

Form 144

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES  
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

## 144: Filer Information

Filer CIK 0001597870  
Filer CCC XXXXXXXXX  
Is this a LIVE or TEST Filing?  LIVE  TEST

### Submission Contact Information

Name  
Phone  
E-Mail Address

## 144: Issuer Information

Name of Issuer Paylocity Holding Corporation  
SEC File Number 001-36348  
Address of Issuer 1400 American Lane  
Schaumburg  
ILLINOIS  
60173  
Phone 847-463-3200  
Name of Person for Whose Account the Securities are To Be Sold Steven I Sarowitz

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

Relationship to Issuer Affiliate

## 144: Securities Information

Title of the Class of Securities To Be Sold	Name and Address of the Broker	Number of Shares or Other Units To Be Sold	Aggregate Market Value	Number of Shares or Other Units Outstanding	Approximate Date of Sale	Name the Securities Exchange
Common	J.P. Morgan Securities LLC 390 Madison Avenue 6th Floor New York NY 10017	600000	123480000	55746768	12/09/2024	Nasdaq

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

## 144: Securities To Be Sold

Title of the Class	Date you Acquired	Nature of Acquisition	Name of Person from	Is this	Date Donor	Amount of Securities	Date of Payment	Nature of Payment *
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	<b>Transaction</b>	<b>Whom Acquired</b>	<b>a Gift?</b>	<b>Acquired</b>	<b>Acquired</b>
Common	03/18/2014 Received at IPO	Steven I. Sarowitz	<input type="checkbox"/>	600000	03/18/2014 N/A

\* If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

## 144: Securities Sold During The Past 3 Months

<b>Name and Address of Seller</b>	<b>Title of Securities Sold</b>	<b>Date of Sale</b>	<b>Amount of Securities Sold</b>	<b>Gross Proceeds</b>
Steven I Sarowitz C/o Issuer 1400 American Lane Schaumburg IL 60173	Common	10/31/2024	24790	4661354.13
Steven I Sarowitz C/o Issuer 1400 American Lane Schaumburg IL 60173	Common	11/01/2024	24824	4724227.59
Steven I Sarowitz C/o Issuer 1400 American Lane Schaumburg IL 60173	Common	11/04/2024	16265	3114500.87
Steven I Sarowitz C/o Issuer 1400 American Lane Schaumburg IL 60173	Common	11/05/2024	19007	3718949.04
Steven I Sarowitz C/o Issuer 1400 American Lane Schaumburg IL 60173	Common	11/06/2024	34639	7297553.83
Steven I Sarowitz C/o Issuer 1400 American Lane Schaumburg IL 60173	Common	11/07/2024	25862	5449860.49
Steven I Sarowitz C/o Issuer 1400 American Lane Schaumburg IL 60173	Common	11/08/2024	14487	3041212.2
Steven I Sarowitz C/o Issuer 1400 American Lane Schaumburg IL 60173	Common	11/11/2024	15479	3288127.43
Steven I Sarowitz C/o Issuer 1400 American Lane Schaumburg IL 60173	Common	11/12/2024	13212	2804549.13
Steven I Sarowitz C/o Issuer 1400 American Lane Schaumburg IL 60173	Common	11/13/2024	12534	2666370.03
Steven I Sarowitz C/o Issuer	Common	11/14/2024	7798	1615683.68

1400 American Lane Schaumburg IL 60173 Steven I Sarowitz C/o Issuer	Common	11/15/2024 16380	3258359.97
1400 American Lane Schaumburg IL 60173 Steven I Sarowitz C/o Issuer	Common	11/18/2024 12226	2399857.03
1400 American Lane Schaumburg IL 60173 Steven I Sarowitz C/o Issuer	Common	11/19/2024 12497	2436906.63
1400 American Lane Schaumburg IL 60173 Steven I Sarowitz C/o Issuer	Common	11/20/2024 15444	3018185.54
1400 American Lane Schaumburg IL 60173 Steven I Sarowitz C/o Issuer	Common	11/21/2024 18526	3698733.48
1400 American Lane Schaumburg IL 60173 Steven I Sarowitz C/o Issuer	Common	11/22/2024 11306	2307220.41
1400 American Lane Schaumburg IL 60173 Steven I Sarowitz C/o Issuer	Common	11/25/2024 14322	3000401.37
1400 American Lane Schaumburg IL 60173 Steven I Sarowitz C/o Issuer	Common	11/26/2024 4400	926363.57
1400 American Lane Schaumburg IL 60173 Steven I Sarowitz C/o Issuer	Common	11/27/2024 10237	2150801.19
1400 American Lane Schaumburg IL 60173 Steven I Sarowitz C/o Issuer	Common	11/29/2024 2900	603695.17
1400 American Lane Schaumburg IL 60173 Steven I Sarowitz C/o Issuer	Common	12/02/2024 2900	604901.38
1400 American Lane Schaumburg IL 60173 Steven I Sarowitz C/o Issuer	Common	12/03/2024 5006	1043165.4
1400 American Lane Schaumburg IL 60173 Steven I Sarowitz C/o Issuer	Common	12/04/2024 6900	1442272.66
1400 American Lane Schaumburg IL 60173 Steven I Sarowitz C/o Issuer	Common	12/05/2024 4400	902729.01
1400 American Lane Schaumburg IL 60173 Steven I Sarowitz C/o Issuer	Common	12/06/2024 2295	472378.92

# 144: Remarks and Signature

Remarks	This filing is for shares being sold for Steven and Jessica Sarowitz
Date of Notice	12/09/2024
Date of Plan Adoption or Giving of Instruction, If Relying on Rule 10b5-1	09/15/2023

**ATTENTION:**

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

Signature	/s/ J.P. Morgan Securities LLC as agent and attorney-in-fact for Steven I Sarowitz
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**ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)**