

CBIZ, Inc.  
Form 8-K  
May 15, 2018

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**  
**PURSUANT TO SECTION 13 OR 15(d)**  
**OF THE SECURITIES EXCHANGE ACT OF 1934**

**May 10, 2018**

**Date of Report (Date of earliest event reported)**

**CBIZ, Inc.**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction**  
  
**of incorporation)**

**1-32961**  
**(Commission**  
  
**File Number)**

**22-2769024**  
**(IRS Employer**  
  
**Identification No.)**

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**6050 Oak Tree Boulevard, South, Suite 500**

**Cleveland, Ohio 44131**

**(Address of principal executive offices, including zip code)**

**216-447-9000**

**(Registrant's telephone number, including area code)**

**Not Applicable**

**(Former name or former address, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

## Item 5.07 Submission of Matters to a Vote of Security Holders

The annual meeting of stockholders of the Company was held on May 10, 2018. The following matters were voted on at the annual meeting:

1. The stockholders elected management's nominees for election as directors. The results of the vote taken were as follows:

| Directors           | For        | Against   | Abstain | Non<br>Votes |
|---------------------|------------|-----------|---------|--------------|
| Michael H. DeGroote | 45,021,270 | 380,217   | 27,032  | 4,006,744    |
| Gina D. France      | 45,191,391 | 210,096   | 27,032  | 4,006,744    |
| Todd J. Slotkin     | 43,453,050 | 1,953,231 | 22,238  | 4,006,744    |

2. The stockholders ratified the selection by the Audit Committee of the Board of Directors of KPMG LLP as the Company's independent registered public accounting firm for the year ending December 31, 2018. The results of the vote taken were as follows:

|         |            |
|---------|------------|
| For     | 48,894,977 |
| Against | 534,189    |
| Abstain | 6,097      |

3. The stockholders approved, on an advisory basis, the compensation of the Company's Named Executive Officers as disclosed in the 2018 proxy statement. The results of the vote taken were as follows:

|           |            |
|-----------|------------|
| For       | 44,281,647 |
| Against   | 1,112,342  |
| Abstain   | 34,530     |
| Non Votes | 4,006,744  |

4. The stockholders declined to approve the passage of such other business as may properly be brought at the 2018 Annual Meeting. No such other business was presented for vote at the meeting. The results of the vote taken were as follows:

|           |            |
|-----------|------------|
| For       | 13,105,993 |
| Against   | 31,755,197 |
| Abstain   | 567,329    |
| Non Votes | 4,006,744  |

SIGNATURES:

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: May 15, 2018

CBIZ, Inc.

By: /s/ Michael W. Gleespen

Name: Michael W. Gleespen

Title: Corporate Secretary