

MUCCI MARTIN  
Form 4  
July 10, 2018

**FORM 4**

**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 Instruction  
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MUCCI MARTIN

(Last) (First) (Middle)

911 PANORAMA TRAIL S.

(Street)

ROCHESTER, NY 14625

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
PAYCHEX INC [PAYX]

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/11/2017

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify  
below)

CEO & President

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

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

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|---|---|--------------------------------------|---|--|--|---|
| Common<br>Stock                       | 12/11/2017                              |   | G                                    | Amount<br><u>1,500</u><br>(1)   | (A)<br>or<br>(D)<br>D<br>\$<br>69.01   | 276,754  | D   |
| Common<br>Stock                       | 07/06/2018                              |   | M                                    | 50,000  | A<br>\$<br>31.34   | 326,754  | D   |
| Common<br>Stock                       | 07/06/2018                              |   | S                                    | 50,000  | D<br>\$ 69.6   | 276,754  | D   |
| Common<br>Stock                       | 07/06/2018                              |   | S                                    | <u>24,742</u><br>(2)  | D<br>\$<br>69.79   | 252,012  | D   |
| Common<br>Stock                       |   |   |                                      |   |  | 4,283 <u>(3)</u>   | I 401(k)  |

# Edgar Filing: MUCCI MARTIN - Form 4

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

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

SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |
|---|--|---|---|--------------------------------------|--|--|---|
|   |  |   |   | Code                                 | V (A) (D)  | Date<br>Exercisable<br>Expiration<br>Date                      | Title<br>Amount or<br>Number of<br>Shares                           |
| Stock<br>Option                                     | \$ 31.34   | 07/06/2018                              |   | M                                    | 50,000   | 07/06/2012 07/05/2021  | Common<br>Stock 50,000  |
| Stock<br>Option                                     | \$ 31.63   |   |   |                                      |  | 07/07/2014 07/06/2021  | Common<br>Stock 315,000   |
| Stock<br>Option                                     | \$ 31.65   |   |   |                                      |  | 07/11/2013 07/10/2022  | Common<br>Stock 274,869   |
| Stock<br>Option                                     | \$ 38.48   |   |   |                                      |  | 07/10/2014 07/09/2023  | Common<br>Stock 237,844   |
| Stock<br>Option                                     | \$ 41.7  |   |   |                                      |  | 07/09/2015 07/08/2024  | Common<br>Stock 195,313   |
| Stock<br>Option                                     | \$ 47.32   |   |   |                                      |  | 07/08/2016 07/07/2025  | Common<br>Stock 206,801   |
| Stock<br>Option                                     | \$ 60.84   |   |   |                                      |  | 07/06/2017 07/05/2026  | Common<br>Stock 208,590   |
| Stock<br>Option                                     | \$ 60.84   |   |   |                                      |  | 07/06/2017 07/05/2026  | Common<br>Stock 294,812   |
| Stock<br>Option                                     | \$ 57.24   |   |   |                                      |  | 07/12/2018 07/11/2027  | Common<br>Stock 214,482   |

## Reporting Owners

| Reporting Owner Name / Address                               | Relationships                    |
|--|----------------------------------|
|  | Director 10% Owner Officer Other |
| MUCCI MARTIN<br>911 PANORAMA TRAIL S.<br>ROCHESTER, NY 14625 | X<br>CEO & President             |

## Signatures

Stephanie L. Schaeffer,  
Attorney-in-fact

07/10/2018

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* 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) Shares were gifted to the Mr. & Mrs. Martin Mucci Fund
- (2) Disposition of shares to satisfy tax withholding obligations arising from lapse of restrictions applicable to restricted stock.
- (3) 401(k) balance as of June 1, 2018.

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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