## FORM 4

Instruction 1(b).

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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

OMB Number: 3235-0287
Estimated average burden
hours per response... 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)  1. Name and Address of Reporting Person*  Bottini Mark Anthony				2. Issuer Name and Ticker or Trading Symbol PAYCHEX INC [PAYX]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director X Officer (give title below) Other (specify below)  Sr. VP of Sales				
(Last) (First) (Middle) 911 PANORAMA TRAIL SOUTH			3. Date of Earliest Transaction (Month/Day/Year) 10/17/2012												
ROCHES	STER, NY	(Street) 14625		4. If Am	endment	Date	Original File	l(Month/Da	y/Year)		Individual of C_Form filed by Form filed by M	One Reporting		Applicable Li	ne)
(City	y)	(State)	(Zip)			Tal	ble I - Non-I	erivative	Securit	ies Acquire	ed, Disposed	of, or Bene	ficially Own	ed	
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	Execut any	A. Deemed xecution Date, if ay Month/Day/Year)		Transaction ode nstr. 8)	(A) or l	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		6. Ownership Form:	Beneficial		
				(Monu	1/Day/ 1 e		Code V	Amoun	(A) or (D)		msu. 3 and 4	and 4) Direct (D) or Indirect (I) (Instr. 4)		Ownership (Instr. 4)	
Common	Stock		10/17/2012				S	768 <u>(1</u>	D	\$ 33.07	1,674			D	
Common	Stock									4	13		I	I	401(k)
Reminder: 1	Report on a s	separate line for each					Pers in th disp	ons who	are not urrently	required t valid OM	collection o to respond B control n	unless the		ed SEC	1474 (9-02)
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#### **Reporting Owners**

Ī		Relationships					
	Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
	Bottini Mark Anthony 911 PANORAMA TRAIL SOUTH ROCHESTER, NY 14625			Sr. VP of Sales			

## **Signatures**

Stephanie L. Schaeffer, Attorney-in-fact	10/18/2012
**Signature of Reporting Person	Date

## **Explanation of Responses:**

- $\star$  If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Disposition of shares to satisfy tax withholding obligations arising from lapse of restrictions applicable to award of restricted

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.