

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

1. Name and Address of Reporting Person* <u>PRIDE GP, INC.</u>  (Last) (First) (Middle) <u>C/O APAX PARTNERS US, LLC</u> <u>601 LEXINGTON AVENUE, 53RD FLOOR</u>  (Street) <u>NEW YORK NY 10022</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>PAYCOR HCM, INC. [ PYCR ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/06/2024</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)  <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
Rule 10b5-1(c) Transaction Indication  <input type="checkbox"/> 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)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/06/2024		S <sup>(1)</sup>		8,000,000 <sup>(1)</sup>	D	\$20.046	0 <sup>(2)(3)</sup>	I	See Footnotes <sup>(2)(3)</sup>
Common Stock								96,140,927 <sup>(4)</sup>	I	See Footnotes <sup>(2)(3)</sup>

**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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	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		Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person\*  
PRIDE GP, INC.  
 (Last) (First) (Middle)  
C/O APAX PARTNERS US, LLC  
601 LEXINGTON AVENUE, 53RD FLOOR  
 (Street)  
NEW YORK NY 10022  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
APAX IX GP CO. Ltd  
 (Last) (First) (Middle)  
THIRD FLOOR ROYAL BANK PLACE  
1 GATEGNY ESPLANADE  
 (Street)  
ST PETER PORT Y7 GY1 2HJ  
 (City) (State) (Zip)

**Explanation of Responses:**

1. Represents 5,651,106 and 2,348,894 shares of Common Stock of the Issuer that (i) were received by Pride Feeder, LP ("Pride Feeder") and AIX Pride Syndication L.P. ("AIX Pride"), respectively, from Pride Aggregator, LP ("Pride Aggregator") in a pro rata distribution for no consideration that was exempt from Section 16 pursuant to Rule 16a-9 and (ii) were sold to the underwriters in connection with

an underwritten block trade pursuant to the Issuer's Automatic Shelf Registration Statement on Form S-3ASR (File No. 333-267291).

2. Pride GP, Inc. ("Pride GP") is the general partner of Pride Aggregator and Pride Feeder. AIX Pride Syndication GP Co. Limited is the general partner of AIX Pride. Apax IX GP Co. Limited ("Apax IX GP") is the sole shareholder of Pride GP.

3. Apax IX GP is the investment manager of the relevant investment vehicles in the fund known as Apax IX and is controlled by a board of directors consisting of Elizabeth Burne, Simon Cresswell, Andrew Guille, Martin Halusa, Jeremy Latham, and Paul Meader. The registered address for Apax IX is Third Floor Royal Bank Place, 1 Glatigny Esplanade, St Peter Port, Guernsey GY1 2HJ.

4. Represents shares of Common Stock of the Issuer that are held by Pride Aggregator after giving effect to the distribution separately reported by Pride Aggregator.

/s/ Jason Wright, President of 03/08/2024  
Pride GP, Inc.

/s/ Jeremy Latham, Director of 03/08/2024  
Apax IX GP Co. Limited

\*\* 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.**