

\*\*\* APPROVED FOR EXTERNAL DISTRIBUTION \*\*\*

Issuer: Paylocity Holding Corp

Symbol: PCTY

Deal size: 7,045,000 shares (71% primary / 29% secondary) plus 15% greenshoe (35% primary / 65% secondary)

\*\*\* upsize from 6,670,000 shares

Offer price: \$17.00

Exchange: Nasdaq

Trade date: 3/18

Settlement date: 3/24

Bookrunners:

Deutsche Bank

BAML

William Blair

Co-managers:

Raymond James

JMP

Needham

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site, at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling toll-free 1-800-503-4611 or by mail from Deutsche Bank Securities Inc., 60 Wall Street, New York, New York 10016, or by email at [prospectus.cpdg@db.com](mailto:prospectus.cpdg@db.com)

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