SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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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

1. Name and Address of Reporting Person* <u>GROVE WARE H</u>			2. Issuer Name and Ticker or Trading Symbol CBIZ, Inc. [CBZ]		ationship of Reporting Pers all applicable) Director	10% Owner				
(Last) C/O CBIZ, INC.	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/09/2024	X	Officer (give title below) C.F.O.	Other (specify below)				
5959 ROCKSIDE WOODS BLVD. N., SUIT			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	,					
CLEVELAND	ОН	44131			Person					
(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.							
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										

6. Ownership Form: Direct 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5. Amount of 7. Nature Date Execution Date, Transaction Securities of Indirect if any (Month/Day/Year) (Month/Day/Year) Code (Instr. 5) Reneficially (D) or Indirect Beneficial 8) Owned Following (I) (Instr. 4) Ownership Reported (Instr. 4) (A) or (D) Transaction(s Code v Amount Price (Instr. 3 and 4) 02/09/2024 **A**⁽¹⁾ Common Stock 35,184 \$<mark>0</mark> 304,456 D Α **F**⁽²⁾ Common Stock 02/09/2024 15,781 D \$66.07 288,675 D A⁽³⁾ D Common Stock 02/09/2024 7.806 Α \$<mark>0</mark> 296.481 Common Stock 02/11/2024 Μ 5,864 Α (4) 302,345 D **F**(5) Common Stock 02/11/2024 2.631 D \$66.07 299.714 D Common Stock 02/11/2024 Μ 4,089 Α (4) 303,803 D

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

F(5)

1.834

D

\$66.07

301.969

D

			(0.9.,	(e.g., puts, cans, 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)		n of		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	4			
Restricted Stock Units	(4)	02/11/2024		М			5,864	(6)	(6)	Common Stock	5,864	(4)	0	D	
Restricted Stock Units	(4)	02/11/2024		М			4,089	(7)	(7)	Common Stock	4,089	(4)	4,090	D	

Explanation of Responses:

Common Stock

1. These shares were issued pursuant to the vesting of performance-based performance share unit awards made in 2021.

2. Tax related to the vesting of performance share unit awards.

3. On February 9, 2024, the reporting person was granted 7,806 restricted stock units, vesting in three (3) equal annual installments beginning on the first anniversary of the grant date. Restricted stock units convert into common stock on a one-for-one bases

4. Restricted stock units convert into common stock on a one-for-one basis.

5. Tax related to vesting of restricted stock units

6. On February 11, 2021, the reporting person was granted 17,592 restricted stock units, vesting in three equal annual installments beginning on the first anniversary of the grant date.

7. On February 11, 2022, the reporting person was granted 12,269 restricted stock units, vesting in three equal annual installments beginning on the first anniversary of the grant date.

/s/ Jaileah X. Huddleston, attorney-In-fact for Ware H. Grove Date

02/13/2024

** Signature of Reporting Person

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).

02/11/2024

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.