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

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1. Name and Addres <u>SPURIO CHI</u>	ss of Reporting Perso RIS	n*	2. Issuer Name and Ticker or Trading Symbol CBIZ, Inc. [CBZ]		tionship of Reporting Pers all applicable) Director	on(s) to Issuer 10% Owner
(Last) C/O CBIZ, INC.	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/09/2017	X	Officer (give title below) President, Financia	Other (specify below) Il Services
6050 OAK TRE	E BOULEVARD	SOUTH				
(Street) CLEVELAND OH 44131 (City) (State) (Zip)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filing Form filed by One Repo Form filed by More thar Person	orting Person

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)	Code (4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			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 Price		Transaction(s) (Instr. 3 and 4)			
Common stock ⁽¹⁾	05/09/2017		F		1,807	D	\$15.45	184,481.3718	D	
Common stock ⁽²⁾	05/10/2017		Α		30,000	Α	\$0.0000 ⁽³⁾	214,481.3718	D	
Common stock ⁽¹⁾	05/10/2017		F		2,464	D	\$15.55	212,017.3718	D	

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

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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)		5. Numl of Derivati Securiti Acquire (A) or Dispose of (D) (I 3, 4 and	ive ies ed ed nstr.	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 ⁽⁴⁾	\$15.55	05/10/2017		A		75,000		05/10/2018	05/10/2023	Common stock	75,000	\$0.0000	75,000	D	

Explanation of Responses:

1. Surrender of stock to satisfy withholding obligation on vesting of restricted stock

Consists of restricted shares issued under the CBIZ, Inc. 2014 Stock Incentive Plan. Restrictions lapse with respect to 25% of the granted restricted shares on each of the first, second, third and fourth anniversaries of the grant date, provided grantee is still providing services to CBIZ on such vesting dates, and grantee has complied with the applicable CBIZ client non-interference policy.
 No consideration was provided for this grant.

5. INO CONSIDERATION WAS PROVIDED FOR this grant.

4. Consists of Options granted of 5/10/2017 vesting in 25% increments each year beginning 05/10/2018 and expiring on 05/10/2023.

Michael W. Gleespen,	
Attorney-in-fact for Chris	05/11/2017
<u>Spurio</u>	
** 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.