

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

1. Name and Address of Reporting Person * <u>Gioja Michael E</u>  (Last) (First) (Middle) <u>911 PANORAMA TRAIL SOUTH</u>  (Street) <u>ROCHESTER NY 14625</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>PAYCHEX INC [ PAYX ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below) <b>Sr. Vice President</b>
	3. Date of Earliest Transaction (Month/Day/Year) <u>10/14/2022</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		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: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	10/14/2022		G	V	222 <sup>(1)</sup>	D	\$110.27	47,261	D	
Common Stock	10/20/2022		S		249 <sup>(2)</sup>	D	\$111.06	47,012	D	

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option	\$60.84							07/06/2017	07/05/2026	Common Stock	41,329		41,329	D	
Stock Option	\$60.84							07/06/2017	07/05/2026	Common Stock	40,068		40,068	D	
Stock Option	\$57.24							07/12/2018	07/11/2027	Common Stock	41,159		41,159	D	
Stock Option	\$69.54							07/11/2019	07/10/2028	Common Stock	31,653		31,653	D	
Stock Option	\$85.46							07/10/2020	07/09/2029	Common Stock	34,165		34,165	D	
Stock Option	\$73.53							07/15/2021	07/14/2030	Common Stock	39,823		39,823	D	
Stock Option	\$112.67							07/15/2022	07/14/2031	Common Stock	24,272		24,272	D	
Stock Option	\$115							07/15/2023	07/14/2032	Common Stock	18,661		18,661	D	

**Explanation of Responses:**

- Shares were gifted to the donor advised fund.
- Disposition of shares to satisfy tax withholding obligations arising from lapse of restrictions applicable to restricted stock units.

**Remarks:**

Stephanie L. Schaeffer, Attorney-in-fact 10/24/2022

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* 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).

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

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