



Employee Stock Purchase Plan (ESPP) Highlights

Note: This is only a brief overview of the CBIZ Inc. Employee Stock Purchase Plan.

All information in this Plan Highlights statement is subject to the provisions of the Plan. If there is a conflict, the Plan Summary and Prospectus will govern.

Purchase Discounted Company Stock

Under the ESPP, you are allowed to purchase CBIZ, Inc. common stock at a 15% discount. Your contributions are automatically deducted from your paycheck and set aside to purchase shares of CBIZ, Inc. common stock.

Eligibility

You are eligible to participate in the ESPP if you:

- Are an employee of CBIZ Inc, or any parent or participating subsidiary;
- Customarily work more than five months per calendar year and for more than 20 hours per week;
- Have been employed by the Company for at least 90 days prior to the beginning of a purchase period; and
- Do not own 5% or more of the total voting power or value of the Company, any parent or subsidiary of the Company.

Terms to Know

- The **“Purchase Period”** – The days your payroll deductions are accumulating in order to make a purchase of discounted stock.
- The **“Grant Date”** is the first business day of the purchase period.
- The **“Expiration Date”** is the last day of the purchase period. The typical purchase period will be from the 16th day of each calendar month until the 15th day of the following month.
- Purchases are usually made by Computershare on the Expiration Date of each Purchase Period.

Enrollment

- After achieving eligibility, you may logon at www.cbizesc.com to print plan materials and the CBIZ ESPP Election Form.
- If you wish to enroll in the Plan, you must complete and submit the CBIZ ESPP Election Form to your Payroll Specialist. Please contact the Employee Service Center at 1-877-227-4372 if you need assistance.
- Following the confirmation of your eligibility, every effort will be made to begin your ESPP payroll deduction for a specific payroll cycle if your Election Form is received by your Payroll Specialist at least seven business days prior to the end of the payroll period.
- You may enroll anytime after achieving eligibility.

Employee Contributions

- You may contribute at least \$25 of each paycheck on an after-tax basis. You may increase, decrease or cancel your contribution only once during a “Purchase Period”.
- Your total maximum contribution in any one calendar year is \$25,000. CBIZ pays the discounted portion, included in the maximum, so the employee contribution maximum is \$21,250.



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Purchase of Shares	<ul style="list-style-type: none"> Your payroll deductions are made from your eligible compensation on an after-tax basis and will be held by the Company in a non-interest-bearing account. The shares are purchased once a month at the end of the purchase period (typically, the purchase period will be between the 16th of a month and the 15th of the next month). The purchase price is 85% of the closing stock price of CBIZ stock on the last business day prior to the 15th of the month (assuming the typical purchase period).
Increasing or Decreasing Contributions	<ul style="list-style-type: none"> You may change your contribution amount by completing a new Election Form and returning the form to your Payroll Specialist. The change will be processed as soon as administratively possible after receipt. You may change your contributions only once per purchase period.
Stopping Contributions	<ul style="list-style-type: none"> You may stop your contributions at any time prior to the payroll deadline immediately preceding the last day of the purchase period. You must complete and submit a new Election Form and return it to your Payroll Specialist to stop deductions. Your deductions will stop as soon as administratively possible upon receipt of the form. A new Election Form is required to start a new payroll deduction.
Holding Period	<ul style="list-style-type: none"> CBIZ requires you to hold stock purchased under this Plan for a <u>minimum</u> holding period of one year. You can not sell this stock during the 1-year holding period.
Tax Information	<ul style="list-style-type: none"> Earnings associated with the disposal of your shares of stock are subject to taxation but will vary depending on how long you have held them. Please consult with your tax advisor for the tax impact to you.
Additional Information	<ul style="list-style-type: none"> CBIZ, Inc. pays all expenses associated with Plan purchases. You will pay all commission fees on the sale of your stock. You will receive a quarterly statement from Computershare which will include the market value of your account and information regarding purchases and sales made during the quarter. If you have previously participated in the Employee Stock Purchase Plan, you will find the statement reflects plan activities separately.