBP DEPOSITOR LLC TRUST 2010	4.646%	7/15/2045	457,542	449,602
VNDO 2013-PENN MORTGAGE TRUST 2013	3.808%	12/13/2029	314,123	309,248
WFRBS COMMERCIAL TRUST 2013	1.964%	5/15/2045	581,173	574,568
MAD MORTGAGE TRUST 2017	FLOATING	8/15/2034	797,820	794,931
WFRBS COMMERCIAL TRUST 2012	3.241%	12/15/2045	513,963	505,876
Total Commercial Mortgage-Backed Bonds			\$	6,946,989
TOTAL SEIX INTERMEDIATE BOND FUND			\$	211,067,621

(Continued)

**AUTOMATIC DATA PROCESSING, INC.
RETIREMENT AND SAVINGS PLAN**

**Plan Number 002
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**FORM 5500, SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT
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AS OF DECEMBER 31, 2017**

Identity of Issuer, Borrower or Similar Party	Description of Investment	Number of Shares	Current Value
IVY LARGE CAP GROWTH FUND			
<u>Common Stock</u>			
ADOBE SYSTEMS INC	Common Stock	58,050 \$	10,172,682
ALEXION PHARMACEUTICALS INC	Common Stock	15,350	1,835,706
ALPHABET INC	Common Stock	6,935	7,256,784
ALPHABET INC	Common Stock	7,233	7,619,242
AMAZON.COM INC	Common Stock	10,542	12,328,553
APPLE INC	Common Stock	79,720	13,491,016
APPLIED MATERIALS INC	Common Stock	64,090	3,276,281
BRISTOL-MYERS SQUIBB CO	Common Stock	21,160	1,296,685
CATERPILLAR INC	Common Stock	66,440	10,469,615
CELGENE CORP	Common Stock	37,011	3,862,468
CHARLES SCHWAB CORP	Common Stock	181,280	9,312,354
CITIGROUP INC	Common Stock	65,080	4,842,603
CME GROUP INC	Common Stock	74,520	10,883,646
COMCAST CORP	Common Stock	121,070	4,848,853
DANAHER CORP	Common Stock	45,500	4,223,310
EDWARDS LIFESCIENCES CORP	Common Stock	4,996	563,099
ELECTRONIC ARTS INC	Common Stock	60,800	6,387,648
FACEBOOK INC	Common Stock	65,493	11,556,895
FERRARI NV	Common Stock	49,596	5,199,645
FLEETCOR TECHNOLOGIES INC	Common Stock	11,460	2,205,248
HALLIBURTON CO	Common Stock	114,496	5,595,420
HOME DEPOT INC	Common Stock	70,500	13,361,865
INTUITIVE SURGICAL INC	Common Stock	12,150	4,434,021
JB HUNT TRANSPORT SERVICES INC	Common Stock	36,640	4,212,867
LAM RESEARCH CORP	Common Stock	43,186	7,949,247
LOCKHEED MARTIN CORP	Common Stock	23,821	7,647,732
MASTERCARD INC	Common Stock	82,946	12,554,707
MICROCHIP TECHNOLOGY INC	Common Stock	64,097	5,632,844
MICROSOFT CORP	Common Stock	157,360	13,460,574
NORTHROP GRUMMAN CORP	Common Stock	15,175	4,657,359
PARKER-HANNIFIN CORP	Common Stock	9,630	1,921,955
PAYPAL HOLDINGS INC	Common Stock	180,100	13,258,962
PHILIP MORRIS INTERNATIONAL INC	Common Stock	40,610	4,290,446
PRICELINE.COM	Common Stock	1,070	1,859,382
ROCKWELL AUTOMATION INC	Common Stock	7,960	1,562,946
S&P GLOBAL INC	Common Stock	34,220	5,796,868
SALESFORCE.COM INC	Common Stock	93,436	9,551,962
STANLEY BLACK & DECKER INC	Common Stock	42,360	7,188,069
UNION PACIFIC CORP	Common Stock	34,783	4,664,400
UNITEDHEALTH GROUP INC	Common Stock	25,880	5,705,505
VERTEX PHARMACEUTICALS INC	Common Stock	6,107	915,195
VISA INC	Common Stock	102,214	11,654,440
ZOETIS INC	Common Stock	80,620	5,807,865
Total Common Stock		\$	285,316,964

(Continued)

**AUTOMATIC DATA PROCESSING, INC.
RETIREMENT AND SAVINGS PLAN**

**Plan Number 002
Plan Sponsor EIN 22-1467904**

**FORM 5500, SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT
END OF YEAR)
AS OF DECEMBER 31, 2017**

Identity of Issuer, Borrower or Similar Party	Description of Investment	Number of Shares	Current Value
IVY LARGE CAP GROWTH FUND (Con't)			
<u>REIT</u>			
AMERICAN TOWER CORP	REIT	18,250	\$ 2,603,728
Total REIT			\$ 2,603,728
TOTAL IVY LARGE CAP GROWTH FUND			
			\$ 287,920,692
COLUMBIA DIVIDEND VALUE FUND			
<u>Common Stock</u>			
ABBVIE INC	Common Stock	72,200	\$ 6,982,462
ACCENTURE	Common Stock	17,864	2,734,800
ALTRIA GROUP INC	Common Stock	90,693	6,476,387
AMERICAN ELECTRIC POWER CO INC	Common Stock	48,794	3,589,775
APPLE INC	Common Stock	79,551	13,462,416
AT&T INC	Common Stock	206,300	8,020,944
*AUTOMATIC DATA PROCESSING INC	Common Stock	47,475	5,563,595
BANK OF AMERICA CORP	Common Stock	184,000	5,431,680
BB&T CORP	Common Stock	63,125	3,138,575
BLACKROCK INC	Common Stock	12,450	6,395,690
BOEING CO	Common Stock	16,152	4,763,386
BRISTOL-MYERS SQUIBB CO	Common Stock	29,300	1,795,504
BROADCOM LTD	Common Stock	24,723	6,351,339
CHEVRON CORP	Common Stock	51,459	6,442,152
CHUBB LTD	Common Stock	50,400	7,364,952
CISCO SYSTEMS INC	Common Stock	227,325	8,706,548
CME GROUP INC	Common Stock	45,900	6,703,695
CMS ENERGY CORP	Common Stock	62,875	2,973,988
COCA-COLA EUROPEAN PARTNERS	Common Stock	47,500	1,892,875
COMCAST CORP	Common Stock	257,300	10,304,865
CUMMINS INC	Common Stock	18,416	3,253,002
CVS HEALTH CORP	Common Stock	47,670	3,456,075
DOMINION ENERGY INC	Common Stock	27,400	2,221,044
DOWDUPONT INC	Common Stock	62,061	4,419,984
ELI LILLY & CO	Common Stock	22,150	1,870,789
EVERSOURCE ENERGY	Common Stock	41,000	2,590,380
EXXON MOBIL CORP	Common Stock	148,970	12,459,851
GENERAL DYNAMICS CORP	Common Stock	38,404	7,813,294
GENERAL MILLS INC	Common Stock	60,925	3,612,243
HOME DEPOT INC	Common Stock	65,650	12,442,645
HONEYWELL INTERNATIONAL INC	Common Stock	63,775	9,780,534

(Continued)

AUTOMATIC DATA PROCESSING, INC.
RETIREMENT AND SAVINGS PLAN

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**FORM 5500, SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT
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AS OF DECEMBER 31, 2017

Identity of Issuer, Borrower or Similar Party	Description of Investment	Number of Shares	Current Value
COLUMBIA DIVIDEND VALUE FUND (Con't)			
Common Stock (Con't)			
INGERSOLL-RAND	Common Stock	38,972 \$	3,475,913
INTEL CORP	Common Stock	149,863	6,917,676
INTERNATIONAL PAPER CO	Common Stock	18,022	1,044,195
JOHNSON & JOHNSON	Common Stock	102,000	14,251,440
*JPMORGAN CHASE & CO	Common Stock	148,500	15,880,590
KELLOGG CO	Common Stock	67,261	4,572,403
KIMBERLY-CLARK CORP	Common Stock	24,125	2,910,922
KLA-TENCOR CORP	Common Stock	24,491	2,573,269
LOCKHEED MARTIN CORP	Common Stock	25,000	8,026,250
LYONDELLBASELL INDUSTRIES	Common Stock	19,730	2,176,614
MARSH & MCLELLAN COS INC	Common Stock	85,050	6,922,219
MCDONALD'S CORP	Common Stock	26,600	4,578,392
MEDTRONIC	Common Stock	31,750	2,563,812
MERCK & CO INC	Common Stock	145,800	8,204,166
MICROSOFT CORP	Common Stock	237,564	20,321,225
NEXTERA ENERGY INC	Common Stock	20,600	3,217,514
NORTHERN TRUST CORP	Common Stock	50,950	5,089,395
PARKER-HANNIFIN CORP	Common Stock	20,700	4,131,306
PEPSICO INC	Common Stock	64,903	7,783,168
PFIZER INC	Common Stock	226,875	8,217,412
PHILIP MORRIS INTERNATIONAL INC	Common Stock	86,675	9,157,214
PNC FINANCIAL SERVICES GROUP INC	Common Stock	50,925	7,347,968
PROCTER & GAMBLE CO	Common Stock	48,600	4,465,368
SONOCO PRODUCTS CO	Common Stock	44,675	2,374,029
STANLEY BLACK & DECKER INC	Common Stock	22,640	3,841,782
SUNCOR ENERGY INC	Common Stock	87,383	3,208,704
T ROWE PRICE GROUP INC	Common Stock	36,215	3,800,040
TEXAS INSTRUMENTS INC	Common Stock	71,199	7,436,024
TIME WARNER INC	Common Stock	42,558	3,892,780

(Continued)

AUTOMATIC DATA PROCESSING, INC.
RETIREMENT AND SAVINGS PLAN

Plan Number 002
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FORM 5500, SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT
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AS OF DECEMBER 31, 2017

Identity of Issuer, Borrower or Similar Party	Description of Investment	Number of Shares	Current Value
COLUMBIA DIVIDEND VALUE FUND (Con't)			
<u>Common Stock (Con't)</u>			
TJX COS INC	Common Stock	44,173 \$	3,377,468
UNION PACIFIC CORP	Common Stock	59,797	8,018,778
UNITED TECHNOLOGIES CORP	Common Stock	19,125	2,439,776
UNITEDHEALTH GROUP INC	Common Stock	13,400	2,954,164
US BANCORP	Common Stock	83,300	4,463,214
VALERO ENERGY CORP	Common Stock	40,850	3,754,523
WALMART INC	Common Stock	51,895	5,124,631
WALT DISNEY CO	Common Stock	28,868	3,103,599
WASTE MANAGEMENT INC	Common Stock	52,600	4,539,380
WEC ENERGY GROUP INC	Common Stock	54,912	3,647,804
WELLS FARGO & CO	Common Stock	96,550	5,857,688
3M CO	Common Stock	26,985	6,351,459
Total Common Stock		\$	415,029,743
<u>REIT</u>			
AMERICAN TOWER CORP	REIT	9,100 \$	1,298,297
AVALONBAY COMMUNITIES INC	REIT	12,250	2,185,522
CROWN CASTLE INTERNATIONAL CORP	REIT	20,611	2,288,027
DIGITAL REALTY TRUST INC	REIT	26,678	3,038,624
DUKE REALTY CORP	REIT	47,000	1,278,870
EQUITY LIFESTYLE PROPERTIES INC	REIT	12,930	1,151,029
ESSEX PROPERTY TRUST INC	REIT	5,800	1,399,946
PUBLIC STORAGE	REIT	17,400	3,636,600
Total REIT		\$	16,276,915
<u>Exchange-Traded Fund</u>			
<u>Equity Securities</u>			
SPIDER S&P 500 ETF TRUST	ETF	4,800 \$	1,280,928
Total Investment Companies		\$	1,280,928
TOTAL COLUMBIA DIVIDEND VALUE FUND		\$	432,587,586

(Continued)

AUTOMATIC DATA PROCESSING, INC.
RETIREMENT AND SAVINGS PLAN

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FORM 5500, SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT
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AS OF DECEMBER 31, 2017

Identity of Issuer, Borrower or Similar Party	Description of Investment	Number of Shares	Current Value
<u>Retirement Income</u>			
*JPMORGAN SMARTRETIREMENT CIT INCOME FUND	Commingled Trust	7,509,741	\$ 135,701,021
<u>Retirement 2020</u>			
*JPMORGAN SMARTRETIREMENT CIT 2020 FUND	Commingled Trust	15,539,695	\$ 290,281,495
<u>Retirement 2025</u>			
*JPMORGAN SMARTRETIREMENT CIT 2025 FUND	Commingled Trust	6,612,987	\$ 127,167,733
<u>Retirement 2030</u>			
*JPMORGAN SMARTRETIREMENT CIT 2030 FUND	Commingled Trust	21,173,247	\$ 419,230,283
<u>Retirement 2035</u>			
*JPMORGAN SMARTRETIREMENT CIT 2035 FUND	Commingled Trust	4,736,297	\$ 95,531,118
<u>Retirement 2040</u>			
*JPMORGAN SMARTRETIREMENT CIT 2040 FUND	Commingled Trust	18,469,086	\$ 379,724,398
<u>Retirement 2045</u>			
*JPMORGAN SMARTRETIREMENT CIT 2045 FUND	Commingled Trust	2,164,102	\$ 44,537,222
<u>Retirement 2050</u>			
*JPMORGAN SMARTRETIREMENT CIT 2050 FUND	Commingled Trust	2,307,814	\$ 47,517,894
<u>Retirement 2055</u>			
*JPMORGAN SMARTRETIREMENT CIT 2055 FUND	Commingled Trust	1,344,845	\$ 27,676,920
<u>Retirement 2060</u>			
*JPMORGAN SMARTRETIREMENT CIT 2060 FUND	Commingled Trust	112,375	\$ 2,019,370
<u>S&P 500 Index Fund</u>			
NORTHERN TRUST S&P 500 INDEX FUND	Commingled Trust	2,402,324	\$ 569,518,875
<u>Money Market Fund</u>			
GOLDMAN SACHS FINANCIAL SQUARE GOVERNMENT FUND	Money Market	216,597,305	\$ 216,597,305
<u>FIAM Select International Plus Commingled Pool</u>			
FIAM SELECT INTERNATIONAL PLUS COMMINGLED POOL	Commingled Trust	16,306,707	\$ 266,125,454
<u>Voya Small Cap Growth Fund</u>			
VOYA SMALL CAP GROWTH FUND	Commingled Trust	14,750,155	\$ 314,612,335
<u>American Century Global Growth Fund</u>			
AMERICAN CENTURY GLOBAL GROWTH FUND	Commingled Trust	1,752,708	\$ 22,960,826
<u>NT Extended Equity Market Index Fund</u>			
NORTHERN TRUST EXTENDED EQUITY MARKET INDEX FUND	Commingled Trust	205,430	\$ 41,194,783
<u>NT ACWI EX-US Index Fund</u>			
NORTHERN TRUST ACWI EX-US INDEX FUND	Commingled Trust	228,082	\$ 36,620,920

(Continued)

AUTOMATIC DATA PROCESSING, INC.
RETIREMENT AND SAVINGS PLAN

Plan Number 002
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FORM 5500, SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT
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Identity of Issuer, Borrower or Similar Party	Description of Investment	Number of Shares	Current Value
<u>NT Aggregate Bond Index Fund</u>			
NORTHERN TRUST AGGREGATE BOND INDEX FUND	Commingled Trust	379,103	\$ 44,487,769
<u>Total Investment Funds</u>			\$ 4,266,010,442
*Participant loans -			
Original loan amounts ranging from \$1,000 to \$50,000 with interest rates ranging from 3.5% to 10.5% collateralized by the participant's vested interest in the account balance. The loan maturity dates range from 2017 to 2023.			
TOTAL			\$ 78,470,513
			\$ 4,344,480,955

(Concluded)

*Permitted party-in-interest

Cost information is not required for participant directed investments and is therefore not included.

See Independent Auditor's Report.

**AUTOMATIC DATA PROCESSING, INC.
RETIREMENT AND SAVINGS PLAN**

**Plan Number 002
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**FORM 5500, SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT
END OF YEAR)
AS OF DECEMBER 31, 2017**

Identity of Issuer, Borrower or Similar Party	Description of Investment	Number of Shares	Current Value
AMERICAN CENTURY SMALL CAP VALUE FUND			
<u>Common Stock</u>			
AMERISAFE INC	Common Stock	47,483 \$	2,924,953
AMN HEALTHCARE SERVICES INC	Common Stock	56,223	2,768,983
APOGEE ENTERPRISES INC	Common Stock	44,911	2,053,780
ARDMORE SHIPPING CORP	Common Stock	157,396	1,259,168
ASPEN INSURANCE HOLDINGS LTD	Common Stock	66,208	2,688,045
AVNET INC	Common Stock	25,267	1,001,078
AZZ INC	Common Stock	43,406	2,218,047
BANK OF THE OZARKS	Common Stock	135,775	6,578,299
BANKUNITED INC	Common Stock	157,001	6,393,081
BELDEN INC	Common Stock	32,335	2,495,292
BEMIS CO INC	Common Stock	68,968	3,295,981
BOSTON PRIVATE FINANCIAL HOLDINGS INC	Common Stock	134,606	2,079,663
BROADSOFT INC	Common Stock	16,961	931,159
CAMPING WORLD HOLDINGS INC	Common Stock	55,338	2,475,269
CECO ENVIRONMENTAL CORP	Common Stock	134,427	689,610
COOPER TIRE & RUBBER CO	Common Stock	25,459	899,976
CRAY INC	Common Stock	89,942	2,176,596
CSRA INC	Common Stock	132,250	3,956,920
CSW INDUSTRIALS INC	Common Stock	102,801	4,723,706
CYPRESS SEMICONDUCTOR CORP	Common Stock	128,461	1,957,746
DELUXE CORP	Common Stock	30,307	2,328,790
DONNELLEY FINANCIAL SOLUTIONS INC	Common Stock	93,880	1,829,721
DRIL-QUIP INC	Common Stock	40,854	1,948,736
DXP ENTERPRISES INC	Common Stock	88,142	2,606,359
DYCOM INDUSTRIES INC	Common Stock	17,716	1,974,094
EAGLE BANCORP INC	Common Stock	840	48,636
EDGEWELL PERSONAL CARE CO	Common Stock	52,888	3,141,018
ENERGIZER HOLDINGS INC	Common Stock	81,902	3,929,658
ENPRO INDUSTRIES INC	Common Stock	27,195	2,543,004
ENTRAVISION COMMUNICATIONS CORP	Common Stock	547,330	3,913,409
ESTERLINE TECHNOLOGIES CORP	Common Stock	27,888	2,083,234

(Continued)

**AUTOMATIC DATA PROCESSING, INC.
RETIREMENT AND SAVINGS PLAN**

**Plan Number 002
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**FORM 5500, SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT
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AS OF DECEMBER 31, 2017**

Identity of Issuer, Borrower or Similar Party	Description of Investment	Number of Shares	Current Value
AMERICAN CENTURY SMALL CAP VALUE FUND (Con't)			
<u>Common Stock (Con't)</u>			
EVERTEC INC	Common Stock	295,951 \$	4,039,731
EXTRACTION OIL & GAS INC	Common Stock	77,763	1,112,788
FCB FINANCIAL HOLDINGS INC	Common Stock	82,674	4,199,839
FIRST FINANCIAL BANKSHARES INC	Common Stock	8,148	367,067
FIRST HAWAIIAN INC	Common Stock	138,697	4,047,178
FNB CORP	Common Stock	393,936	5,444,196
FOUNDATION BUILDING MATERIALS INC	Common Stock	163,725	2,421,493
GLOBAL BRASS & COPPER HOLDINGS INC	Common Stock	100,780	3,335,818
GMS INC	Common Stock	13,349	502,456
GRAHAM CORP	Common Stock	69,916	1,463,342
GRAPHIC PACKAGING HOLDING CO	Common Stock	400,373	6,185,763
HANOVER INSURANCE GROUP INC	Common Stock	21,796	2,355,712
HELEN OF TROY LTD	Common Stock	42,004	4,047,085
HELIX ENERGY SOLUTIONS GROUP INC	Common Stock	64,561	486,790
HURON CONSULTING GROUP INC	Common Stock	49,691	2,010,001
INNERWORKINGS INC	Common Stock	256,209	2,569,776
INNOPHOS HOLDINGS INC	Common Stock	92,726	4,333,086
INNOSPEC INC	Common Stock	45,072	3,182,083
JAMES RIVER GROUP HOLDINGS LTD	Common Stock	53,346	2,134,373
JOHN B SANFILIPPO & SON INC	Common Stock	22,387	1,415,978
KEANE GROUP INC	Common Stock	13,312	253,061
KINSALE CAPITAL GROUP INC	Common Stock	56,700	2,551,500
KULICKE & SOFFA INDUSTRIES INC	Common Stock	80,126	1,949,866
LEGACYTEXAS FINANCIAL GROUP INC	Common Stock	100,642	4,248,099
LSC COMMUNICATIONS INC	Common Stock	68,631	1,039,760
MALIBU BOATS INC	Common Stock	30,872	917,825
MAMMOTH ENERGY SERVICES INC	Common Stock	13,253	260,156
MARINEMAX INC	Common Stock	98,121	1,854,487
MCBC HOLDINGS INC	Common Stock	35,444	787,566
MINERALS TECHNOLOGIES INC	Common Stock	63,234	4,353,661
MONRO INC	Common Stock	19,984	1,138,089
MSC INDUSTRIAL DIRECT CO INC	Common Stock	20,647	1,995,739
MULTI-COLOR CORP	Common Stock	4,725	353,666
OSI SYSTEMS INC	Common Stock	35,213	2,267,013
PENSKE AUTOMOTIVE GROUP INC	Common Stock	48,139	2,303,451

(Continued)

**AUTOMATIC DATA PROCESSING, INC.
RETIREMENT AND SAVINGS PLAN**

**Plan Number 002
Plan Sponsor EIN 22-1467904**

**FORM 5500, SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT
END OF YEAR)
AS OF DECEMBER 31, 2017**

Identity of Issuer, Borrower or Similar Party	Description of Investment	Number of Shares	Current Value
AMERICAN CENTURY SMALL CAP VALUE FUND (Con't)			
<u>Common Stock (Con't)</u>			
POLYONE CORP	Common Stock	55,696 \$	2,422,776
POPULAR INC	Common Stock	58,688	2,082,837
PRESIDIO INC	Common Stock	126,588	2,426,692
PROVIDENCE SERVICE CORP	Common Stock	36,268	2,152,143
RED ROBIN GOURMET BURGERS INC	Common Stock	42,306	2,386,058
REXNORD CORP	Common Stock	14,474	376,613
RLI CORP	Common Stock	61,369	3,722,644
SCORPIO TANKERS INC	Common Stock	301,081	918,297
SILGAN HOLDINGS INC	Common Stock	215,663	6,338,336
SOUTHSIDE BANCSHARES INC	Common Stock	55,103	1,855,869
TECH DATA CORP	Common Stock	27,714	2,715,141
TERADATA CORP	Common Stock	131,393	5,053,375
TEXAS CAPITAL BANCSHARES INC	Common Stock	29,944	2,662,022
THERMON GROUP HOLDINGS INC	Common Stock	38,606	913,804
TOWNSQUARE MEDIA INC	Common Stock	43,601	334,856
TREEHOUSE FOODS INC	Common Stock	90,489	4,475,586
UMB FINANCIAL CORP	Common Stock	55,486	3,990,553
VALIDUS HOLDINGS LTD	Common Stock	97,745	4,586,195
VALLEY NATIONAL BANCORP	Common Stock	522,813	5,865,962
VALMONT INDUSTRIES INC	Common Stock	4,731	784,636
VERIFONE SYSTEMS INC	Common Stock	127,263	2,253,828
WESTERN ALLIANCE BANCORP	Common Stock	20,607	1,166,768
WILDHORSE RESOURCE DEVELOPMENT CORP	Common Stock	35,780	658,710
Total Common Stock		\$	221,986,206
<u>Preferred Stock</u>			
REXNORD CORP PUBLIC	Preferred Stock	29,394 \$	1,713,082
Total Preferred Stock		\$	1,713,082

(Continued)

AUTOMATIC DATA PROCESSING, INC.
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Identity of Issuer, Borrower or Similar Party	Description of Investment	Number of Shares	Current Value
AMERICAN CENTURY SMALL CAP VALUE FUND (Con't)			
<u>REIT</u>			
ARMADA HOFFLER PROPERTIES INC	REIT	67,601 \$	1,049,844
CARETRUST REIT INC	REIT	69,117	1,158,401
CHATHAM LODGING TRUST	REIT	10,924	248,630
COMMUNITY HEALTHCARE TRUST INC	REIT	50,567	1,420,933
DIAMONDROCK HOSPITALITY CO	REIT	45,628	515,140
EPR PROPERTIES	REIT	12,315	806,140
FOUR CORNERS PROPERTY TRUST INC	REIT	15,673	402,796
GRANITE POINT MORTGAGE TRUST INC	REIT	58,860	1,044,176
KITE REALTY GROUP TRUST	REIT	207,982	4,076,447
LEXINGTON REALTY TRUST	REIT	86,590	835,594
MEDEQUITIES REALTY TRUST INC	REIT	193,338	2,169,252
MEDICAL PROPERTIES TRUST INC	REIT	114,393	1,576,336
RLJ LODGING TRUST	REIT	42,237	927,947
SABRA HEALTH CARE REIT INC	REIT	77,648	1,457,459
SUMMIT HOTEL PROPERTIES INC	REIT	66,401	1,011,287
SUNSTONE HOTEL INVESTORS INC	REIT	11,916	196,971
TWO HARBORS INVESTMENT CORP	REIT	73,339	1,192,492
URSTADT BIDDLE PROPERTIES INC	REIT	36,377	790,836
Total REIT		\$	20,880,681

(Continued)

AUTOMATIC DATA PROCESSING, INC.
RETIREMENT AND SAVINGS PLAN

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FORM 5500, SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT
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Identity of Issuer, Borrower or Similar Party	Description of Investment	Number of Shares	Current Value
AMERICAN CENTURY SMALL CAP VALUE FUND (Con't)			
<u>Limited Partnership</u>			
ARES MANAGEMENT LP MLP	Limited Partnership	148,247	\$ 2,964,940
COMPASS DIVERSIFIED HLDGS SHS OF BENEFIC	Limited Partnership	317,635	\$ 5,383,913
Total Limited Partnership			\$ 8,348,853
TOTAL AMERICAN CENTURY SMALL CAP VALUE FUND			\$ 252,928,822

(Continued)

AUTOMATIC DATA PROCESSING, INC.
RETIREMENT AND SAVINGS PLAN

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**FORM 5500, SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT
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Identity of Issuer, Borrower or Similar Party	Rate of Interest	Maturity Date	Par Value	Current Value
SEIX INTERMEDIATE BOND FUND				
Government Bonds				
UNITED STATES OF AMERICA NOTES	0.75%	8/15/2019	\$ 29,819,173	\$ 29,434,760
UNITED STATES OF AMERICA NOTES	1.38%	4/30/2020	28,907,120	28,641,886
UNITED STATES OF AMERICA NOTES	1.38%	5/31/2021	3,869,840	3,870,900
UNITED STATES OF AMERICA NOTES	1.88%	1/31/2022	20,805,163	20,667,992
UNITED STATES OF AMERICA NOTES	1.88%	7/31/2022	6,489,717	6,494,756
UNITED STATES OF AMERICA NOTES	2.25%	11/15/2027	26,717,178	26,549,259
UNITED STATES OF AMERICA NOTES	2.00%	5/31/2021	31,498,168	31,233,225
Total Government Bonds			\$	146,892,778
Mortgage-Backed Security Bonds				
GNMA I MORTPASS	1.66%	8/15/2026	\$ 535,439	\$ 529,195
GNMA I MORTPASS	4.00%	12/15/2041	189,691	188,374
GNMA I MORTPASS	4.00%	5/15/2045	156,323	153,961
GNMA II MORTPASS	4.00%	8/20/2046	239,257	231,411
GNMA II MORTPASS	4.00%	8/20/2047	890,128	881,991
GNMA II MORTPASS	4.00%	12/20/2047	525,110	523,906
GNMA II MORTPASS	4.00%	11/20/2047	495,238	491,374
GNMA II MORTPASS	4.00%	10/20/2047	824,648	817,301
GNMA II MORTPASS	5.00%	3/20/2045	560,919	559,241
FHLMCGLD MORTPASS	2.32%	12/1/2021	491,115	485,260
FHLMCGLD MORTPASS	3.50%	4/1/2042	1,137,989	1,141,401
FHLMCGLD MORTPASS	3.50%	4/1/2046	56,265	55,014
FHLMCGLD MORTPASS	3.00%	8/1/2042	238,265	237,889
FHLMCGLD MORTPASS	3.00%	12/1/2042	174,592	169,814
FHLMCGLD MORTPASS	3.00%	3/1/2042	248,291	244,212
FHLMCGLD MORTPASS	3.00%	10/1/2042	338,922	331,937
FHLMCGLD MORTPASS	4.50%	2/1/2041	104,248	103,284
FHLMCGLD MORTPASS	4.50%	7/1/2039	171,866	169,077
FHLMCGLD MORTPASS	4.50%	7/1/2039	164,265	165,524
FHLMCGLD MORTPASS	4.50%	6/1/2039	93,429	92,814
FHLMCGLD MORTPASS	4.50%	6/1/2047	520,377	514,316
FHLMCGLD MORTPASS	4.50%	3/1/2044	621,525	615,208
FHLMCGLD MORTPASS	4.50%	5/1/2039	418,190	411,470
FHLMCGLD MORTPASS	4.00%	4/1/2039	289,706	294,806
FHLMCGLD MORTPASS	4.00%	2/1/2045	633,597	619,692
FHLMCGLD MORTPASS	4.00%	1/1/2046	157,061	153,512
FHLMCGLD MORTPASS	4.00%	7/1/2042	363,152	355,996
FHLMCGLD MORTPASS	4.00%	7/1/2046	179,492	177,814
FHLMCGLD MORTPASS	4.00%	5/1/2042	899,083	888,027
FHLMCGLD MORTPASS	4.00%	11/1/2045	801,508	797,846
FHLMCGLD MORTPASS	4.00%	10/1/2045	556,624	553,400
FHLMCGLD MORTPASS	5.50%	4/1/2040	493,062	494,248
FHLMCGLD MORTPASS	5.00%	2/1/2034	208,961	212,477
FHLMCGLD MORTPASS	5.00%	2/1/2038	209,164	212,859

(Continued)

AUTOMATIC DATA PROCESSING, INC.
RETIREMENT AND SAVINGS PLAN

Plan Number 002
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FORM 5500, SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT
END OF YEAR)

AS OF DECEMBER 31, 2017

Identity of Issuer, Borrower or Similar Party	Rate of Interest	Maturity Date	Par Value	Current Value
SEIX INTERMEDIATE BOND FUND (Con't)				
<u>Mortgage-Backed Security Bonds (Con't)</u>				
FHLMCGLD MORTPASS	5.00%	7/12/2033	\$ 135,572	\$ 139,307
FHLMCGLD MORTPASS	5.00%	6/1/2036	196,150	195,098
FNMA MORTPASS	2.80%	1/1/2025	3,113,166	3,116,874
FNMA MORTPASS	3.50%	8/1/2042	626,553	617,999
FNMA MORTPASS	3.50%	12/1/2042	869,542	874,437
FNMA MORTPASS	3.50%	2/1/2041	219,685	218,843
FNMA MORTPASS	3.50%	2/1/2046	286,373	285,659
FNMA MORTPASS	3.50%	1/1/2042	624,848	625,308
FNMA MORTPASS	3.50%	10/1/2042	277,426	278,036
FNMA MORTPASS	3.50%	9/1/2040	1,776,397	1,768,809
FNMA MORTPASS	3.50%	9/1/2045	160,366	157,985
FNMA MORTPASS	3.00%	4/1/2043	291,065	290,988
FNMA MORTPASS	3.00%	2/1/2038	264,118	262,606
FNMA MORTPASS	3.00%	6/1/2042	90,569	87,660
FNMA MORTPASS	3.00%	3/1/2042	234,062	228,248
FNMA MORTPASS	3.00%	10/1/2037	270,752	266,048
FNMA MORTPASS	4.50%	8/1/2044	58,744	57,926
FNMA MORTPASS	4.50%	7/1/2041	503,874	495,622
FNMA MORTPASS	4.50%	6/1/2045	340,790	332,353
FNMA MORTPASS	4.00%	8/1/2045	256,603	251,501
FNMA MORTPASS	4.00%	2/1/2041	218,019	221,053
FNMA MORTPASS	4.00%	2/1/2044	285,710	278,893
FNMA MORTPASS	4.00%	1/1/2040	680,028	691,528
FNMA MORTPASS	4.00%	1/1/2042	497,263	485,574
FNMA MORTPASS	4.00%	10/1/2041	122,518	122,501
FNMA MORTPASS	4.00%	10/1/2044	765,066	767,060
FNMA MORTPASS	4.00%	10/1/2045	398,532	386,816
Total Mortgage-Backed Security Bonds			\$	27,379,383
<u>Corporate Bonds</u>				
BAKER HUGHES A GE CO LLC	3.34%	12/15/2027	\$ 791,000	\$ 789,672
JAPAN TOBACCO INC	2.10%	7/23/2018	455,944	456,575
ROCHE HOLDINGS INC	2.25%	9/30/2019	906,538	908,650
TSMC GLOBAL LTD	1.63%	4/3/2018	416,986	416,265
APPLE INC	3.00%	6/20/2027	459,993	458,978
AVIATION CAPITAL GROUP LLC	3.50%	11/1/2027	482,180	480,228
BANK OF AMERICA NA	1.75%	6/5/2018	798,902	798,659
COMMONWEALTH EDISON CO	4.00%	8/1/2020	1,345,881	1,346,465
ELI LILLY & CO	3.10%	5/15/2027	1,274,583	1,294,176
FIFTH THIRD BANK	2.20%	10/30/2020	480,829	478,035

(Continued)

AUTOMATIC DATA PROCESSING, INC.
RETIREMENT AND SAVINGS PLAN

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FORM 5500, SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT
END OF YEAR)
AS OF DECEMBER 31, 2017

Identity of Issuer, Borrower or Similar Party	Rate of Interest	Maturity Date	Par Value	Current Value
SEIX INTERMEDIATE BOND FUND (Con't)				
Corporate Bonds (Con't)				
GENERAL ELECTRIC CO	2.70%	10/9/2022	\$ 474,690	\$ 477,268
HOWARD HUGHES MEDICAL INSTITUTE	3.50%	9/1/2023	448,137	467,285
INTEL CORP	2.70%	12/15/2022	1,235,428	1,258,848
INTEL CORP	3.70%	7/29/2025	553,084	580,659
MEDTRONIC INC	3.50%	3/15/2025	737,061	766,599
MIDAMERICAN ENERGY CO	2.40%	3/15/2019	1,430,312	1,429,644
NOVARTIS SECURITIES INVESTMENT LTD	5.13%	2/10/2019	433,424	444,179
OCCIDENTAL PETROLEUM CORP	3.40%	4/15/2026	2,125,636	2,180,347
ORACLE CORP	2.65%	7/15/2026	972,267	956,424
PFIZER INC	3.00%	6/15/2023	2,288,497	2,392,168
PNC BANK NA	2.15%	4/29/2021	413,035	406,353
SHELL INTERNATIONAL FINANCE BV	1.750%	9/12/2021	481,765	471,329
SHELL INTERNATIONAL FINANCE BV	2.500%	9/12/2026	848,100	834,967
SIEMENS FINANCIERINGSMAATSCHAPPIJ	2.200%	3/16/2020	1,909,722	1,907,015
SNAP-ON INC	3.250%	3/1/2027	2,158,823	2,191,901
UBS	2.450%	12/1/2020	279,750	279,156
US BANCORP	3.600%	9/11/2024	669,944	691,995
US BANK NA	2.050%	10/23/2020	551,897	548,023
WELLS FARGO & CO	3.069%	1/24/2023	862,516	868,469
WELLS FARGO & CO	3.300%	9/9/2024	748,188	760,618
Total Corporate Bonds			\$	27,340,950
ASSET BACKED				
FORD CREDIT AUTO OWNER TRUST 2014	2.310%	4/15/2026	\$ 1,673,132	\$ 1,652,431
BARCLAYS DRYROCK INSURANCE TRUST 2017	FLOATING	3/15/2023	700,000	701,956
Total Asset Backed			\$	2,354,387
CMO / REMIC				
GMNA 2015-132 V	3.500%	1/20/2034	\$ 151,624	\$ 153,134
Total CMO / REMIC			\$	153,134
Commercial Mortgage-Backed Bonds				
GS MORTGAGE SECURITIES CORP II	5.366%	5/3/2032	\$ 910,043	\$ 901,962
GS MORTGAGE SECURITIES CORP II	2.954%	11/5/2034	1,247,917	1,221,736
GS MORTGAGE SECURITIES CORP TRUST	3.551%	4/10/2034	224,128	221,685

(Continued)

AUTOMATIC DATA PROCESSING, INC.
RETIREMENT AND SAVINGS PLAN

Plan Number 002
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FORM 5500, SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT
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AS OF DECEMBER 31, 2017

Identity of Issuer, Borrower or Similar Party	Rate of Interest	Maturity Date	Par Value	Current Value
SEIX INTERMEDIATE BOND FUND (Con't)				
<u>Commercial Mortgage-Backed Bonds (con't)</u>				
GS MORTGAGE SECURITIES TRUST 2010	4.592%	8/10/2043	\$ 844,498	\$ 831,937
MORGAN STANLEY CAPI TR 2014	3.350%	7/13/2029	1,151,850	1,135,444
OBP DEPOSITOR LLC TRUST 2010	4.646%	7/15/2045	457,542	449,602
VNDO 2013-PENN MORTGAGE TRUST 2013	3.808%	12/13/2029	314,123	309,248
WFRBS COMMERCIAL TRUST 2013	1.964%	5/15/2045	581,173	574,568
MAD MORTGAGE TRUST 2017	FLOATING	8/15/2034	797,820	794,931
WFRBS COMMERCIAL TRUST 2012	3.241%	12/15/2045	513,963	505,876
Total Commercial Mortgage-Backed Bonds			\$	6,946,989
TOTAL SEIX INTERMEDIATE BOND FUND			\$	211,067,621

(Continued)

**AUTOMATIC DATA PROCESSING, INC.
RETIREMENT AND SAVINGS PLAN**

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**FORM 5500, SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT
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AS OF DECEMBER 31, 2017**

Identity of Issuer, Borrower or Similar Party	Description of Investment	Number of Shares	Current Value
IVY LARGE CAP GROWTH FUND			
<u>Common Stock</u>			
ADOBE SYSTEMS INC	Common Stock	58,050 \$	10,172,682
ALEXION PHARMACEUTICALS INC	Common Stock	15,350	1,835,706
ALPHABET INC	Common Stock	6,935	7,256,784
ALPHABET INC	Common Stock	7,233	7,619,242
AMAZON.COM INC	Common Stock	10,542	12,328,553
APPLE INC	Common Stock	79,720	13,491,016
APPLIED MATERIALS INC	Common Stock	64,090	3,276,281
BRISTOL-MYERS SQUIBB CO	Common Stock	21,160	1,296,685
CATERPILLAR INC	Common Stock	66,440	10,469,615
CELGENE CORP	Common Stock	37,011	3,862,468
CHARLES SCHWAB CORP	Common Stock	181,280	9,312,354
CITIGROUP INC	Common Stock	65,080	4,842,603
CME GROUP INC	Common Stock	74,520	10,883,646
COMCAST CORP	Common Stock	121,070	4,848,853
DANAHER CORP	Common Stock	45,500	4,223,310
EDWARDS LIFESCIENCES CORP	Common Stock	4,996	563,099
ELECTRONIC ARTS INC	Common Stock	60,800	6,387,648
FACEBOOK INC	Common Stock	65,493	11,556,895
FERRARI NV	Common Stock	49,596	5,199,645
FLEETCOR TECHNOLOGIES INC	Common Stock	11,460	2,205,248
HALLIBURTON CO	Common Stock	114,496	5,595,420
HOME DEPOT INC	Common Stock	70,500	13,361,865
INTUITIVE SURGICAL INC	Common Stock	12,150	4,434,021
JB HUNT TRANSPORT SERVICES INC	Common Stock	36,640	4,212,867
LAM RESEARCH CORP	Common Stock	43,186	7,949,247
LOCKHEED MARTIN CORP	Common Stock	23,821	7,647,732
MASTERCARD INC	Common Stock	82,946	12,554,707
MICROCHIP TECHNOLOGY INC	Common Stock	64,097	5,632,844
MICROSOFT CORP	Common Stock	157,360	13,460,574
NORTHROP GRUMMAN CORP	Common Stock	15,175	4,657,359
PARKER-HANNIFIN CORP	Common Stock	9,630	1,921,955
PAYPAL HOLDINGS INC	Common Stock	180,100	13,258,962
PHILIP MORRIS INTERNATIONAL INC	Common Stock	40,610	4,290,446
PRICELINE.COM	Common Stock	1,070	1,859,382
ROCKWELL AUTOMATION INC	Common Stock	7,960	1,562,946
S&P GLOBAL INC	Common Stock	34,220	5,796,868
SALESFORCE.COM INC	Common Stock	93,436	9,551,962
STANLEY BLACK & DECKER INC	Common Stock	42,360	7,188,069
UNION PACIFIC CORP	Common Stock	34,783	4,664,400
UNITEDHEALTH GROUP INC	Common Stock	25,880	5,705,505
VERTEX PHARMACEUTICALS INC	Common Stock	6,107	915,195
VISA INC	Common Stock	102,214	11,654,440
ZOETIS INC	Common Stock	80,620	5,807,865
Total Common Stock		\$	285,316,964

(Continued)

**AUTOMATIC DATA PROCESSING, INC.
RETIREMENT AND SAVINGS PLAN**

**Plan Number 002
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AS OF DECEMBER 31, 2017**

Identity of Issuer, Borrower or Similar Party	Description of Investment	Number of Shares	Current Value
IVY LARGE CAP GROWTH FUND (Con't)			
<u>REIT</u>			
AMERICAN TOWER CORP	REIT	18,250	\$ 2,603,728
Total REIT			\$ 2,603,728
TOTAL IVY LARGE CAP GROWTH FUND			
			\$ 287,920,692
COLUMBIA DIVIDEND VALUE FUND			
<u>Common Stock</u>			
ABBVIE INC	Common Stock	72,200	\$ 6,982,462
ACCENTURE	Common Stock	17,864	2,734,800
ALTRIA GROUP INC	Common Stock	90,693	6,476,387
AMERICAN ELECTRIC POWER CO INC	Common Stock	48,794	3,589,775
APPLE INC	Common Stock	79,551	13,462,416
AT&T INC	Common Stock	206,300	8,020,944
*AUTOMATIC DATA PROCESSING INC	Common Stock	47,475	5,563,595
BANK OF AMERICA CORP	Common Stock	184,000	5,431,680
BB&T CORP	Common Stock	63,125	3,138,575
BLACKROCK INC	Common Stock	12,450	6,395,690
BOEING CO	Common Stock	16,152	4,763,386
BRISTOL-MYERS SQUIBB CO	Common Stock	29,300	1,795,504
BROADCOM LTD	Common Stock	24,723	6,351,339
CHEVRON CORP	Common Stock	51,459	6,442,152
CHUBB LTD	Common Stock	50,400	7,364,952
CISCO SYSTEMS INC	Common Stock	227,325	8,706,548
CME GROUP INC	Common Stock	45,900	6,703,695
CMS ENERGY CORP	Common Stock	62,875	2,973,988
COCA-COLA EUROPEAN PARTNERS	Common Stock	47,500	1,892,875
COMCAST CORP	Common Stock	257,300	10,304,865
CUMMINS INC	Common Stock	18,416	3,253,002
CVS HEALTH CORP	Common Stock	47,670	3,456,075
DOMINION ENERGY INC	Common Stock	27,400	2,221,044
DOWDUPONT INC	Common Stock	62,061	4,419,984
ELI LILLY & CO	Common Stock	22,150	1,870,789
EVERSOURCE ENERGY	Common Stock	41,000	2,590,380
EXXON MOBIL CORP	Common Stock	148,970	12,459,851
GENERAL DYNAMICS CORP	Common Stock	38,404	7,813,294
GENERAL MILLS INC	Common Stock	60,925	3,612,243
HOME DEPOT INC	Common Stock	65,650	12,442,645
HONEYWELL INTERNATIONAL INC	Common Stock	63,775	9,780,534

(Continued)

**AUTOMATIC DATA PROCESSING, INC.
RETIREMENT AND SAVINGS PLAN**

**Plan Number 002
Plan Sponsor EIN 22-1467904**

**FORM 5500, SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT
END OF YEAR)
AS OF DECEMBER 31, 2017**

Identity of Issuer, Borrower or Similar Party	Description of Investment	Number of Shares	Current Value
COLUMBIA DIVIDEND VALUE FUND (Con't)			
Common Stock (Con't)			
INGERSOLL-RAND	Common Stock	38,972 \$	3,475,913
INTEL CORP	Common Stock	149,863	6,917,676
INTERNATIONAL PAPER CO	Common Stock	18,022	1,044,195
JOHNSON & JOHNSON	Common Stock	102,000	14,251,440
*JPMORGAN CHASE & CO	Common Stock	148,500	15,880,590
KELLOGG CO	Common Stock	67,261	4,572,403
KIMBERLY-CLARK CORP	Common Stock	24,125	2,910,922
KLA-TENCOR CORP	Common Stock	24,491	2,573,269
LOCKHEED MARTIN CORP	Common Stock	25,000	8,026,250
LYONDELLBASELL INDUSTRIES	Common Stock	19,730	2,176,614
MARSH & MCLELLAN COS INC	Common Stock	85,050	6,922,219
MCDONALD'S CORP	Common Stock	26,600	4,578,392
MEDTRONIC	Common Stock	31,750	2,563,812
MERCK & CO INC	Common Stock	145,800	8,204,166
MICROSOFT CORP	Common Stock	237,564	20,321,225
NEXTERA ENERGY INC	Common Stock	20,600	3,217,514
NORTHERN TRUST CORP	Common Stock	50,950	5,089,395
PARKER-HANNIFIN CORP	Common Stock	20,700	4,131,306
PEPSICO INC	Common Stock	64,903	7,783,168
PFIZER INC	Common Stock	226,875	8,217,412
PHILIP MORRIS INTERNATIONAL INC	Common Stock	86,675	9,157,214
PNC FINANCIAL SERVICES GROUP INC	Common Stock	50,925	7,347,968
PROCTER & GAMBLE CO	Common Stock	48,600	4,465,368
SONOCO PRODUCTS CO	Common Stock	44,675	2,374,029
STANLEY BLACK & DECKER INC	Common Stock	22,640	3,841,782
SUNCOR ENERGY INC	Common Stock	87,383	3,208,704
T ROWE PRICE GROUP INC	Common Stock	36,215	3,800,040
TEXAS INSTRUMENTS INC	Common Stock	71,199	7,436,024
TIME WARNER INC	Common Stock	42,558	3,892,780

(Continued)

AUTOMATIC DATA PROCESSING, INC.
RETIREMENT AND SAVINGS PLAN

Plan Number 002
Plan Sponsor EIN 22-1467904

FORM 5500, SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT
END OF YEAR)
AS OF DECEMBER 31, 2017

Identity of Issuer, Borrower or Similar Party	Description of Investment	Number of Shares	Current Value
COLUMBIA DIVIDEND VALUE FUND (Con't)			
<u>Common Stock (Con't)</u>			
TJX COS INC	Common Stock	44,173 \$	3,377,468
UNION PACIFIC CORP	Common Stock	59,797	8,018,778
UNITED TECHNOLOGIES CORP	Common Stock	19,125	2,439,776
UNITEDHEALTH GROUP INC	Common Stock	13,400	2,954,164
US BANCORP	Common Stock	83,300	4,463,214
VALERO ENERGY CORP	Common Stock	40,850	3,754,523
WALMART INC	Common Stock	51,895	5,124,631
WALT DISNEY CO	Common Stock	28,868	3,103,599
WASTE MANAGEMENT INC	Common Stock	52,600	4,539,380
WEC ENERGY GROUP INC	Common Stock	54,912	3,647,804
WELLS FARGO & CO	Common Stock	96,550	5,857,688
3M CO	Common Stock	26,985	6,351,459
Total Common Stock		\$	415,029,743
<u>REIT</u>			
AMERICAN TOWER CORP	REIT	9,100 \$	1,298,297
AVALONBAY COMMUNITIES INC	REIT	12,250	2,185,522
CROWN CASTLE INTERNATIONAL CORP	REIT	20,611	2,288,027
DIGITAL REALTY TRUST INC	REIT	26,678	3,038,624
DUKE REALTY CORP	REIT	47,000	1,278,870
EQUITY LIFESTYLE PROPERTIES INC	REIT	12,930	1,151,029
ESSEX PROPERTY TRUST INC	REIT	5,800	1,399,946
PUBLIC STORAGE	REIT	17,400	3,636,600
Total REIT		\$	16,276,915
<u>Exchange-Traded Fund</u>			
<u>Equity Securities</u>			
SPIDER S&P 500 ETF TRUST	ETF	4,800 \$	1,280,928
Total Investment Companies		\$	1,280,928
TOTAL COLUMBIA DIVIDEND VALUE FUND		\$	432,587,586

(Continued)

AUTOMATIC DATA PROCESSING, INC.
RETIREMENT AND SAVINGS PLAN

Plan Number 002
Plan Sponsor EIN 22-1467904

FORM 5500, SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT
END OF YEAR)
AS OF DECEMBER 31, 2017

Identity of Issuer, Borrower or Similar Party	Description of Investment	Number of Shares	Current Value
<u>Retirement Income</u>			
*JPMORGAN SMARTRETIREMENT CIT INCOME FUND	Commingled Trust	7,509,741	\$ 135,701,021
<u>Retirement 2020</u>			
*JPMORGAN SMARTRETIREMENT CIT 2020 FUND	Commingled Trust	15,539,695	\$ 290,281,495
<u>Retirement 2025</u>			
*JPMORGAN SMARTRETIREMENT CIT 2025 FUND	Commingled Trust	6,612,987	\$ 127,167,733
<u>Retirement 2030</u>			
*JPMORGAN SMARTRETIREMENT CIT 2030 FUND	Commingled Trust	21,173,247	\$ 419,230,283
<u>Retirement 2035</u>			
*JPMORGAN SMARTRETIREMENT CIT 2035 FUND	Commingled Trust	4,736,297	\$ 95,531,118
<u>Retirement 2040</u>			
*JPMORGAN SMARTRETIREMENT CIT 2040 FUND	Commingled Trust	18,469,086	\$ 379,724,398
<u>Retirement 2045</u>			
*JPMORGAN SMARTRETIREMENT CIT 2045 FUND	Commingled Trust	2,164,102	\$ 44,537,222
<u>Retirement 2050</u>			
*JPMORGAN SMARTRETIREMENT CIT 2050 FUND	Commingled Trust	2,307,814	\$ 47,517,894
<u>Retirement 2055</u>			
*JPMORGAN SMARTRETIREMENT CIT 2055 FUND	Commingled Trust	1,344,845	\$ 27,676,920
<u>Retirement 2060</u>			
*JPMORGAN SMARTRETIREMENT CIT 2060 FUND	Commingled Trust	112,375	\$ 2,019,370
<u>S&P 500 Index Fund</u>			
NORTHERN TRUST S&P 500 INDEX FUND	Commingled Trust	2,402,324	\$ 569,518,875
<u>Money Market Fund</u>			
GOLDMAN SACHS FINANCIAL SQUARE GOVERNMENT FUND	Money Market	216,597,305	\$ 216,597,305
<u>FIAM Select International Plus Commingled Pool</u>			
FIAM SELECT INTERNATIONAL PLUS COMMINGLED POOL	Commingled Trust	16,306,707	\$ 266,125,454
<u>Voya Small Cap Growth Fund</u>			
VOYA SMALL CAP GROWTH FUND	Commingled Trust	14,750,155	\$ 314,612,335
<u>American Century Global Growth Fund</u>			
AMERICAN CENTURY GLOBAL GROWTH FUND	Commingled Trust	1,752,708	\$ 22,960,826
<u>NT Extended Equity Market Index Fund</u>			
NORTHERN TRUST EXTENDED EQUITY MARKET INDEX FUND	Commingled Trust	205,430	\$ 41,194,783
<u>NT ACWI EX-US Index Fund</u>			
NORTHERN TRUST ACWI EX-US INDEX FUND	Commingled Trust	228,082	\$ 36,620,920

(Continued)

AUTOMATIC DATA PROCESSING, INC.
RETIREMENT AND SAVINGS PLAN

Plan Number 002
Plan Sponsor EIN 22-1467904

FORM 5500, SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT
END OF YEAR)
AS OF DECEMBER 31, 2017

Identity of Issuer, Borrower or Similar Party	Description of Investment	Number of Shares	Current Value
<u>NT Aggregate Bond Index Fund</u>			
NORTHERN TRUST AGGREGATE BOND INDEX FUND	Commingled Trust	379,103	\$ 44,487,769
<u>Total Investment Funds</u>			\$ 4,266,010,442
*Participant loans -			
Original loan amounts ranging from \$1,000 to \$50,000 with interest rates ranging from 3.5% to 10.5% collateralized by the participant's vested interest in the account balance. The loan maturity dates range from 2017 to 2023.			\$ 78,470,513
TOTAL			\$ 4,344,480,955

(Concluded)

*Permitted party-in-interest

Cost information is not required for participant directed investments and is therefore not included.

See Independent Auditor's Report.

DOL *e-file* Signature and Filing Authorization
For the Form 5500 Series Report

Name of Plan: Automatic Data Processing, Inc. Retirement and Savings Plan
EIN / PN: 22-1467904 Plan # 002
Plan Year Ending: 12/31/2017

Declaration and Signature of Authorized Signer:

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined the return/report, including all applicable and accompanying schedules, statements and attachments, and to the best of my knowledge and belief, it is true, correct, and complete.

I hereby authorize CohnReznick LLP to enter their EFAST2 PIN on our return/report in order to electronically submit this return/report. I understand that CohnReznick (1) will retain a copy of our authorization in their records; (2) will attach to the electronic filing, in addition to any other required schedules or attachments, a true and correct pdf copy of the first two pages of the completed Form 5500 or Form 5500-SF return/report bearing my manual signature under penalty of perjury; (3) will notify me that by selecting this electronic signature option the pdf image of my manual signature will be included with the rest of the return/report posted by the Department of Labor (DOL) on the Internet for public disclosure; and (4) will communicate to me any inquiries and information that I receive from EFAST2, DOL, IRS or PBGC regarding this annual return/report.

This authorization is applicable only to the filing for the above-named Plan and applies only for Plan year end stated above.

Plan Administrator: ☒



Date: 10.11.18

PRINTED NAME: CHARLES GIBBONS

Plan Sponsor: _____

(If not the Plan Administrator)

Date: _____

PRINTED NAME: _____

The designated service provider must retain this authorization.
Do not submit this form to the DOL unless requested to do so.

Form 5500Department of the Treasury
Internal Revenue ServiceDepartment of Labor
Employee Benefits Security
Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**OMB Nos. 1510-0110
1510-0089**2017****This Form is Open to Public Inspection****Part I Annual Report Identification Information**For calendar plan year 2017 or fiscal plan year beginning **01/01/2017** and ending **12/31/2017**

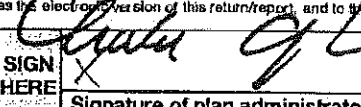
- A** This return/report is for: ☐ a multiemployer plan ☐ a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instr.)
- B** This return/report is: ☒ a single-employer plan ☐ a DFE (specify) _____
- ☐ the first return/report ☐ the final return/report
- ☐ an amended return/report ☐ a short plan year return/report (less than 12 months)
- C** If the plan is a collectively-bargained plan, check here ☐
- D** Check box if filing under: ☒ Form 5558 ☐ automatic extension ☐ the DFVC program
- ☐ special extension (enter description) _____

Part II Basic Plan Information - enter all requested information

1a Name of plan AUTOMATIC DATA PROCESSING, INC. RETIREMENT AND SAVINGS PLAN	1b Three-digit plan number (PN) ▶ 002
	1c Effective date of plan 01/01/1984
2a Plan sponsor's name (employer, if for a single-employer plan) Mailing address (include room, apt., suite no. and street, or P.O. Box) City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions) AUTOMATIC DATA PROCESSING, INC. ONE ADP BOULEVARD MAIL STOP 433 ROSELAND NJ 07068-1728	2b Employer Identification Number (EIN) 22-1467904
	2c Plan Sponsor's telephone number 973-974-5000
	2d Business code (see instructions) 518210

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE ☒		10.11.18	CHARLES GIBBONS
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

For Paperwork Reduction Act Notice, see the Instructions for Form 5500.

Form 5500 (2017)
v. 170203

3a Plan administrator's name and address ☒ Same as Plan Sponsor	3b Administrator's EIN 3c Administrator's telephone number <div style="border: 1px solid black; height: 40px; width: 100%;"></div>
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4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name	4b EIN 4d PN
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5 Total number of participants at the beginning of the plan year	5	41996
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1), 6a(2), 6b, 6c, and 6d).		
a(1) Total number of active participants at the beginning of the plan year	6a(1)	31952
a(2) Total number of active participants at the end of the plan year	6a(2)	33347
b Retired or separated participants receiving benefits	6b	0
c Other retired or separated participants entitled to future benefits	6c	10437
d Subtotal. Add lines 6a(2), 6b, and 6c	6d	43784
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	6e	228
f Total. Add lines 6d and 6e	6f	44012
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	6g	42534
h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	6h	880
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:
2E 2G 2J 2K 2O 2S 2T 3H 3J

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:

9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
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10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

- (1) ☒ **R** (Retirement Plan Information)
 (2) ☐ **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
 (3) ☐ **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

- (1) ☒ **H** (Financial Information)
 (2) ☐ **I** (Financial Information - Small Plan)
 (3) ☐ **A** (Insurance Information)
 (4) ☒ **C** (Service Provider Information)
 (5) ☐ **D** (DFE/Participating Plan Information)
 (6) ☐ **G** (Financial Transaction Schedules)