SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL										
OMB Number:	3235-0287									
Estimated average burden										
hours per response:	0.5									

1. Name and Address of Reporting Person [*] GRISKO JEROME P			2. Issuer Name and Ticker or Trading Symbol CBIZ, Inc. [CBZ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
C/O CBIZ, INC.			3. Date of Earliest Transaction (Month/Day/Year) 12/11/2017	X	Officer (give title below) CEO & Preside	Other (specify below) ent		
6050 OAK TREE BOULEVARD SOUTH		SOUTH	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicat				
(Street)				Line)				
CLEVELAND	OH	44131		X	Form filed by One Reporti	ng Person		
(City)	(State)	(Zip)			Form filed by More than O Person	ne Reporting		

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. Transa Code (8)				5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150.4)	
Common stock ⁽¹⁾	12/11/2017		М		3,869	A	\$5.87	586,812.2715	D		
Common stock ⁽²⁾	12/11/2017		F		2,696	D	\$14.95	584,116.2715	D		
Common stock ⁽¹⁾	12/12/2017		М		67,993	A	\$5.87	652,109.2715	D		
Common stock ⁽²⁾	12/12/2017		F		47,378	D	\$14.95 ⁽³⁾	604,731.2715	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 Deri Sec Acq (A) Disp of (I	umber ivative urities uired or oosed O) (Instr. 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	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option ⁽¹⁾	\$5.87	12/11/2017		М			3,869	05/22/2013	05/22/2018	Common stock	3,869	\$5.87	67,993	D	
Employee Stock Option ⁽¹⁾	\$5.87	12/12/2017		М			67,993	05/22/2013	05/22/2018	Common stock	67,993	\$5.87	0.0000	D	
Employee Stock Option	\$6.52							05/09/2014	05/09/2019	Common stock	110,000		110,000	D	
Employee Stock Option	\$8.36							05/14/2015	05/14/2020	Common stock	110,000		110,000	D	
Employee Stock Option	\$9.35							05/15/2016	05/15/2021	Common stock	110,000		110,000	D	
Employee Stock Option	\$10.35							05/10/2017	05/20/2022	Common stock	180,000		180,000	D	
Employee Stock Option	\$15.55							05/10/2018	05/10/2023	Common stock	180,000		180,000	D	

Explanation of Responses:

1. Exercise and sale of Employee Stock Options granted 05-22-2012 at \$5.87 exercise price, expiring 05-22-2018.

2. Cashless Hold: exercise of options and sale of shares sufficient to cover only exericise price, taxes and fees.

3. Average price between \$14.95 and \$15.032.

<u>Michael W. Gleespen,</u>

Grisko, Jr.

12/13/2017

Date

** Signature of Reporting Person

Attorney-in-fact for Jerome P.

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 \ast 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.