

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

FORM 8-K

CURRENT REPORT

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

Date of Report: May 16, 2013
(Date of earliest event reported)

PAYCHEX, INC.
(Exact name of registrant as specified in its charter)

DELAWARE
(State of or other jurisdiction of
incorporation)

0-11330
(Commission File Number)

16-1124166
(IRS Employer Identification
Number)

911 PANORAMA TRAIL SOUTH, ROCHESTER, NEW YORK 14625-2396
(Address of principal executive offices)

14625-2396
(Zip Code)

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

None
(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 5.02 DEPARTURE OF DIRECTORS OR CERTAIN OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF CERTAIN OFFICERS; COMPENSATORY ARRANGEMENTS OF CERTAIN OFFICERS.

On May 16, 2013, Paychex, Inc. ("Paychex") issued a press release announcing that John B. Gibson will be appointed Senior Vice President of Service. The press release is incorporated by reference as Exhibit 99.1 to this Current Report on Form 8-K ("Form 8-K").

Mr. Gibson, age 47, most recently served as President and CEO for AlphaStaff, a national provider of human resource outsourcing services to small and medium-sized businesses. Prior to joining AlphaStaff in 2010, Mr. Gibson was President of the HR Management Division of Convergys, a global leader in technology, outsourcing, and business services with revenues of \$2 billion, from 2007 to 2010. He also served as Senior Vice President of Global Operations and Client Services of Convergys from 2004 to 2007. Prior to his seven years with Convergys, Mr. Gibson held senior leadership roles in other business outsourcing organizations where he had responsibility for service and operations as well as sales.

In addition to a one-time cash payment, Mr. Gibson will participate in the same compensation and benefit arrangements available to other officers of Paychex.

In connection with his employment, Mr. Gibson also signed a standard confidentiality, non-solicitation, and non-compete agreement. The agreement precludes Mr. Gibson from:

- competing with Paychex while an employee and for 12 months after separation from Paychex;
- soliciting clients or referral sources for 24 months after separation from Paychex;
- and
- recruiting or hiring, or attempting to recruit or hire, any employee for 24 months after separation from Paychex.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.

The following exhibit is filed with this Form 8-K.

Exhibit 99.1: Press Release of Paychex, Inc. dated May 16, 2013.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

PAYCHEX, INC.

Date: May 16, 2013

/s/ Efrain Rivera

Efrain Rivera

Senior Vice President, Chief Financial Officer, and Treasurer

For Immediate Release

PAYCHEX NAMES NEW SENIOR VICE PRESIDENT OF SERVICE

Former Convergys executive John B. Gibson has more than 20 years experience in business services, and HR solutions and technology

Rochester, NY (May 16, 2013) - Paychex, Inc. (NASDAQ:PAYX), a leading provider of [payroll](#), [human resource](#), and [benefits outsourcing](#) solutions for America's small and medium-sized businesses, today announced that John B. Gibson will be the company's new senior vice president of service. The Paychex Board of Directors has also appointed him to be an officer of the company.

Most recently, Gibson was president and chief executive officer of AlphaStaff, a national provider of human resource outsourcing services to small and medium-sized businesses. Prior to that, Gibson was president of the HR Management division of Convergys (NYSE:CVG), a global leader in technology, outsourcing, and business services with revenues of \$2 billion.

"John brings a wealth of experience and a strong commitment to client service," says Martin Mucci, Paychex president and chief executive officer. "We are excited to have him join the Paychex team as we continue to expand our business, and our technology and service offerings for our clients. John will have responsibility for leading our dedicated service organization and the total service relationships with clients across the company."

Paychex field operations and centralized product operations will report to Gibson, as will SurePayroll, the SaaS-based online payroll provider Paychex acquired in 2010.

As president and CEO of AlphaStaff, Gibson was responsible for developing business strategy, leading the sales and service organization, and launching new product offerings including those created in response to health care reform.

As president of the HR Management division of Convergys, Gibson was responsible for all aspects of the global outsourcing unit and led thousands of employees in 20 countries who delivered benefits solutions, payroll, and HR technology capability to millions of client employees around the world. Prior to holding that position, Gibson was senior vice president of global operations and client services for Convergys' HR business process outsourcing business.

Gibson's earlier career experience includes 10 years with Ameritech, a Fortune 100 global communications and business services provider. He was vice president of sales and service of Ameritech's cable division when he left the company.

Gibson holds a Bachelor of Arts degree from Indiana University. He also attended the executive development program at Northwestern University's Kellogg School of Management and the international business program of INSEAD, a global graduate business school. Gibson, a native of Anderson, Indiana, will begin his new role with Paychex on May 20, 2013.

About Paychex

Paychex, Inc. (NASDAQ:PAYX) is a leading provider of payroll, human resource, and benefits outsourcing solutions for small- to medium-sized businesses. The company offers comprehensive payroll services, including payroll processing, payroll tax administration, and employee pay services, including direct deposit, check signing, and Readychex®. Human resource services include 401(k) plan recordkeeping, section 125 plans, a professional employer organization, time and attendance solutions, and other administrative services for business. A variety of business insurance products, including group health and workers' compensation, are made available through Paychex Insurance Agency, Inc. Paychex was founded in 1971. With headquarters in Rochester, New York, the company has more than 100 offices serving approximately 567,000 payroll clients as of May 31, 2012. For more information about Paychex and our products, visit www.paychex.com.

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