



ACCOUNTING | INSURANCE | ADVISORY

Third Quarter 2024

# Investor Presentation

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October 29, 2024

Except certain related non-recurring legal and professional services costs incurred, this presentation does not include the impact of the announced acquisition of Marcum, LLP ("Marcum") that is expected to close in the fourth quarter, subject to the satisfaction of various closing conditions.

CBIZ.COM | NYSE: CBZ

# Forward-Looking Statements



Forward-looking statements in this presentation are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. Such forward-looking statements are subject to certain risks and uncertainties that could cause actual results to differ materially from those projected.

Such risks and uncertainties include, but are not limited to: we may be more sensitive to revenue fluctuations than other companies, which could result in fluctuations in the market price of our common stock; payments on accounts receivable may be slower than expected, or amounts due on receivables or notes may not be fully collectible; we are dependent on the services of our executive officers, other key employees, producers and service personnel, the loss of whom may have a material adverse effect on our business, financial condition and results of operations; restrictions imposed by independence requirements and conflict of interest rules may limit our ability to provide services to clients of the attest firms with which we have contractual relationships and the ability of such attest firms to provide attestation services to our clients; our goodwill and intangible assets could become impaired, which could lead to material non-cash charges against earnings; certain liabilities resulting from acquisitions are estimated and could lead to a material non-cash impact on earnings; governmental regulations and interpretations are subject to changes, which could have a material adverse effect on our clients, our business, our business services operations, our business models, or our revenue; changes in the United States healthcare or public health environment, including new healthcare legislation or regulations, may adversely affect the revenue and margins in our or our clients' businesses; we are subject to risks relating to processing customer transactions for our payroll and other transaction processing businesses; cyber-attacks or other security breaches involving our computer systems or the systems of one or more of our vendors or clients could materially and adversely affect our business; we are subject to risk as it relates to software that we license from third parties; we could be held liable for errors and omissions, contract claims, or other litigation judgments or expenses; the future issuance of additional shares could adversely affect the price of our common stock; our principal stockholders may have substantial control over our operations; we require a significant amount of cash for interest payments on our debt and to expand our business as planned; terms of our credit facility may adversely affect our ability to run our business and/or reduce stockholder returns; our failure to satisfy covenants in our debt instruments could cause a default under those instruments; we are reliant on information processing systems and any failure of these systems could have a material adverse effect on our business, financial condition and results of operations; we may not be able to acquire and finance additional businesses which may limit our ability to pursue our business strategy; the business services industry is competitive and fragmented; if we are unable to compete effectively, our business, financial condition and results of operations may be negatively impacted; and there is volatility in our stock price. With respect to the agreement to acquire Marcum, such risks and uncertainties include, but are not limited to: the ability of the parties to consummate the transaction in a timely manner or at all; satisfaction of the conditions precedent to consummation of the transaction, including the ability to secure regulatory approvals in a timely manner or at all; the possibility of litigation related to the transaction and the effects thereof; the possibility that anticipated benefits and/or synergies of the transaction will not be achieved in a timely manner or at all; the possibility that the costs of the transaction and/or liabilities assumed will be more significant than anticipated; the possibility that integration will prove more costly and/or time consuming than anticipated; the possibility that the transaction could disrupt ongoing plans and operations of the parties or their respective relationships with clients, other business partners and employees; the possibility that the financing will not be obtained as anticipated and the effects of the increased leverage of the Company following the transaction; and other risks described in the Company's filings with the Securities and Exchange Commission ("SEC"). Such forward-looking statements can also be affected by inaccurate assumptions we might make or by known or unknown risks and uncertainties. Should one or more of these risks materialize, or should the underlying assumptions prove incorrect, actual results may vary materially from those anticipated, estimated or projected. Consequently, no forward-looking statement can be guaranteed. A more detailed description of such risks and uncertainties may be found in "Item 1A. Risk Factors" of the Company's Annual Report on Form 10-K for the year ended December 31, 2023, "Item 1A. Risk Factors" of the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2024, and the Company's other filings with the Securities and Exchange Commission at [www.sec.gov](http://www.sec.gov).

All forward-looking statements made in this presentation are made only as of the date hereof. The Company does not undertake any obligation to publicly update or correct any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law.

# Non-GAAP Measures



The Company reports its financial results in accordance with the United States Generally Accepted Accounting Principles (GAAP). This presentation also includes the presentation of financial measures that are not defined by GAAP. The Company uses Adjusted Net Income, Adjusted Diluted EPS, Adjusted EBITDA, Adjusted EBITDA Margin, Adjusted Pre-Tax Income and Adjusted Pre-tax Income Margin (collectively, the “non-GAAP measures”) as performance measures to evaluate, assess and benchmark the Company's operational results and to evaluate results relative to employee compensation targets. Accordingly, the Company believes the presentation of these non-GAAP measures allows its stockholders, debt holders, and other interested parties to meaningfully compare the Company's period-to-period operating results.

The non-GAAP measures include or exclude significant non-operating related gains and losses that management does not consider on-going in nature. They should not be regarded as an alternative or replacement to any financial information determined under GAAP.

Reconciliations for non-GAAP measures to the corresponding GAAP measures can be found in the Appendix.



# Your Team.

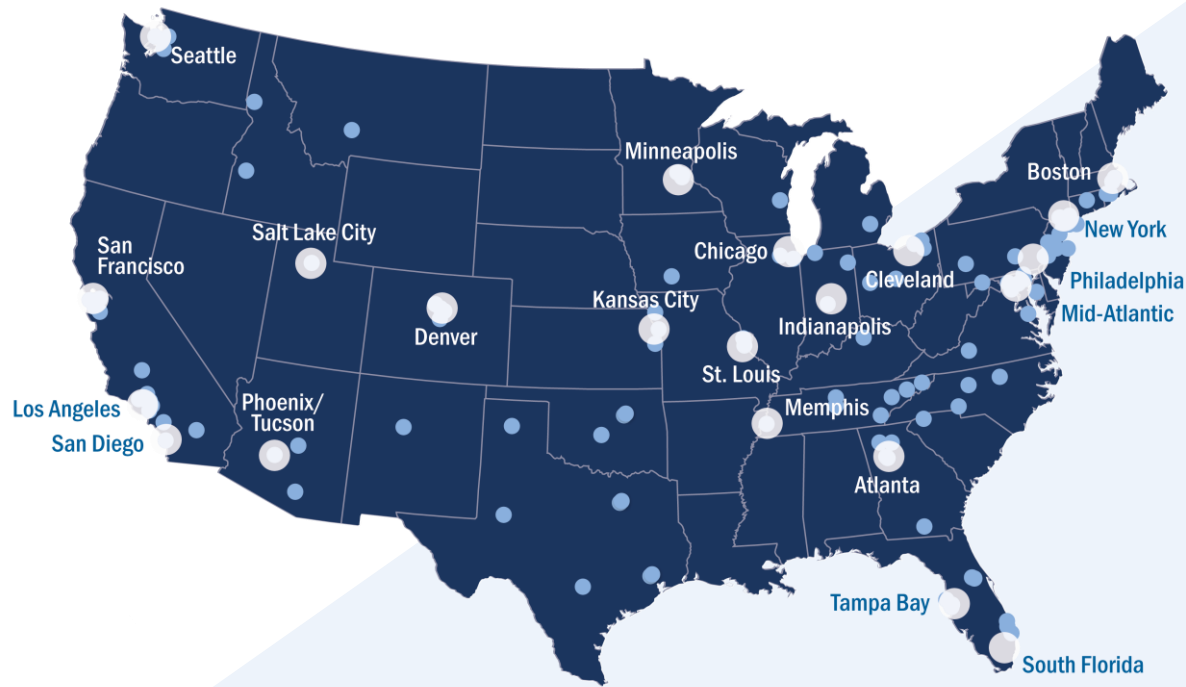
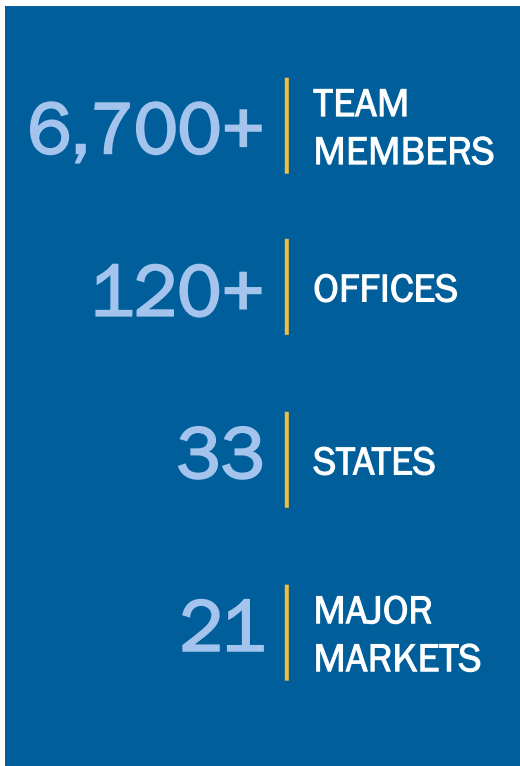
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CBIZ is a leading provider of financial, insurance and advisory services tailored to help our clients and their businesses grow and succeed.

# CBIZ By The Numbers



More than 120 offices and 6,700 team members in major metropolitan areas and cities nationwide, **SERVING MORE THAN 100,000 CLIENTS**



○ Major Markets  
● Offices

# What We Do

## 73%

FINANCIAL SERVICES

- Accounting & Tax
- Financial Advisory
- Transaction Advisory
- Risk & Advisory Services
- Valuation
- Litigation Support
- Government Health Care Consulting

## 24%

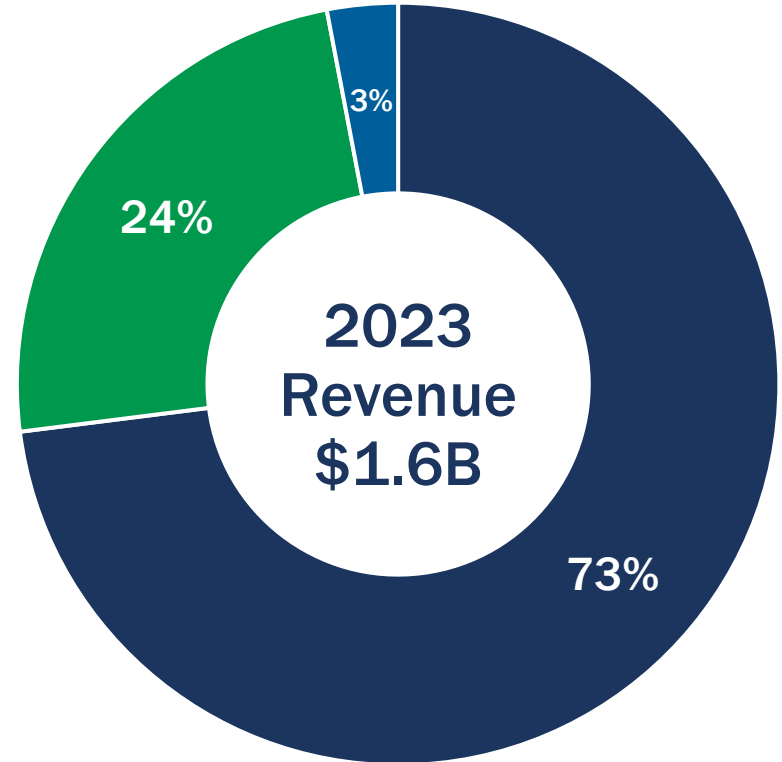
BENEFITS & INSURANCE SERVICES

- Employee Benefits Consulting
- Payroll / Human Capital Management
- Property & Casualty
- Retirement & Investment Solutions

## 3%

NATIONAL PRACTICES

- Technology Support



# Business Model Attributes



ESSENTIAL &  
RECURRING  
SERVICES



BROAD  
GEOGRAPHIC  
FOOTPRINT



STRONG &  
CONSISTENT  
CASH FLOWS



HIGH CLIENT  
RETENTION



DIVERSE  
CLIENT BASE  
*(Size/Industry)*



VARIABLE  
EXPENSES



# Recurring Revenue

**~75%**

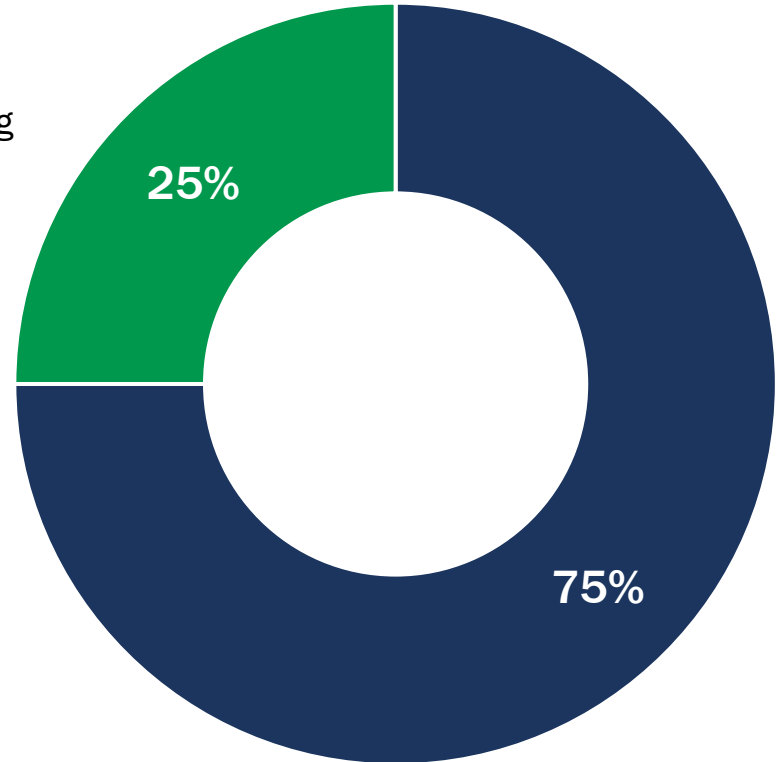
RECURRING  
SERVICES

- Annual Accounting & Tax Services
- Group Health Benefits
- Government Health Care Consulting
- Property & Casualty
- Payroll
- Retirement Plan Services
- Technology Support

**~25%**

PROJECT BASED  
WORK

- Compensation Studies
- Executive Search
- Financial Consulting
- Litigation Support
- Risk Advisory
- Transaction Advisory
- Valuation





# Our Clients



Target: mid-sized business



**100,000+**

TOTAL  
CLIENTS



**~60,000**

BUSINESS  
CLIENTS

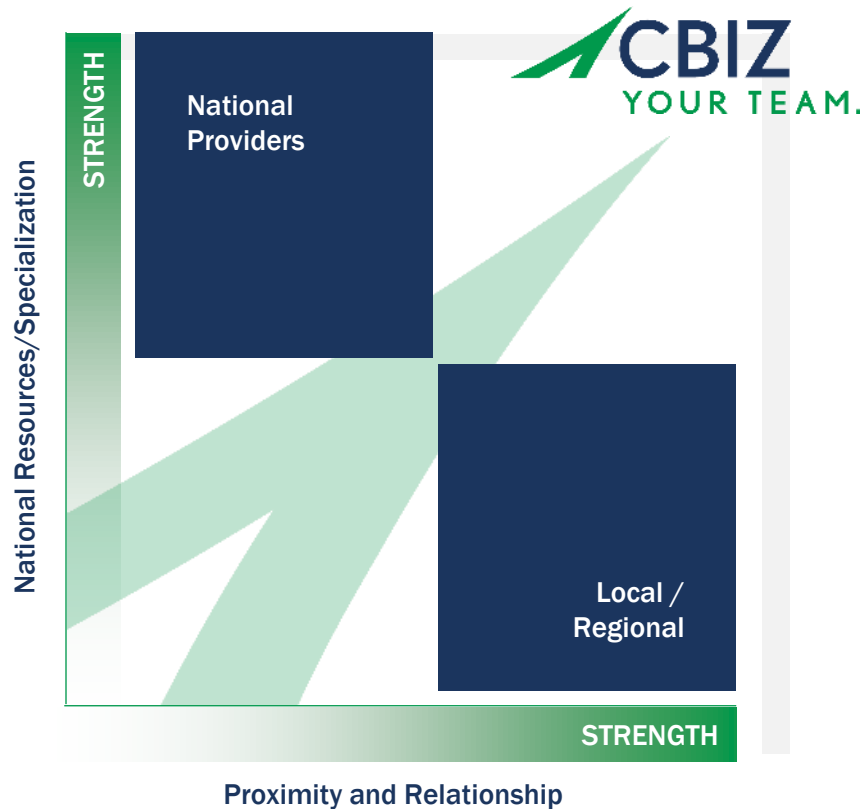


**~90%**

CLIENT  
RETENTION RATE

**National Resources – Personal Service**

# Competitive Advantage



National Resources & Expertise



Local Relationship & Delivery

We out-local the nationals and out-national the locals.

# Financial Services

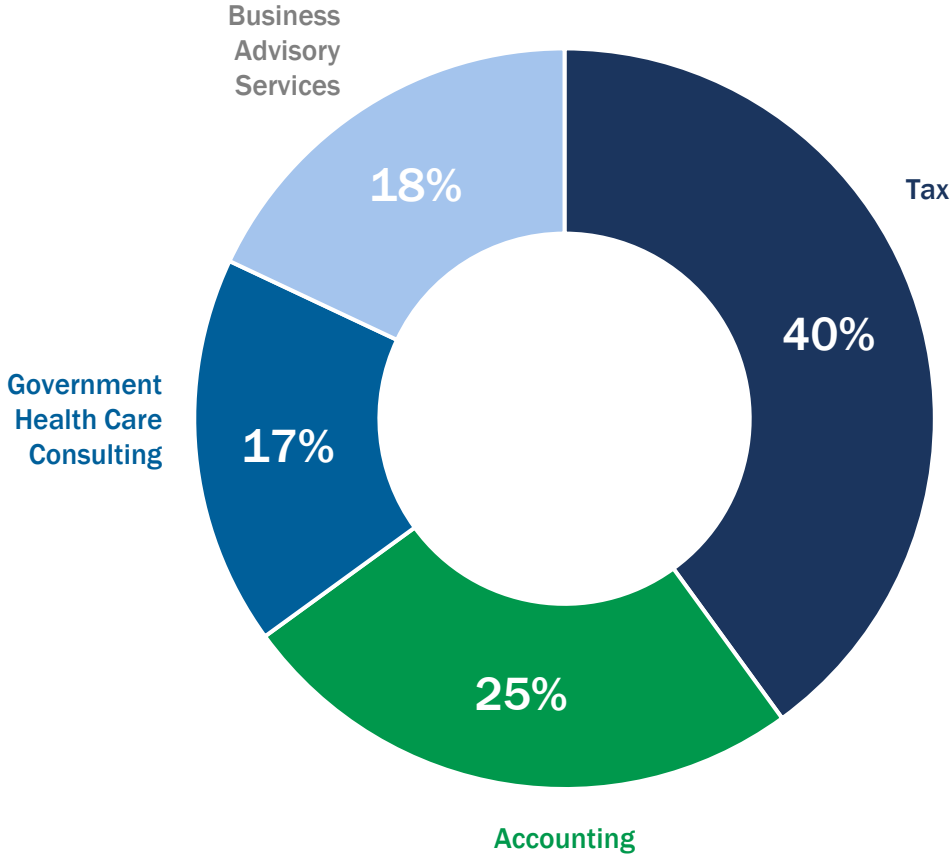


## Top 11

Accounting Provider Nationally 2024  
by Accounting Today

## Top 10

Accounting Firms 2024  
by Vault



2023

Revenue  
\$1.2B

Operating Income  
\$185.6M

Operating Margin  
16.0%

# Benefits & Insurance Services

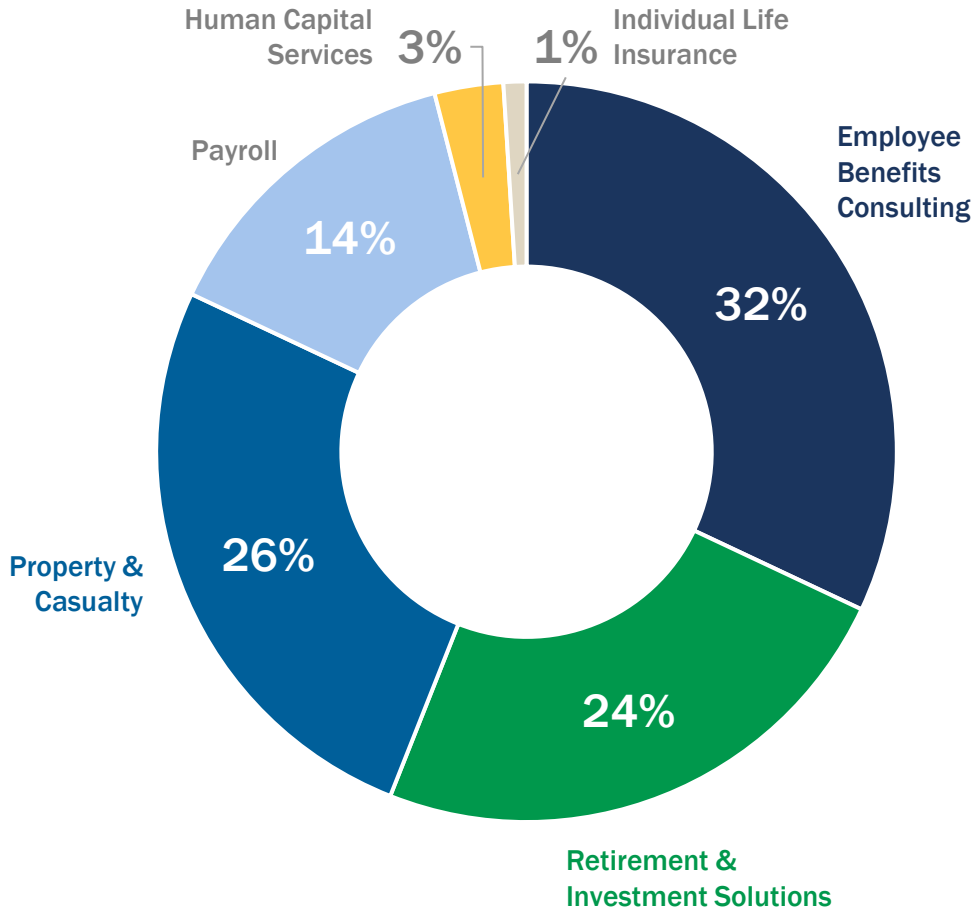


# Top 30

Broker of U.S. Business 2024  
by BI Magazine

# BEST

Places to Work in Insurance 2024  
by BI Magazine



2023

Revenue  
\$382.6M

Operating Income  
\$72.1M

Operating Margin  
18.8%

# Our People, Culture & Recognition

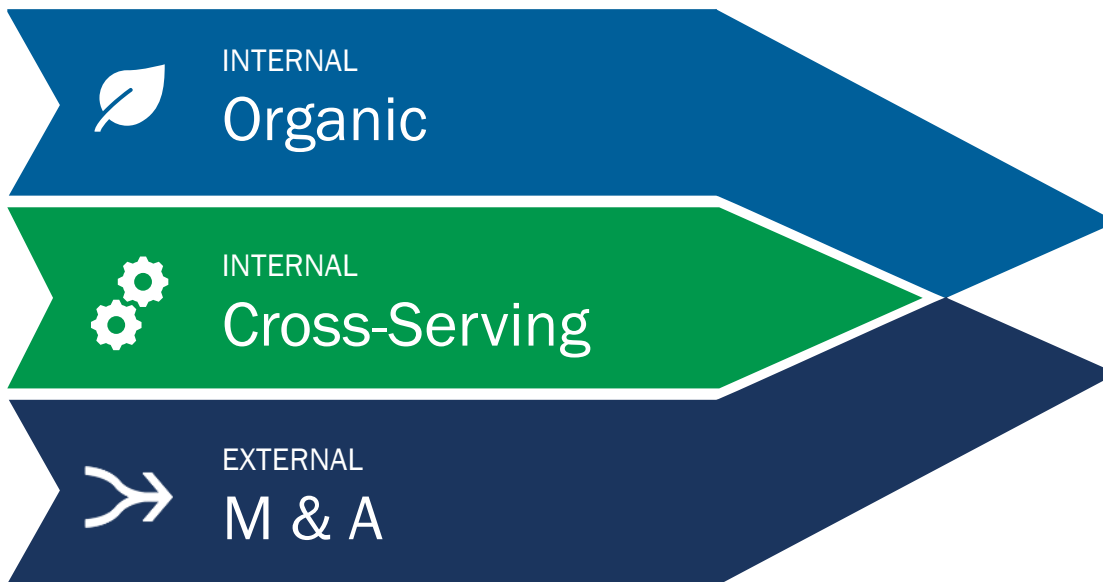


## CEO **ACTION** FOR DIVERSITY & INCLUSION



# Focus on Growth

## REVENUE GROWTH COMPONENTS



Compounded Annual Growth  
Rate from 2019 to 2023

**13.8%**

**17.6%**

(1) Non-GAAP financial measure. See Appendix for GAAP reconciliation.

# Growth by Acquisition



## STRATEGY

- Enter attractive geographic markets
- Strengthen presence in existing markets
- Add breadth of service or depth of expertise to our existing offerings
- Expand into high growth industries and service niches
- Access to top talent



## ATTRIBUTES

- Successful local or regional company
- Cultural fit
- Strong leadership
- Desire for greater national platform and enhanced client service capabilities
- Cross-serving potential
- Full integration



## STRUCTURE

- Consideration based on TTM EBITDA
- 50%+ paid up front
- Balance paid on multi-year earnout contingent on achieving reasonable growth targets
- Proceeds paid using a mix of cash and stock



# FINANCIAL OVERVIEW



# Key Financial Highlights



	2019	2023	TOTAL GROWTH	CAGR
REVENUE (IN MILLIONS)	\$948.4	\$1,591.2	67.8%	13.8%
PRE-TAX INCOME (IN MILLIONS)	\$92.6	\$166.3	79.0%	15.8%
ADJUSTED PRE-TAX INCOME <sup>(1)</sup> (IN MILLIONS)	\$92.6	\$167.6	81.0%	16.0%
PRE-TAX MARGIN	9.8%	10.4%	+60 bps	
ADJUSTED PRE-TAX MARGIN <sup>(1)</sup>	9.8%	10.5%	+70 bps	
GAAP EPS	\$1.26	\$2.39	89.7%	17.4%
ADJUSTED EPS <sup>(1)</sup>	\$1.26	\$2.41	91.3%	17.6%
ADJUSTED EBITDA <sup>(1)</sup> (IN MILLIONS)	\$120.2	\$223.8	86.1%	16.8%

(1) Non-GAAP financial measure. See Appendix for GAAP reconciliation.

# 2024 YTD Highlights & 2024 FY Guidance



SEGMENT	3Q24 YTD SAME-UNIT REVENUE GROWTH	3Q24 YTD TOTAL REVENUE GROWTH	2024 GUIDANCE <sup>(1)</sup>
FINANCIAL SERVICES	4.5%	7.7%	
BENEFITS AND INSURANCE SERVICES	4.0%	4.6%	
NATIONAL PRACTICES	14.5%	11.7%	
REVENUE	4.6%	7.1%	+7% to 9%
GAAP DILUTED EPS		(0.8)%	+/- 1%
ADJUSTED DILUTED EPS <sup>(2)</sup>		7.5%	+10% to 12%
TAX RATE		28.1%	~28%
SHARE COUNT (WEIGHTED AVERAGE FULLY DILUTED)		50.4M	50.0M to 50.5M

(1) Reflects guidance provided by the Company on October 29, 2024. The guidance is based on management's current expectations for the remainder of 2024, excluding the impact of the announced acquisition of Marcum.

(2) Non-GAAP financial measure. See Appendix for GAAP reconciliation.

# Capital Structure



	<b>STRATEGIC ACQUISITIONS</b> <ul style="list-style-type: none"> <li>Focused on high-growth opportunities</li> <li>Average three to five acquisitions annually</li> </ul>	<b>SHARE REPURCHASES</b> <ul style="list-style-type: none"> <li>Strategic approach to open market repurchases</li> <li>Neutralize impact of newly issued shares</li> </ul>	<b>CAPEX</b> <ul style="list-style-type: none"> <li>Facility improvements</li> <li>Office equipment</li> </ul>	<b>DEBT LEVERAGE</b> (As Defined in 2022 Credit Facility) <ul style="list-style-type: none"> <li>Strong cash flow from operations</li> <li>\$600M unsecured credit facility</li> </ul>
3Q24 YTD	\$78.2M	0.0M/\$0.0M	\$9.7M	1.5x
2023	\$108.7M	1.3M/\$65.1M	\$23.1M	1.5x
2022	\$107.7M	2.8M/\$122.8M	\$8.6M	1.5X
2021	\$83.0M	3.0M/\$96.4M	\$9.0M	1.5X
2020	\$88.8M	2.3M/\$57.6M	\$11.7M	0.8X
2019	\$37.3M	1.2M/\$25.3M	\$13.9M	0.9X
Total	\$503.7M	10.6M/\$367.2M	\$76.0M	

# Investment Highlights



## OPERATIONAL LEVERAGE

- Established national platform
- Full integration of acquired businesses
- Infrastructure provides margin expansion opportunity



## FINANCIAL ATTRIBUTES

- Strong balance sheet
- Strong and consistent cash flow
- Credit facility provides flexible source of funds
- 90%+ client retention rates
- 75% recurring revenue
- Long-standing diverse client base
- Broad geographic / industry / client exposure mitigates risk



## RESULTS

- Proven ability to grow earnings at a faster rate than revenue growth
- 2019 – 2023 Revenue Growth CAGR: 13.8%
- 2019 – 2023 GAAP EPS Growth CAGR: 17.4%
- 2019 – 2023 Adjusted EPS Growth CAGR: 17.6%<sup>(1)</sup>

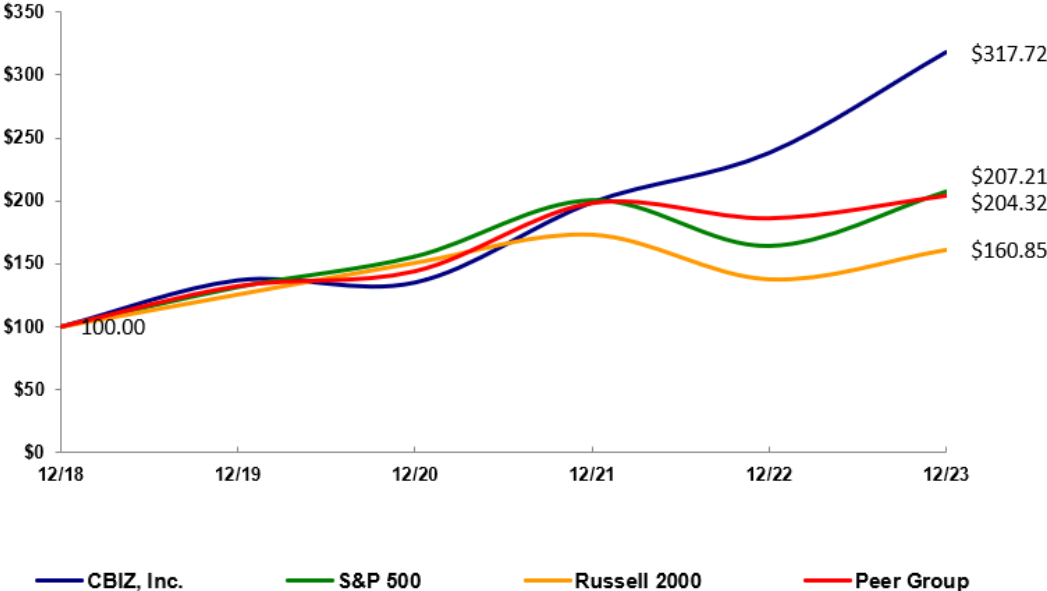
(1) Non-GAAP financial measure. See Appendix for GAAP reconciliation.

# Five-Year Total Shareholder Return



## COMPARISON OF 5-YEAR CUMULATIVE TOTAL RETURN\*

Among CBIZ, Inc., the S&P 500 Index, the Russell 2000 Index, and a Peer Group



\*\$100 invested on 12/31/18 in stock or index, including reinvestment of dividends. Fiscal years ending December 31. Peer Group companies identified in the CBIZ, Inc. Annual Report on Form 10-K for the year ended December 31, 2023. Copyright 2024 Standard & Poor's, a division of S&P Global. All rights reserved. Copyright 2024 Russell Investment Group. All rights reserved.

# Financial Goals



## 2024 GUIDANCE<sup>(1)</sup>



## LONG-TERM GOALS – BEYOND 2024

- Meaningful Earnings Growth
- Revenue Growth



(1) Reflects guidance provided by the Company on October 29, 2024. The guidance is based on management's current expectations for the remainder of 2024, excluding the impact of the announced acquisition of Marcum.

(2) Non-GAAP financial measure. See Appendix for GAAP reconciliation.



# APPENDIX



# 100 Workplace Awards in 2023



## National Workplaces

- 2023 Top Workplaces USA
- 2023 Best and Brightest Companies in the Nation
- 2023 Top Workplaces – Culture Excellence in Leadership, Purpose and Values, Work-Life Flexibility, Compensation and Benefits, Innovation, Employee Appreciation, Professional Development
- 2023 Best Places to Work in Insurance
- 2023 Early Talent Award
- 2023 Ripplematch Campus Forward Winner
- 2023 Eddy Award
- 2023 UKG Partner of the Year
- 2023 Top Workplaces – Financial Services Industry
- 2023 Fortune Best Workplaces for Women



## Local Office Workplaces

- Akron, OH
- Alpharetta, GA
- Atlanta, GA
- Bakersfield, CA
- Brentwood, TN
- Boca Raton, FL
- Boise, ID
- Boston, MA\*
- Chicago, IL\*
- Cleveland, OH\*
- Clinton, NJ
- Columbia, MD\*
- Cranford, NJ
- Delray Beach, FL\*
- Denver, CO\*
- East Windsor, NJ
- Encino, CA\*
- Greenwood Village, CO\*
- Indianapolis, IN
- Irvine, CA\*
- Knoxville, TN
- Lawrenceville, NJ
- Los Angeles, CA\*
- Manasquan, NJ
- Memphis, TN\*
- Minneapolis, MN
- Naperville, IL\*
- Nashville, TN
- New Providence, NJ
- New York, NY\*
- Owings Mills, MD\*
- Oxnard, CA\*
- Philadelphia, PA\*
- Phoenix, AZ\*
- Pleasant Hill, CA\*
- Providence, RI\*
- Salt Lake City, UT\*
- San Diego, CA\*
- San Francisco, CA\*
- San Jose, CA\*
- San Luis Obispo, CA\*
- San Mateo, CA\*
- Sarasota, FL
- Seattle, WA
- Solon, OH\*
- St. Louis, MO
- St. Petersburg, FL\*
- Tampa, FL\*
- Tucson, AZ\*
- Uniontown, OH\*
- Walnut Creek, CA\*
- Westlake, OH\*
- West Conshohocken, PA\*
- Woodstock, GA\*



## National Wellbeing

- 2023 Best and Brightest Companies in Wellness
- 2023 Top Workplaces – Wellbeing



## Certifications & Rankings

- 2023 Great Place to Work Certification
- 2023 America's Best Tax Firms
- 2023 America's Best Accounting Firms
- 2023 Top 500 Entry Level Employer
- 2023 Top 100 Intern Employer
- 2023 Top 100 Institutional Consulting Teams
- 2024 Vault Most Prestigious Accounting
- 2024 Vault Best Accounting Firms – Forensic Accounting
- 2024 Vault Accounting Firms for Tax Accounting
- 2024 Vault Best Accounting Firms for Audit & Assurance Accounting\*\*
- 2024 Vault Top 25 Accounting Internships
- 2023 Top 10 Defined Benefits Administrator
- 2023 Top 100 Brokers List
- 2023 Top 100 Firms – Accounting Today



## Local Wellbeing

- Akron, OH
- Alpharetta, GA
- Atlanta, GA
- Austin, TX
- Brentwood, TN
- Boca Raton, FL
- Boston, MA
- Chicago, IL
- Cleveland, OH
- Cleveland, TN
- Columbia, MD
- Cumberland, MD
- Dallas, TX
- Delray Beach, FL
- Denver, CO
- Dublin, OH
- Fairborn, OH
- Houston, TX
- Irvine, CA
- Kansas City, MO
- Knoxville, TN
- Lawrenceville, NJ
- Maitland, FL
- Memphis, TN
- Midland, TX
- Murfreesboro, TN
- Naperville, IL
- New Providence, NJ
- New York, NY
- Overland Park, KS
- Palm Beach, FL
- Philadelphia, PA
- Phoenix, AZ
- Providence, RI
- San Antonio, TX
- San Diego, CA
- San Francisco, CA
- San Jose, CA
- Seattle, WA
- Solon, OH
- St. Louis, MO
- St. Petersburg, FL
- Tampa, FL
- Uniontown, OH
- Walnut Creek, CA
- Westlake, OH
- West Conshohocken, PA
- Woodstock, GA



\*Indicates multi-award winner

\*\*CBIZ is a business consulting, tax and financial services provider and works closely with CBIZ CPAs, an independent CPA firm providing audit, review and attest services.



# YTD Adjusted EPS and EBITDA Reconciliation



## GAAP RECONCILIATION

### Net Income and Diluted Earnings Per Share ("EPS") to Adjusted Net Income, EPS and EBITDA <sup>(1)</sup>

(In thousands, except per share data)

	NINE MONTHS ENDED September 30, 2024		NINE MONTHS ENDED September 30, 2023	
	Amounts	EPS	Amounts	EPS
<b>Net income</b>	<b>\$ 131,761</b>	<b>\$ 2.62</b>	<b>\$ 133,705</b>	<b>\$ 2.64</b>
<i>Adjustments:</i>				
Gain on sale of assets, net	-	-	(1,500)	(0.03)
Transaction costs related to acquisitions <sup>(2)</sup>	-	-	611	0.01
Integration & retention costs related to acquisitions <sup>(2)</sup>	1,259	0.03	2,451	0.05
Facility optimization costs <sup>(3)</sup>	340	0.01	476	0.01
Gain on sale of operations, net	(4,953)	(0.10)	(176)	-
Transaction costs <sup>(4)</sup>	21,445	0.43	-	-
Income tax effect related to adjustments	(5,078)	(0.12)	(568)	(0.01)
<b>Adjusted net income</b>	<b>\$ 144,774</b>	<b>\$ 2.87</b>	<b>\$ 134,999</b>	<b>\$ 2.67</b>
Interest expense	\$ 15,363		\$ 15,023	
Income tax expense	51,417		51,667	
Tax effect related to the adjustments above	5,078		568	
Depreciation	10,575		9,174	
Amortization	18,019		17,791	
<b>Adjusted EBITDA</b>	<b>\$ 245,226</b>		<b>\$ 229,222</b>	

(1) CBIZ reports its financial results in accordance with GAAP. This table reconciles Adjusted net income, Adjusted EPS, and Adjusted EBITDA to the most directly comparable GAAP financial measures, "Net income" and "Diluted earnings per share." Adjusted net income, Adjusted EPS and Adjusted EBITDA are not defined by GAAP and should not be regarded as an alternative or replacement to any financial information determined under GAAP. Adjusted net income, Adjusted EPS and Adjusted EBITDA exclude significant non-operating related gains and losses that management does not consider on-going in nature. These non-GAAP financial measures are used by the Company as performance measures to evaluate, assess and benchmark the Company's operational results and to evaluate results relative to employee compensation targets. Accordingly, the Company believes the presentation of these non-GAAP financial measures allows its stockholders, debt holders, and other interested parties to meaningfully compare the Company's period-to-period operating results.

(2) These costs include, but are not limited to, certain consulting, technology, personnel, as well as other first year operating and general administrative costs that are non-recurring in nature. Amounts reported in 2024 related to the costs incurred related to the acquisitions of Erickson, Brown & Kloster, LLC and CompuData, Inc., and those reported in 2023 related to the acquisition of Somerset CAPs and Advisors ("Somerset").

(3) These costs relate to incremental non-recurring lease expense incurred as a result of CBIZ's real estate optimization efforts.

(4) These costs include, but are not limited to, certain non-recurring legal and other professional service costs incurred in connection with the announced purchase of Marcum.

# Adjusted Pre-Tax Income and Margin Reconciliation



**GAAP RECONCILIATION**  
**Pre-tax Income to Adjusted Pre-tax Income<sup>(1)</sup>**  
*(In thousands)*

	2023		2022		2021		2020		2019	
	Amounts	% of Revenue	Amounts	% of Revenue	Amounts	% of Revenue	Amounts	% of Revenue	Amounts	% of Revenue
<b>Pre-tax income</b>	<b>\$ 166,303</b>	<b>10.4%</b>	<b>\$ 141,475</b>	<b>10.0%</b>	<b>\$ 93,016</b>	<b>8.4%</b>	<b>\$ 103,440</b>	<b>10.7%</b>	<b>\$ 92,554</b>	<b>9.8%</b>
Adjustments:										
Gain on sale of operations, net	-		-		(6,311)	-0.6%	-		-	
Gain on sale of assets, net	(2,863)	-0.2%	(2,391)	-0.2%	-		-		-	
Legal settlement, net	-		-		30,468	2.8%	-		-	
Transaction costs related to acquisitions <sup>(2)</sup>	611	0.0%	1,329	0.1%	-		-		-	
Integration and retention costs related to acquisitions <sup>(2)</sup>	2,782	0.2%	9,191	0.7%	-		-		-	
Facility optimization costs <sup>(3)</sup>	731	0.1%	-		-		-		-	
<b>Adjusted Pre-tax Income &amp; Adjusted Pre-tax income margin <sup>(4)</sup></b>	<b>\$ 167,564</b>	<b>10.5%</b>	<b>\$ 149,604</b>	<b>10.6%</b>	<b>\$ 117,173</b>	<b>10.6%</b>	<b>\$ 103,440</b>	<b>10.7%</b>	<b>\$ 92,554</b>	<b>9.8%</b>
<b>Revenue</b>	<b>\$ 1,591,194</b>		<b>\$ 1,411,979</b>		<b>\$ 1,104,925</b>		<b>\$ 963,897</b>		<b>\$ 948,424</b>	

<sup>(1)</sup> This table reconciles Adjusted income before income tax expense (Adjusted Pre-tax Income) to the most directly comparable GAAP financial measures. Adjusted Pre-tax Income excludes significant one-time non-recurring gains and losses that management does not consider ongoing in nature.

<sup>(2)</sup> These costs include, but are not limited to, certain consulting, technology, personnel, as well as other first year operating and general administrative costs that are non-recurring in nature. Amounts reported in 2023 related to the costs incurred related to the Somerset acquisition and those in 2022 related to the Marks Paneth LLP ("Marks Paneth") acquisition.

<sup>(3)</sup> These costs related to incremental non-recurring lease expense incurred as a result of CBIZ's real estate optimization efforts.

<sup>(4)</sup> Adjusted Pre-Tax Income Margin is defined as CBIZ's Adjusted Pre-Tax Income as a percentage of Revenue.

# Adjusted EPS Reconciliation



## GAAP RECONCILIATION

### Net income and Diluted Earnings Per Share ("EPS") to Adjusted Net Income and Adjusted EPS<sup>(1)</sup>

(In thousands, except per share data)

	Year Ended December 31,									
	2023	EPS	2022	EPS	2021	EPS	2020	EPS	2019	EPS
<b>Net income</b>	<b>\$ 120,968</b>	<b>\$ 2.39</b>	<b>\$ 105,354</b>	<b>\$ 2.01</b>	<b>\$ 70,887</b>	<b>\$ 1.32</b>	<b>\$ 78,299</b>	<b>\$ 1.41</b>	<b>\$ 70,714</b>	<b>\$ 1.26</b>
Adjustment										
Gain on sale of operations, net	-	-	-	-	(6,311)	(0.12)	-	-	-	-
Gain on sale of assets, net	(2,863)	(0.06)	(2,391)	(0.05)	-	-	-	-	-	-
Legal settlement, net	-	-	-	-	30,468	0.57	-	-	-	-
Transaction costs related to acquisitions <sup>(2)</sup>	611	0.01	1,329	0.03	-	-	-	-	-	-
Integration and retention costs related to acquisitions <sup>(2)</sup>	2,782	0.06	9,191	0.18	-	-	-	-	-	-
Income tax effect related to adjustments	(344)	(0.01)	(2,075)	(0.04)	(5,746)	(0.11)	-	-	-	-
<b>Adjusted net income</b>	<b>\$ 121,885</b>	<b>\$ 2.41</b>	<b>\$ 111,408</b>	<b>\$ 2.13</b>	<b>\$ 89,298</b>	<b>\$ 1.66</b>	<b>\$ 78,299</b>	<b>\$ 1.41</b>	<b>\$ 70,714</b>	<b>\$ 1.26</b>
<b>Diluted weighed average common shares outstanding</b>	50,557		52,388		53,723		55,359		55,895	

(1) CBIZ reports its financial results in accordance with GAAP. This table reconciles Adjusted net income and Adjusted EPS to the most directly comparable GAAP financial measures, "Net income" and "Diluted earnings per share". Adjusted net income and Adjusted EPS are not defined by GAAP and should not be regarded as an alternative or replacement to any financial information determined under GAAP. Adjusted net income and Adjusted EPS exclude significant non-operating related gains and losses that management does not consider ongoing in nature. These non-GAAP financial measures are used by the Company as performance measures to evaluate, assess and benchmark the Company's operational results and to evaluate results related to employee compensation targets. Accordingly, the Company believes the presentation of these non-GAAP financial measures allows its stockholders, debt holders and other interested parties to meaningfully compare the Company's period-to-period operating results.

(2) These costs include, but are not limited to, certain consulting, technology, personnel, as well as other first year operating and general administrative costs that are non-recurring in nature. Amounts reported in 2023 related to the costs incurred related to the Somerset acquisition and those in 2022 related to the Marks Paneth acquisition.

(3) These costs related to incremental non-recurring lease expense incurred as a result of CBIZ's real estate optimization efforts.

# Adjusted EBITDA Reconciliation



**GAAP RECONCILIATION**  
**Reconciliation of Net Income to Adjusted EBITDA <sup>(1)</sup>**  
*(In thousands)*

	Year Ended December 31,				
	2023	2022	2021	2020	2019
<b>Net income</b> .....	\$ 120,968	\$ 105,354	\$ 70,887	\$ 78,299	\$ 70,714
Interest expense.....	20,131	8,039	3,868	4,983	5,765
Income tax expense.....	45,335	36,121	22,129	25,141	21,840
(Gain) loss on sale of operations, net.....	(176)	(413)	(5,995)	509	(417)
Gain on sale of assets, net .....	(2,863)	(2,391)	-	-	-
Legal settlement, net.....	-	-	30,468	-	-
Transaction costs related to acquisitions <sup>(2)</sup> .....	611	1,329	-	-	-
Integration and retention costs related to acquisitions <sup>(2)</sup> .....	2,782	9,191	-	-	-
Facility optimization costs <sup>(3)</sup> .....	731	-	-	-	-
Depreciation.....	12,475	11,231	10,781	9,568	8,283
Amortization.....	23,794	21,664	16,297	13,571	14,062
<b>Adjusted EBITDA</b> .....	<b>\$ 223,788</b>	<b>\$ 190,125</b>	<b>\$ 148,435</b>	<b>\$ 132,071</b>	<b>\$ 120,247</b>
<b>Adjusted EBITDA Margin <sup>(4)</sup></b>	<b>14.1%</b>	<b>13.5%</b>	<b>13.4%</b>	<b>13.7%</b>	<b>12.7%</b>

(1) CBIZ reports its financial results in accordance with GAAP. This table reconciles Adjusted EBITDA to the most directly comparable GAAP financial measure, "Net Income". Adjusted EBITDA is not defined by GAAP and should not be regarded as an alternative or replacement to any financial information determined under GAAP. Adjusted EBITDA excludes significant non-operating related gains and losses that management does not consider on-going in nature. This non-GAAP financial measure is used by the Company as a performance measure to evaluate, assess and benchmark the Company's operational results and to evaluate results relative to employee compensation targets. Accordingly, the Company believes the presentation of this non-GAAP financial measure allows its stockholders, debt holders and other interested parties to meaningfully compare the Company's period-to-period operating results.

(2) These costs include, but are not limited to, certain consulting, technology, personnel, as well as other first year operating and general administrative costs that are non-recurring in nature. Amounts reported in 2023 related to the costs incurred related to the Somerset acquisition and those in 2022 related to the Marks Paneth acquisition.

(3) These costs related to incremental non-recurring lease expense incurred as a result of CBIZ's real estate optimization efforts.

(4) Adjusted EBITDA Margin is defined as CBIZ's Adjusted EBITDA as a percentage of Revenue.

# Adjusted EPS Guidance Reconciliation



## GAAP RECONCILIATION

### Full Year 2024 Diluted Earnings Per Share ("EPS") Guidance to Full Year 2024 Adjusted Diluted EPS <sup>(1)</sup>

(In thousands)

	Full Year 2024 Guidance			
	Low		High	
<b>Diluted EPS - GAAP Guidance</b>	\$	<b>2.37</b>	\$	<b>2.42</b>
<b>Adjustments:</b>				
Transaction costs <sup>(2)</sup>		0.31		0.31
Other adjustments <sup>(3)</sup>		(0.04)		(0.04)
<b>Adjusted Diluted EPS Guidance</b>	\$	<b>2.64</b>	\$	<b>2.69</b>
<b>GAAP Diluted EPS for 2023</b>	\$	<b>2.39</b>	\$	<b>2.39</b>
<b>Adjusted Diluted EPS for 2023</b>	\$	<b>2.41</b>	\$	<b>2.41</b>
GAAP Diluted EPS Range		(1)%		1%
Adjusted Diluted EPS Range		10%		12%

- (1) The full year 2024 guidance is based on management's current expectations for the remainder of 2024, excluding the impact of the announced acquisition of Marcum.
- (2) These costs include, but are not limited to, certain non-recurring legal and other professional service costs incurred in connection with the announced acquisition of Marcum.
- (3) These adjustments include, but are not limited to, certain non-recurring consulting, technology, personnel, and other first year operating and general administrative costs incurred related to the acquisitions of Erickson, Brown & Kloster, LLC and CompuData, Inc., as well as the gain on sale of certain operations.



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