

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

SCHEDULE 14A

(RULE 14a-101)

SCHEDULE 14A INFORMATION

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

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

Paychex, Inc.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

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

(2) Aggregate number of securities to which transaction applies:

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

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

Your Vote Counts!

PAYCHEX, INC.

2021 Annual Meeting of Stockholders
Vote by October 13, 2021 11:59 PM ET. For shares held in a
Plan, vote by October 11, 2021 11:59 PM ET.

PAYCHEX

PAYCHEX, INC.
911 PANORAMA TRAIL SOUTH
ROCHESTER, NY 14625 -2396



D59164-P60296-Z80829

You invested in PAYCHEX, INC. and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting of Stockholders. **This is an important notice regarding the availability of proxy materials for the stockholder meeting to be held on October 14, 2021.**

Get informed before you vote

View the Notice and Proxy Statement and Annual Report online OR you can receive a free paper or email copy of the material(s) by requesting prior to September 30, 2021. If you would like to request a copy of the material(s) for this and/or future stockholder meetings, you may (1) visit www.ProxyVote.com, (2) call 1-800-579-1639 or (3) send an email to sendmaterial@proxyvote.com. If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit www.ProxyVote.com

Control #

Smartphone users

Point your camera here and
vote without entering a
control number



Vote Virtually at the Meeting*

October 14, 2021
10:00 a.m. Eastern Time

Virtually at:
www.virtualshareholdermeeting.com/PAYX2021

*Please check the meeting materials for any special requirements for meeting attendance.

V1.1

THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming stockholder meeting. Please follow the instructions on the reverse side to vote these important matters.

Voting Items	Board Recommendations
1. Election of Directors Nominees:	
1a. B. Thomas Golisano	<input checked="" type="checkbox"/> For
1b. Thomas F. Bonadio	<input checked="" type="checkbox"/> For
1c. Joseph G. Doody	<input checked="" type="checkbox"/> For
1d. David J.S. Flaschen	<input checked="" type="checkbox"/> For
1e. Pamela A. Joseph	<input checked="" type="checkbox"/> For
1f. Martin Mucci	<input checked="" type="checkbox"/> For
1g. Kevin A. Price	<input checked="" type="checkbox"/> For
1h. Joseph M. Tucci	<input checked="" type="checkbox"/> For
1i. Joseph M. Velli	<input checked="" type="checkbox"/> For
1j. Kara Wilson	<input checked="" type="checkbox"/> For
2. ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	<input checked="" type="checkbox"/> For
3. RATIFICATION OF SELECTION OF PRICEWATERHOUSECOOPERS LLP TO SERVE AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM.	<input checked="" type="checkbox"/> For

Prefer to receive an email instead? While voting on www.ProxyVote.com, be sure to click "Sign up for E-delivery".