| SEC Form 4 |
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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

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

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| | | | of Section So(n) of the investment Company Act of 1940 | | | | |
|----------------------------------|--|----------------|--|-------------------------|--|---|--|
| 1. Name and Addre | ss of Reporting Perso | on* | 2. Issuer Name and Ticker or Trading Symbol <u>PAYCOR HCM, INC.</u> [PYCR] | (Check | tionship of Reporting Pers all applicable) Director Officer (give title | son(s) to Issuer 10% Owner Other (specify | |
| | t) (First) (Middle)) PAYCOR HCM, INC. 1 MONTGOMERY ROAD | | 3. Date of Earliest Transaction (Month/Day/Year) 07/23/2021 | Х | below) Chief Financial (| below) | |
| (Street) CINCINNATI (City) | OH (State) | 45212 (Zip) | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indivi Line) X | ridual or Joint/Group Filing (Check Applica 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 Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | Code (Instr. | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership |
|---------------------------------|--|---|------------------|---|---|---------------|--------|---|---|---|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) |
| Common Stock | 07/23/2021 | | P ⁽¹⁾ | | 10,000 | A | \$23 | 10,000 | D | |
| Common Stock | 07/23/2021 | | A | | 70,652 ⁽²⁾ | A | \$0.00 | 80,652 | D | |

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

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|---|---|--|---|------------------------------|---|--|---|---------------------|--------------------|---|---|--|--|--|--|
| 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. Transa Code (8) | | of Deriv Secu Acqu (A) o Disp of (D (Inst | 5. Number of Derivative Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | Deriv | int of rities rlying ative rity (Instr. | 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 | | | | |

Explanation of Responses:

1. The purchase reported in this Form 4 was effected pursuant to a directed share program held by the issuer in connection with its initial public offering.

2. Consists of Restricted Stock Units ("RSUs") issued under the Paycor HCM, Inc. 2021 Omnibus Incentive Plan. Each RSU represents the right to receive one share of Common Stock.

Remarks:

/s/ Alice Geene, by power of 07/23/2021 attorney

** 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.

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 Number.