

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

1. Title of Derivative (Instr. 3)	2. Conversion or Exercise Date (Month/Day/Year)	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code V	6. Number of Derivative Securities Acquired or Disposed of (Instr. 3, 4 and 5)	7. Expiration Date (Month/Day/Year)	8. Title of Security Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
1. The transaction indicated was conducted under an approved 10b5-1 Plan adopted by the reporting person on December 10, 2019.					(A)	December 10, 2019	Paylocity Holding Corporation	32.64, inclusive	1	D	
2. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$132.65 to \$133.65, inclusive.					(D)						
3. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$132.65 to \$133.65, inclusive.					(D)						
4. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$133.66 to \$134.63, inclusive.					(D)						
5. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$134.68 to \$135.03, inclusive.					(D)						
6. The transaction indicated was conducted under an approved 10b5-1 Plan adopted by the reporting person on December 10, 2019.					(A)	December 10, 2019	Paylocity Holding Corporation	130.79 to \$131.72, inclusive.	1	D	
7. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$130.79 to \$131.72, inclusive. The reporting person undertakes to provide to Paylocity Holding Corporation, any security holder of Paylocity Holding Corporation, or the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnotes 7, 8, 9, 10 and 11 of this Form 4.					(D)						
8. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$131.73 to \$132.74, inclusive.					(D)						
9. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$132.75 to \$133.75, inclusive.					(D)						
10. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$133.76 to \$134.72, inclusive.					(D)						
11. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$134.77 to \$135.02, inclusive.					(D)						
12. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$124.78 to \$125.78, inclusive. The reporting person undertakes to provide to Paylocity Holding Corporation, any security holder of Paylocity Holding Corporation, or the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnotes 12, 13, 14, 15, 16, 17 and 18 of this Form 4.					(D)						
13. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$125.79 to \$126.79, inclusive.					(D)						
14. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$126.80 to \$127.79, inclusive.					(D)						
15. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$127.81 to \$128.80, inclusive.					(D)						
16. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$128.84 to \$129.52, inclusive.					(D)						
17. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$129.85 to \$130.85, inclusive.					(D)						
18. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$130.86 to \$131.46, inclusive.					(D)						

Remarks:

/s/ Kris Kang, attorney-in-fact
to Steven I. Sarowitz
Date: 08/13/2020

** 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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