



ACCOUNTING | INSURANCE | ADVISORY

Fourth Quarter & Full Year 2023

Investor Presentation

February 15, 2024

CBIZ.COM | NYSE: CBZ

Forward-Looking Statements & Non-GAAP Measures



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; 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 will 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; there is volatility in our stock price. A more detailed description of such risks and uncertainties may be found in the Company's filings with the Securities and Exchange Commission at 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.

The Company has included certain Non-GAAP measures in this presentation. Non-GAAP measures are commonly used by the Company, its stockholders and debt holders to evaluate, assess and benchmark the Company's operational results and to provide an additional measure with respect to the Company's ability to meet future debt obligations. Reconciliations for Non-GAAP measures can be found in the Appendix.



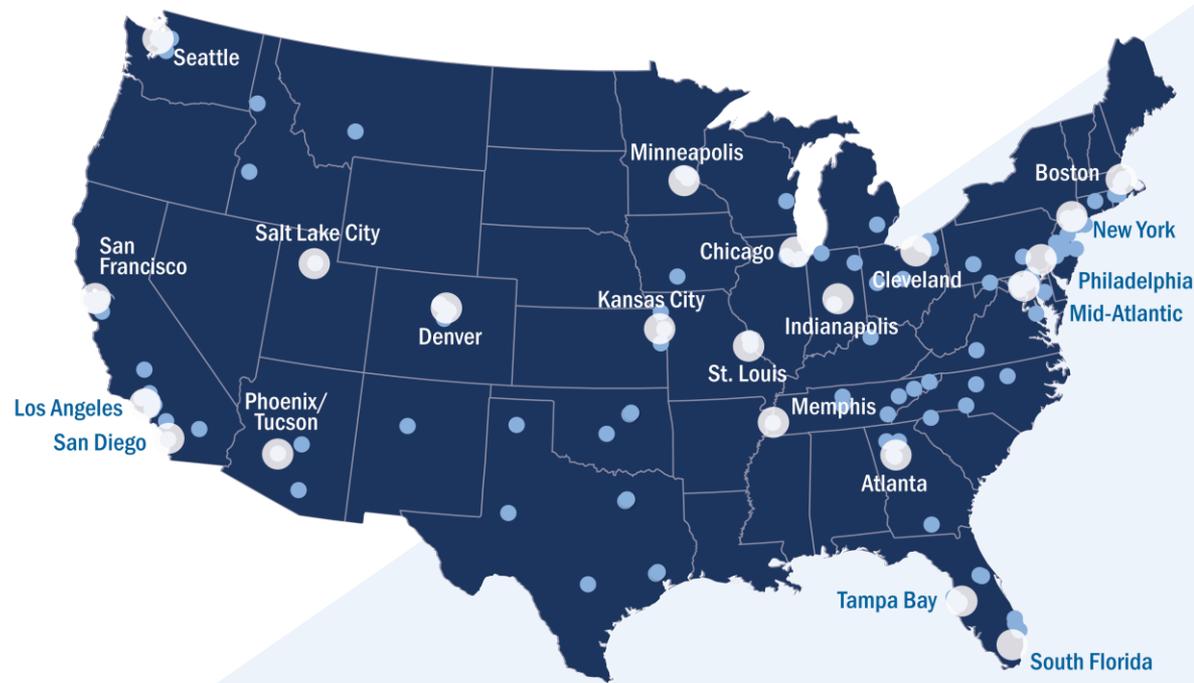
Your Team.

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 suburban 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%

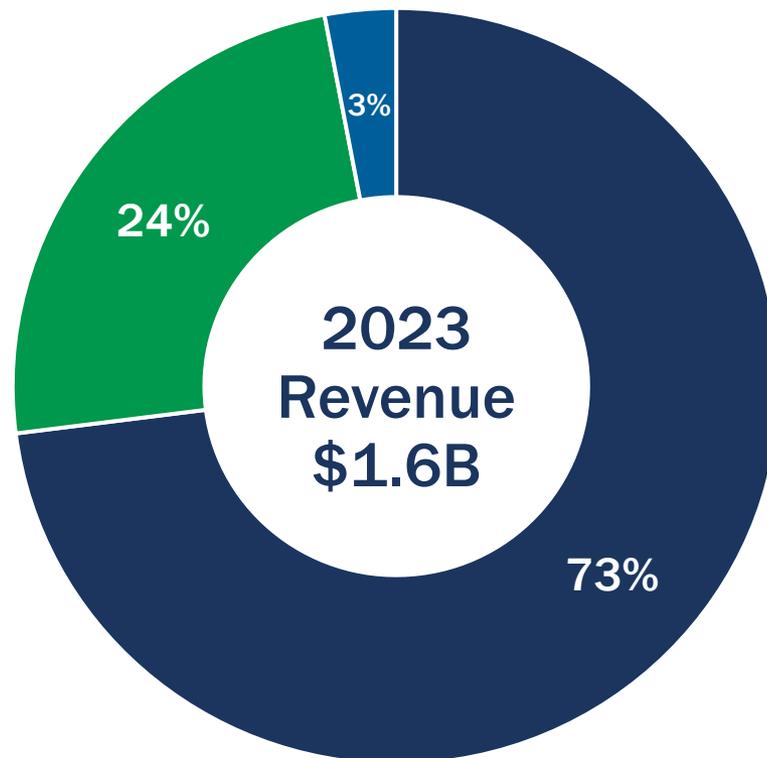
BENEFITS & INSURANCE SERVICES

- 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%

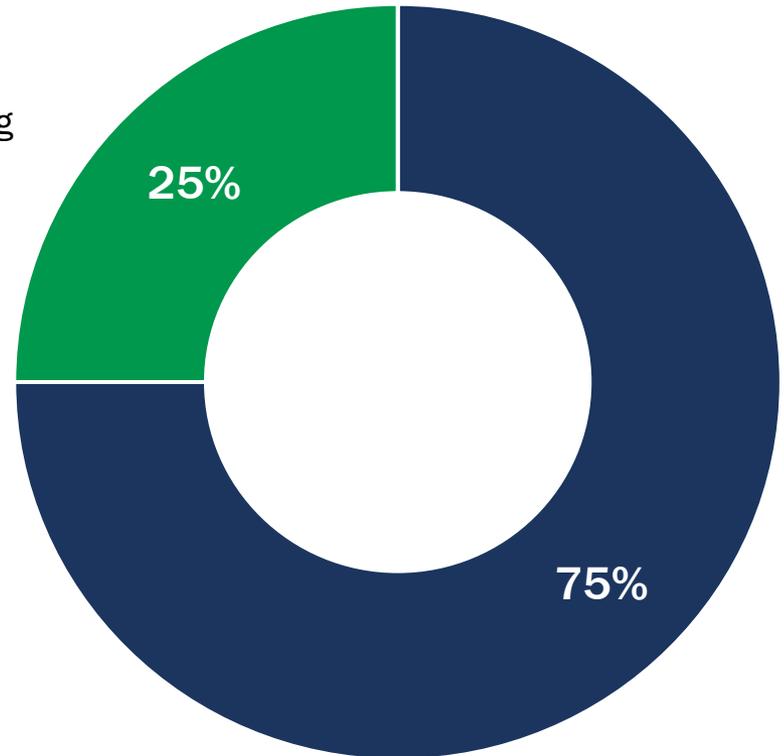
RECURRING
SERVICES

- Annual Tax Compliance
- 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: small- & medium-sized business



100,000+

TOTAL
CLIENTS



~60,000

BUSINESS
CLIENTS

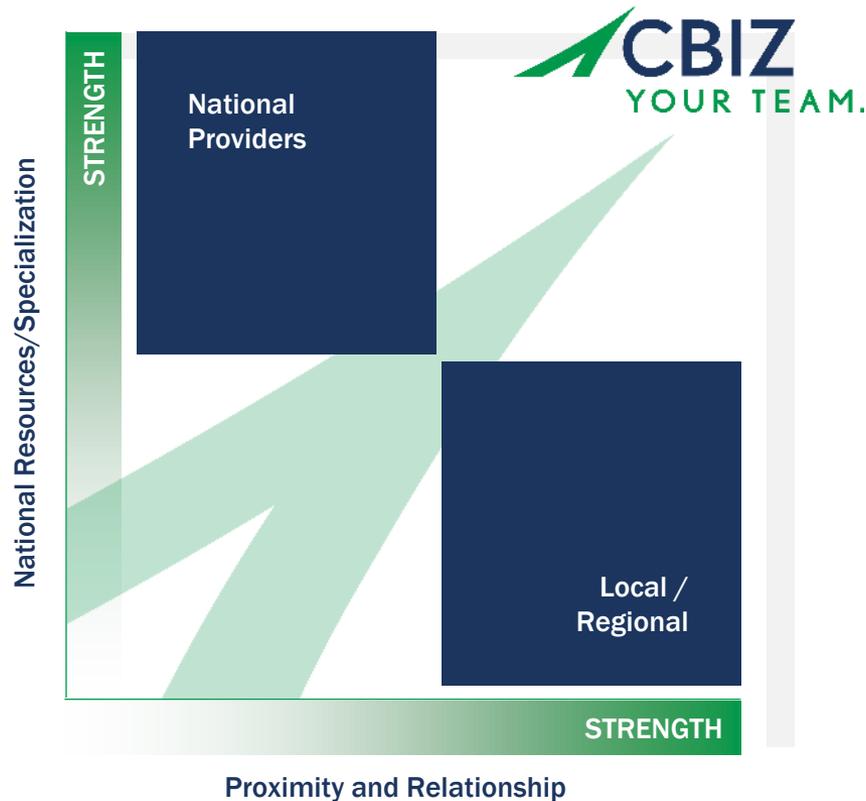


~90%

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

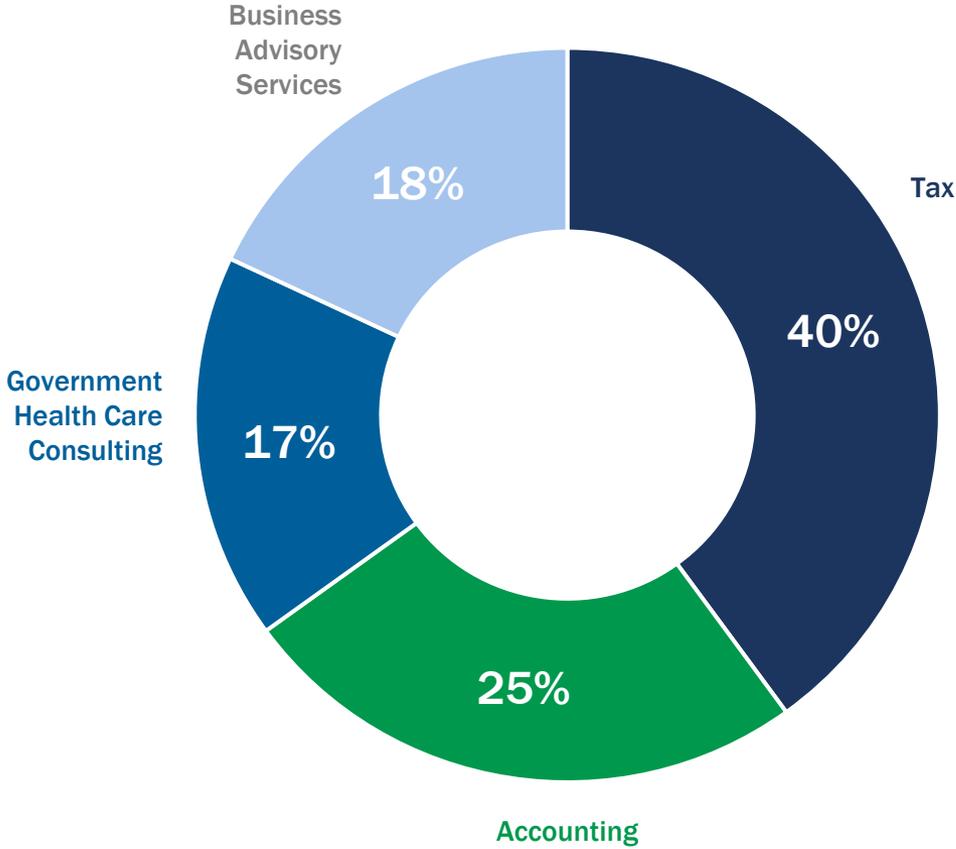


Top 12

Accounting Provider Nationally 2023
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

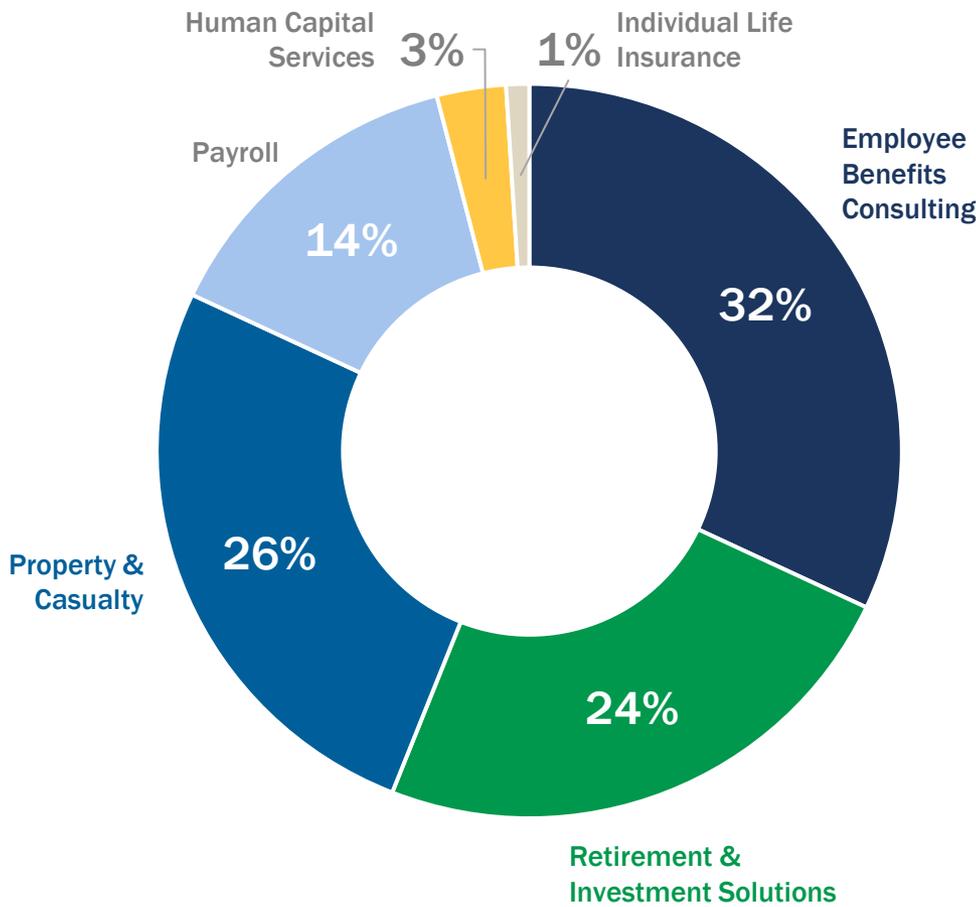
Broker of U.S. Business 2023
by BI Magazine

Top 3

Institutional Consulting Team
by Barron's 2023

BEST

Places to Work in Insurance 2023
by BI Magazine



2023

Revenue
\$382.6M

Operating Income
\$72.1M

Operating Margin
18.8%

Our People, Culture & Recognition

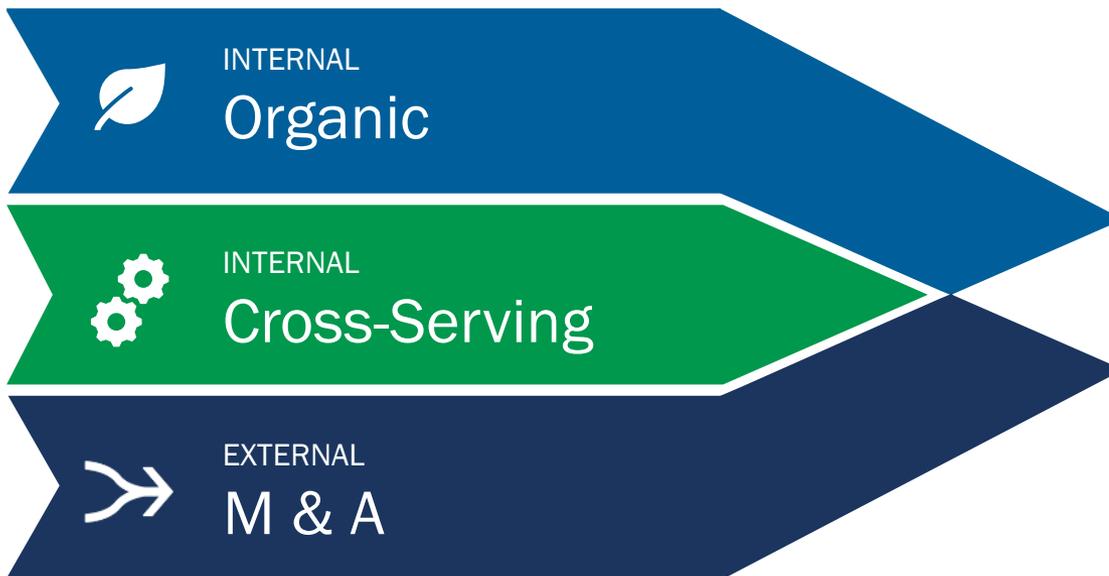


CEO ACTION FOR DIVERSITY & INCLUSION



Focus on Growth

REVENUE GROWTH COMPONENTS



Compounded Annual
Growth Rate since 2019

13.8%

17.4%

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

Growth by Acquisition



STRATEGY

- Enter attractive geographic markets
- Strengthen presence in existing market
- 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 ⁽¹⁾ (IN MILLIONS)	\$92.6	\$167.6	81.0%	16.0%
PRE-TAX MARGIN	9.8%	10.5%	+60 bps	
ADJUSTED PRE-TAX MARGIN ⁽¹⁾	9.8%	10.4%	+60 bps	
GAAP EPS	\$1.26	\$2.39	89.7%	17.4%
ADJUSTED EPS ⁽¹⁾	\$1.26	\$2.41	91.3%	17.6%
ADJUSTED EBITDA ⁽¹⁾ (IN MILLIONS)	\$120.2	\$223.8	86.1%	16.8%

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

2023 Highlights & 2024 Guidance



SEGMENT	2023 SAME-UNIT REVENUE GROWTH	2023 TOTAL REVENUE GROWTH	2024 GUIDANCE ⁽¹⁾
FINANCIAL SERVICES	7.6%	14.9%	
BENEFITS AND INSURANCE SERVICES	6.5%	6.9%	
NATIONAL PRACTICES	9.1%	9.1%	
REVENUE	7.4%	12.7%	7% to 9%
GAAP EPS		18.9%	13% to 15%
ADJUSTED EPS ⁽²⁾		13.1%	12% to 14%
TAX RATE		27.3%	~28%
SHARE COUNT (WEIGHTED AVERAGE FULLY DILUTED)		50.6M	50.0M to 50.5M

(1) Reflects guidance issued by the Company on February 15, 2024. This guidance speaks only as of this date and this presentation does not constitute confirmation or updating of guidance.

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

Capital Structure



	STRATEGIC ACQUISITIONS <ul style="list-style-type: none"> ▪ Focused on high-growth opportunities ▪ Average three to five annually 	SHARE REPURCHASES <ul style="list-style-type: none"> ▪ Strategic approach to open market repurchases ▪ Neutralize impact of newly issued shares 	CAPEX <ul style="list-style-type: none"> ▪ Facility improvements ▪ Office equipment 	DEBT LEVERAGE <ul style="list-style-type: none"> • Strong cash flow from operations • \$600M unsecured credit facility
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
2018	\$41.7M	0.8M/\$15.6M	\$14.6M	1.3X
Total	\$467.2M	11.4M/\$382.8M	\$80.9M	

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%⁽¹⁾

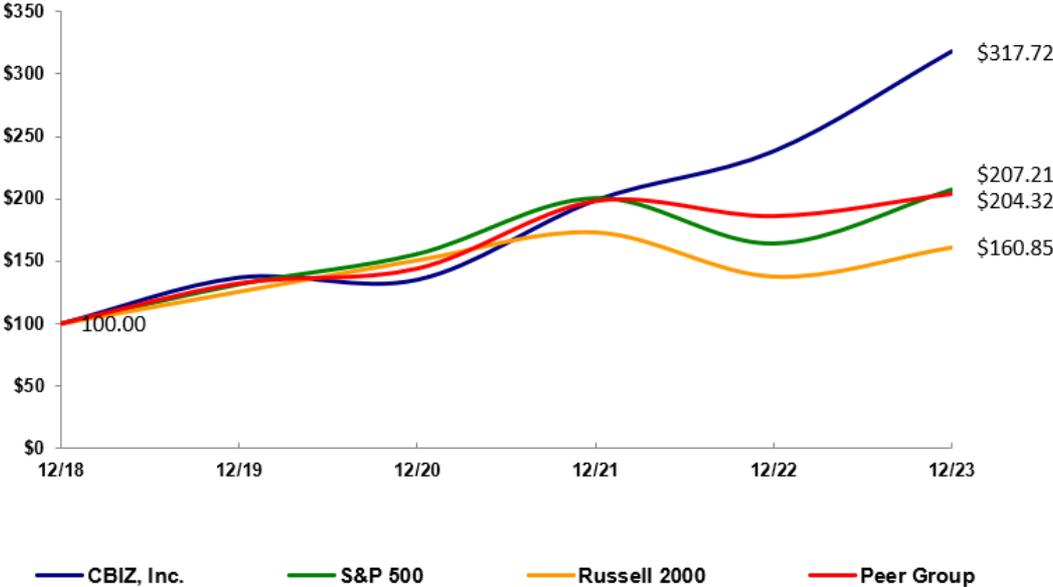
(1) Non-GAAP financial measure. See Appendix for GAAP reconciliation.

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 CBIZ, Inc. 2023 proxy statement. 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⁽¹⁾



LONG-TERM GOALS – BEYOND 2024

- Earnings Growth 2X Revenue
- Revenue Growth



(1) Reflects guidance issued by the Company on February 15, 2024. This guidance speaks only as of this date and this presentation does not constitute confirmation or updating of guidance.



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



*Indicates multi-award winner

** CBIZ is a business consulting, tax and financial services provider and works closely with MHM (Mayer Hoffman McCann P.C.), an independent CPA firm providing audit, review and attest services. CBIZ and MHM are members of Kreston Global, a worldwide network of independent accounting firms.

YTD Adjusted EPS and EBITDA Reconciliation



GAAP RECONCILIATION

Net Income and Diluted Earnings Per Share ("EPS") to Adjusted Net Income, EPS and EBITDA⁽¹⁾

(In thousands)

	TWELVE MONTHS ENDED DECEMBER 31, 2023		TWELVE MONTHS ENDED DECEMBER 31, 2022	
	Amounts	EPS	Amounts	EPS
Net income	\$ 120,968	\$ 2.39	\$ 105,354	\$ 2.01
Adjustments:				
Gain on sale of assets, net	(2,863)	(0.06)	(2,391)	(0.05)
Transaction costs related to acquisitions ⁽²⁾	611	0.01	1,329	0.03
Integration & retention costs related to acquisitions ⁽²⁾	2,782	0.06	9,191	0.18
Facility optimization costs ⁽³⁾	731	0.02	-	-
Income tax effect related to adjustments	(344)	(0.01)	(2,075)	(0.04)
Adjusted net income	\$ 121,885	\$ 2.41	\$ 111,408	\$ 2.13
Interest expense	20,131		8,039	
Income tax expense	45,335		36,121	
Gain on sale of operations, net	(176)		(413)	
Tax effect related to the adjustments above	344		2,075	
Depreciation	12,475		11,231	
Amortization	23,794		21,664	
Adjusted EBITDA	\$ 223,788		\$ 190,125	

(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 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 Pre-Tax Income and Margin Reconciliation



GAAP RECONCILIATION Pre-tax Income to Adjusted Pre-tax Income⁽¹⁾ *(In thousands)*

	2023		2022		2021		2020		2019	
	Amounts	% of Revenue	Amounts	% of Revenue						
Pre-tax income	\$ 166,303	10.4%	\$ 141,475	10.0%	\$ 93,016	8.4%	\$ 103,440	10.7%	\$ 92,554	9.8%
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 ⁽²⁾	611	0.0%	1,329	0.1%	-		-		-	
Integration and retention costs related to acquisitions ⁽²⁾	2,782	0.2%	9,191	0.7%	-		-		-	
Facility optimization costs ⁽³⁾	731	0.1%	-		-		-		-	
Adjusted pre-tax income	\$ 167,564	10.5%	\$ 149,604	10.6%	\$ 117,173	10.6%	\$ 103,440	10.7%	\$ 92,554	9.8%

⁽¹⁾ CBIZ reports its financial results in accordance with GAAP. This table reconciles Adjusted income before income tax expense (Adjusted Pre-tax Income) to the most directly comparable GAAP financial measures, "Income before income tax expense" (Pre-tax Income). Adjusted Pre-tax Income is not defined by GAAP and should not be regarded as an alternative or replacement to any financial information determined under GAAP. Adjusted Pre-tax Income excludes significant one-time non-recurring gains and losses that management does not consider ongoing 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. 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.

Adjusted EPS Reconciliation



GAAP RECONCILIATION

Net income and Diluted Earnings Per Share ("EPS") to Adjusted Net Income and Adjusted EPS⁽¹⁾

(In thousands, except per share data)

	Year Ended December 31,									
	2023	EPS	2022	EPS	2021	EPS	2020	EPS	2019	EPS
Net income	\$ 120,968	\$2.39	\$105,354	\$2.01	\$70,887	\$1.32	\$78,299	\$1.41	\$70,714	\$1.26
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 ⁽²⁾	611	0.01	1,329	0.03	-	-	-	-	-	-
Integration and retention costs related to acquisitions ⁽²⁾	2,782	0.06	9,191	0.18	-	-	-	-	-	-
Facility optimization costs ⁽³⁾	731	0.02	-	-	-	-	-	-	-	-
Income tax effect related to adjustments	(344)	(0.01)	(2,075)	(0.04)	(5,746)	(0.11)	-	-	-	-
Adjusted net income	\$ 121,885	\$2.41	\$111,408	\$2.13	\$89,298	\$1.66	\$78,299	\$1.41	\$70,714	\$1.26
Diluted weighed average common shares outstanding	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 excludes 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 ⁽¹⁾

(In thousands)

	Year Ended December 31,				
	2023	2022	2021	2020	2019
Net income	\$ 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 ⁽²⁾	611	1,329	-	-	-
Integration and retention costs related to acquisitions ⁽²⁾	2,782	9,191	-	-	-
Facility optimization costs ⁽³⁾	731	-	-	-	-
Depreciation.....	12,475	11,231	10,781	9,568	8,283
Amortization.....	23,794	21,664	16,297	13,571	14,062
Adjusted EBITDA	\$ 223,788	\$ 190,125	\$ 148,435	\$ 132,071	\$ 120,247
Adjusted EBITDA Margin	14.1%	13.5%	13.4%	13.7%	12.7%

- (1) CBIZ reports its financial results in accordance with GAAP. This table reconciles Non-GAAP financial measures to the nearest GAAP financial measure, "Net Income". Adjusted EBITDA and Adjusted EBITDA Margin are not defined by GAAP and should not be regarded as an alternative or replacement to financial information determined under GAAP. Adjusted EBITDA and Adjusted EBITDA Margin are commonly used by the Company as performance measures to evaluate, assess and benchmark the Company's operational results and to provide an additional measure with respect to the Company's ability to meet future debt obligations. 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 EPS Guidance Reconciliation



GAAP RECONCILIATION

Full Year 2024 Diluted Earnings Per Share ("EPS") Guidance to Full Year 2024 Adjusted Diluted EPS

(In thousands)

	Full Year 2024 Guidance	
	Low	High
Diluted EPS - GAAP Guidance	\$ 2.70	\$ 2.75
Adjusted Diluted EPS Guidance	\$ 2.70	\$ 2.75
GAAP Diluted EPS for 2023	\$ 2.39	\$ 2.39
Adjusted Diluted EPS for 2023	\$ 2.41	\$ 2.41
GAAP Diluted EPS Range	13%	15%
Adjusted Diluted EPS Range	12%	14%



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