| SEC Form 4 | |
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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| OMB Number: | 3235-0287 |
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| Estimated average bu | rden |
| hours per response: | 0.5 |

| | Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See | STATEMEN | T OF CHANGES IN BENEFICIAL OV | VNERSHIP |
|-----|---|----------|---|--------------|
| _ | Instruction 1(b). | Filed | pursuant to Section 16(a) of the Securities Exchange Act of or Section 30(h) of the Investment Company Act of 1940 | 1934 |
| 1 N | ame and Address of Reporting Person | * | 2. Issuer Name and Ticker or Trading Symbol | 5. Relations |

| | | son [*] | 2. Issuer Name and Ticker or Trading Symbol <u>PAYCOR HCM, INC.</u> [PYCR] | | tionship of Reporting Per all applicable) Director | 10% Owner | |
|---|---------|--------------------|---|--|--|--------------------------------|--|
| (Last) (First) (Middle) C/O PAYCOR HCM, INC. 4811 MONTGOMERY ROAD | | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 01/19/2024 | X | Officer (give title below) See Reman | Other (specify below) ks | |
| | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | |
| (Street) | | | | | Form filed by One Rep Form filed by More tha | | |
| CINCINNATI | OH | 45212 | | | Person | · - | |
| (City) | (State) | (Zip) | Rule 10b5-1(c) Transaction Indication | | | | |
| | | | X Check this box to indicate that a transaction was made pursuant satisfy the affirmative defense conditions of Rule 10b5-1(c). See | to a contr Instructio | act, instruction or written pland. | an that is intended to | |
| | Ta | ble I - Non-Deriva | tive Securities Acquired. Disposed of. or Benef | ficially | Owned | | |

| Table 1- Non-Derivative Occurrices Acquired, Disposed of, of Derivitidary Owned | | | | | | | | | | | |
|---|--|---|------------------------------|---|--|---------------|---|------------------------------------|---|------------|--|
| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transa Code (8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | 5. Amount of Securities Beneficially Owned Following Reported | (D) or Indirect (I) | 7. Nature of Indirect Beneficial Ownership | | |
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | (Instr. 4) | (Instr. 4) | |
| Common Stock | 01/19/2024 | | S | | 1,428(1) | D | \$ 20.1542 ⁽²⁾ | 111,543 | 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 | | 6. Date Exerc Expiration Da (Month/Day/Y | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | Derivative Security | 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 sale of shares of Common Stock reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on August 23, 2023.

2. The price reported in Column 4 is a weighted average sale price. The shares were sold in multiple transactions at prices ranging from \$20.065 to \$20.23, inclusive. The Reporting Person has provided to the Issuer, and undertakes to provide to any security holder of the Issuer or the staff of 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 this footnote.

Remarks:

Chief Legal Officer and Secretary

/s/ Alice Geene

** Signature of Reporting Person

01/22/2024 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.