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

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**SCHEDULE 14A**

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

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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 under §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 all boxes that apply):

- No fee required.
  - Fee paid previously with preliminary materials.
  - Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11.
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# Your Vote Counts!

PAYCHEX, INC.

2023 Annual Meeting of Stockholders  
Vote by October 11, 2023 11:59 PM ET. For shares held in a  
Plan, vote by October 9, 2023 11:59 PM ET.

## PAYCHEX

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



V22358-P96031-Z85460

## 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 12, 2023.**

## 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 28, 2023. 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](http://www.ProxyVote.com), (2) call 1-800-579-1639 or (3) send an email to [sendmaterial@proxyvote.com](mailto: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](http://www.ProxyVote.com)

Control #

### Smartphone users

Point your camera here and  
vote without entering a  
control number



### Vote Virtually at the Meeting\*

October 12, 2023  
9:30 a.m. Eastern Time

Virtually at:  
[www.virtualshareholdermeeting.com/PAYX2023](http://www.virtualshareholdermeeting.com/PAYX2023)

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

## 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 Recommends
1. Election of Directors <b>Nominees:</b> 1a. Martin Mucci	<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. John B. Gibson	<input checked="" type="checkbox"/> For
1f. B. Thomas Golisano	<input checked="" type="checkbox"/> For
1g. Pamela A. Joseph	<input checked="" type="checkbox"/> For
1h. Theresa M. Payton	<input checked="" type="checkbox"/> For
1i. Kevin A. Price	<input checked="" type="checkbox"/> For
1j. Joseph M. Tucci	<input checked="" type="checkbox"/> For
1k. Joseph M. Velli	<input checked="" type="checkbox"/> For
1l. Kara Wilson	<input checked="" type="checkbox"/> For
2. ADVISORY VOTE TO APPROVE NAMED EXECUTIVE OFFICER COMPENSATION.	<input checked="" type="checkbox"/> For
3. ADVISORY VOTE ON THE FREQUENCY OF FUTURE ADVISORY VOTES ON NAMED EXECUTIVE OFFICER COMPENSATION.	<input checked="" type="radio"/> 1 Year
4. 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](http://www.ProxyVote.com), be sure to click "Delivery Settings".