

<p style="text-align: center;"><b>SUMMARY OF MATERIAL MODIFICATIONS</b> <b>CBIZ, Inc. Retirement Savings Plan (“PLAN”)</b></p>
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Due to the recent amendment of the above-referenced Plan, changes have been made that could affect your rights under the Plan. This Summary of Material Modifications (SMM) describes the recent Plan amendment and how that amendment may affect you. This Summary of Material Modifications overrides any inconsistent information included in the Plan’s Summary Plan Description (SPD) or other Plan forms.

The modifications described in this Summary of Material Modifications are effective as of 1-1-2016. All other provisions are effective as described in the Summary Plan Description.

**GENERAL INFORMATION AND DEFINITIONS**

Article 2 of the SPD describes general information and definitions applicable to the Plan. The Plan has been amended to change certain general information or definitions. This section describes the changes that were made to the information contained in Article 2 of the SPD.

**Compensation:** The definition of “compensation” under the Plan has been amended. Unless designated otherwise, the new definition of compensation under the Plan includes your total taxable wages or salary increased to include any pre-tax salary reduction contributions you make under any other plans we maintain (including any pre-tax contributions you make under a medical reimbursement plan (i.e., a cafeteria plan)). However, in determining the amount of compensation taken into account under the Plan, the following types of compensation are excluded from the definition of compensation:

- Payments for unused leave, such as unused sick leave, vacation, or other leave that is paid after severance of employment.
- Amounts received after termination of employment are excluded with the exception of compensation earned prior to termination of employment and received after termination of employment where the termination of employment is due to divestiture from CBIZ.

**Additional Information**

If you have any questions about the modifications described in this Summary of Material Modifications or about the Plan in general, or if you would like a copy of the Summary Plan Description or other Plan documents, you may contact:

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