1. Name and Address of Reporting Person
   Britto Mark
   C/O PAYPAL HOLDINGS, INC.
   2211 NORTH FIRST STREET
   SAN JOSE CA 95131

2. Issuer Name and Ticker or Trading Symbol
   PayPal Holdings, Inc. [PYPL]

3. Date of Earliest Transaction (Month/Day/Year)
   07/31/2020

4. If Amendment, Date of Original Filed (Month/Day/Year)
   07/31/2020

5. Relationship of Reporting Person(s) to Issuer
   Director
   10% Owner
   X EVP, Chief Product Officer

6. Individual or Joint/Group Filing (Check Applicable Line)
   X Form filed by One Reporting Person
   Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>07/31/2020</td>
<td>S</td>
<td>1,650(1)</td>
<td>D</td>
<td>192,5339(2)</td>
<td>89,886</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>07/31/2020</td>
<td>S</td>
<td>3,491(1)</td>
<td>D</td>
<td>193,3791(3)</td>
<td>86,395</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>07/31/2020</td>
<td>S</td>
<td>3,859(1)</td>
<td>D</td>
<td>194,4528(4)</td>
<td>82,536</td>
<td>D</td>
</tr>
</tbody>
</table>

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Number of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of derivative Securities Beneficially Owned Following Reported Transaction(a) (Instr. 4)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
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</table>

Explanation of Responses:
1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.
2. Represents the weighted average price of shares sold at prices that ranged from $191.84 to 192.72.
3. Represents the weighted average price of shares sold at prices that ranged from $193.00 to $193.96.
4. Represents the weighted average price of shares sold at prices that ranged from $194.21 to $194.87.

By: Brian Yamasaki For:
Mark Britto
** 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).
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.