SEC Form 4

Instruction 1(b)

FORM 4

Check this box if no longer subject

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D.C. 20549

OMB APPROVAL OMB Number 2225 0207

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to Section 16. Form 4 or Form 5 obligations may continue. See Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

| | | | or Section 30(n) of the investment Company Act of 1940 | | | | | | | |
|---|----------------------|----------|--|--|--|--------------------------|--|--|--|--|
| 1. Name and Address of Reporting Person* <u>MUELLER CHARLES STEVEN</u> | | | 2. Issuer Name and Ticker or Trading Symbol <u>PAYCOR HCM, INC.</u> [PYCR] | | tionship of Reporting Per all applicable) Director | 10% Owner | | | | |
| (Last) C/O PAYCOR I | (First) ICM, INC. | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 07/01/2024 | V | Officer (give title below) Chief Revenue (| Other (specify below) | | | | |
| 4811 MONTGOMERY ROAD | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | | |
| (Street) CINCINNATI | ОН | 45212 | | Ň | Form filed by More tha Person | 0 | | | | |
| (City) (State) (Zip) | | (Zip) | Rule 10b5-1(c) Transaction Indication | | | | | | | |
| | | | Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. | | | | | | | |

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) | | | | | | | Form: Direct | 7. Nature of Indirect Beneficial Ownership |
|---------------------------------|--|---|------|---|----------|---------------|---------|------------------------------------|--------------|---|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) |
| Common Stock | 07/01/2024 | | F | | 2,230 | D | \$12.84 | 275,225 | D | |
| Common Stock | 06/30/2024 | | A | v | 1,190(1) | Α | \$10.8 | 276,415 | 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. Transa Code (8) | | of Deriv | r osed) r. 3, 4 | 6. Date Exerc Expiration Da (Month/Day/Y | ate | 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 reported securities were acquired pursuant to the Paycor HCM, Inc. 2021 Employee Stock Purchase Plan for the purchase period ended June 30, 2024. As an exempt acquisition pursuant to Rule 16b-3(c), the transaction is being voluntarily reported.

Remarks:

/s/ Alice Geene, by Power of Attorney

07/03/2024

** 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.