

Paylocity Holding Corp  
Form DEFA14A  
December 02, 2014

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

**SCHEDULE 14A**

Proxy Statement Pursuant to Section 14(a) of  
the Securities Exchange Act of 1934 (Amendment No. )

Filed by the Registrant  X

Filed by a Party other than the Registrant  O

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material under §240.14a-12

Paylocity Holding Corporation  
(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
  - (1) Title of each class of securities to which transaction applies:
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- Fee paid previously with preliminary materials.
- Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.
  - (1) Amount Previously Paid:
  - (2) Form, Schedule or Registration Statement No.:
  - (3) Filing Party:
  - (4) Date Filed:

**Paylocity Announces the Postponement  
of its 2015 Annual Stockholders Meeting**

**Arlington Heights, IL December 2, 2014** Paylocity Holding Corporation (Nasdaq: PCTY), a cloud-based provider of payroll and human capital management software solutions, today announced that the Board of Directors of the Company has determined to postpone the Company's 2015 Annual Meeting of Stockholders, which was originally scheduled to be held at 3:00 p.m. Central Time on Tuesday, December 9, 2014.

The Company has determined to postpone the Annual Meeting as a result of scheduling conflicts for certain of the Company's executive officers related to the Company's proposed offering of common stock pursuant to the Registration Statement on Form S-1 filed on November 21, 2014. The Annual Meeting will now be held at 9:00 a.m. Central Time, on Friday, December 19, 2014 at the Company's headquarters located at 3850 N. Wilke Road, Arlington Heights, Illinois 60004.

No changes have been made to the record date or the proposals to be brought before the Annual Meeting, which are presented in the Proxy Statement and related materials that the Company filed with the Securities and Exchange Commission on October 28, 2014. Proxies and voting instructions previously submitted with respect to the Annual Meeting will be valid for the rescheduled meeting.

The offering of the securities will be made only by means of a prospectus, copies of which may be obtained when available from Deutsche Bank Securities Inc., at 60 Wall Street, New York, New York 10005, Attention: Prospectus Group, by calling (800) 503-4611, or by e-mailing prospectus.cpdg@db.com; or from BofA Merrill Lynch, Attention: Prospectus Department, 222 Broadway, New York, New York 10038 or by email at dg.prospectus\_requests@baml.com; or from William Blair & Company, L.L.C., 222 W. Adams St., Chicago, IL 60606, by telephone at 800-621-0687, or by email at prospectus@williamblair.com.

A registration statement relating to these securities has been filed with the Securities and Exchange Commission but has not yet become effective. These securities may not be sold nor may offers to buy be accepted prior to the time the registration statement becomes effective. This press release shall not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of these securities in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.

**About Paylocity**

Paylocity is a provider of cloud-based payroll and human capital management, or HCM, software solutions for medium-sized organizations. Paylocity's comprehensive and easy-to-use solutions enable its clients to manage their workforces more effectively. Paylocity's solutions help drive strategic human capital decision-making and improve employee engagement by enhancing the human resource, payroll and finance capabilities of its clients. For more information, visit [www.paylocity.com](http://www.paylocity.com).

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