# trinet

# **Investor Presentation**

July 2023 - October 2023

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#### **Cautionary Note Regarding Forward-Looking Statements and Other Financial Information**

This presentation contains statements that are not historical in nature, are predictive in nature, or that depend upon or refer to future events or conditions or otherwise contain forward-looking statements within the meaning of Section 21 of the Securities Exchange Act of 1934, as amended, and the Private Securities Litigation Reform Act of 1995. Forward-looking statements are often identified by the use of words such as, but not limited to, "ability," "anticipate," "believe," "can," "continue," "could," "design," "estimate," "expect," "forecast," "hope," "impact," "intend," "may," "outlook," "plan," "potential," "predict," "project," "seek," "should," "strategy," "target," "value," "will," "would" and similar expressions or variations intended to identify forward-looking statements.

Examples of forward-looking statements include, among others, TriNet's guidance and expectations regarding future financial performance and TriNet's expectations regarding: our acquisitions of Zenefits and Clarus and our ability to diversify our offerings and grow the Zenefits and Clarus client base; the desirability of our new HRIS services and platform as an alternative to PEO for different SMBs; the impact of our PEO vertical strategy and the ability of that strategy to resonate with our clients and prospective clients; our ability to leverage our scale and industry HR experience to deliver compelling vertical product and service offerings; our ability to generate profitable growth and cash generation; our ability to improve retention, grow new sales and successfully pursue potential acquisitions; planned improvements to our operations, products, services and technology platform; our ability to drive operating efficiencies and improve the customer experience; our ability to grow EPS through operational improvements; the impact of our capital allocation strategy and share repurchase program; our ability to achieve the goals of our financial policy and the impact the policy on our business, operational and financial performance; the relative value of our benefit offerings versus those SMBs can independently obtain; the principal competitive drivers in our market; our plans to retain clients and manage client attrition; the impact of our investment strategy; seasonal trends and their impact on our business; fluctuations in the period-to-period timing of when we incur certain operating expenses; the estimates and assumptions we use to prepare our financial statements and guidance; and other expectations, outlooks and forecasts on our future business, operational and financial performance.

Important factors that could cause actual results to differ materially from those expressed or implied by our forward-looking statements include, but are not limited to, those discussed in our most recent Annual Report on Form 10-K. Quarterly Reports on Form 10-Q and the other filings we make with U.S. Securities and Exchange Commission, which are available on our investor relations website at <a href="http://investor.trintet.com">http://investor.trintet.com</a> and on the SEC website at <a href="http://investor.trintet.com">www.sec.gov,</a>, including risk factors associated with: our ability to manage unexpected changes in workers' compensation and health insurance claims and costs by worksite employees; our ability to mitigate the unique businesses that make up our client base; loss of clients for reasons beyond our control and the short-term contracts we typically use with our clients; the impact of regional or industry-specific economic and health factors on our operations; the impact of failures or limitations in the business systems and service centers we rely upon; the impact of our Recovery Credits on our business and client loyalty and retention; changes in our insurance coverage or our relationships with key insurance carriers; our ability to attract and regulatory expectations; our ability to effectively integrate businesses we have acquired or may acquire in the future; our ability to effectively manage and improve our operational effectiveness and resiliency; our ability to attract and realine qualified personnel; the effects of increased competition and our ability to protect against and remediate cyber-attacks, breaches, disclosures and other data-related incidents; our ability to protect against and remediate cyber-attacks, breaches, disclosures and off or our benefits plans to attract and whether attributable to us or our service providers; our ability to comply with evolving data privacy and security laws; our ability to manage changes in, uncertainty regarding, or adverse application of the

Forward-looking statements are not guarantees of future performance but are based on our expectations and assumptions as of the date of this presentation, which are inherently subject to uncertainties, risks and changes in circumstances that are difficult to predict. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause actual results, performance or achievements to be materially different from our current expectations and any past or future results, performance or achievements. Given these risks and uncertainties, investors are cautioned not to place undue reliance upon any forward-looking statements.

The information in this presentation only reflects our view as of the date on which this presentation is made. Except as required by law, neither we nor any other person assumes responsibility for the accuracy and completeness of the forward-looking statements in this presentation and we do not assume any obligation, and do not intend, to update any of our forward-looking statements.

### Disclaimer

#### **Non-GAAP Financial Measures**

In addition to financial measures presented in accordance with U.S. Generally Accepted Accounting Principles (GAAP), we present other non-GAAP financial measures in this presentation that we monitor and use to manage our business, to make planning decisions, to allocate resources, and to use as performance measures in our executive compensation plan. These key financial measures provide an additional view of our operational performance over the long term and provide useful information that we use in order to maintain and grow our business.

The presentation of these non-GAAP financial measures is used to enhance the understanding of certain aspects of our financial performance. It is not meant to be considered in isolation, superior to, or as a substitute, for the directly comparable financial measures prepared in accordance with GAAP. **Reconciliations of the non-GAAP financial measures included in this presentation to TriNet's financial results as determined in accordance with GAAP** are included in Appendix A, B, C and D.





- **1** Q2 2023 Financial Highlights
- 2 Guidance
- **3** Financial Review
- 4 TriNet Overview
- **5** Growth Strategy
- 6 Appendix

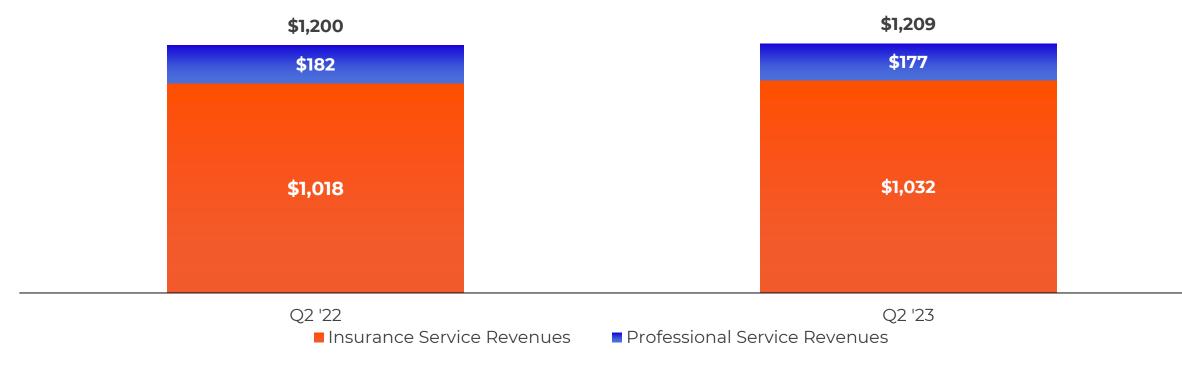


## **Q2 2023 Financial Highlights**



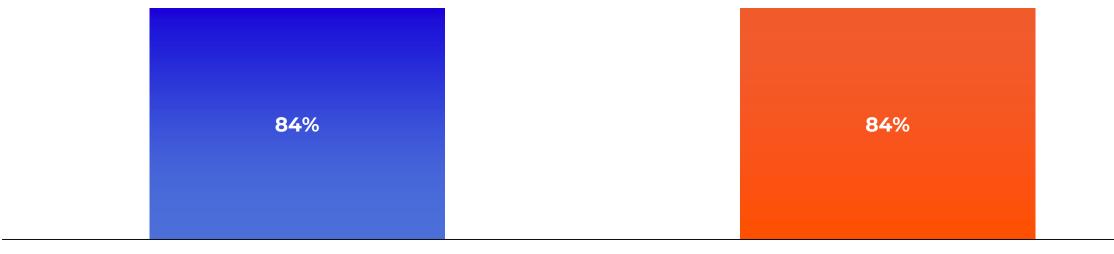
### **Q2 2023 Total Revenues<sup>4</sup>**

In Q2 '23, Total Revenues increased 1% year-overyear, and Professional Service Revenues decreased
3% year-over-year, driven by lower WSE volume offset by rate growth



### **Q2 2023 Insurance Cost Ratio**<sup>1,4</sup>

- Insurance Cost Ratio<sup>1</sup> was largely **unchanged** year-over-year in Q2 '23
- The Q2 '23 Insurance Cost Ratio was impacted by increased Insurance Cost growth driven by health utilization and health cost inflation offset by positive prior period development across health and workers compensation



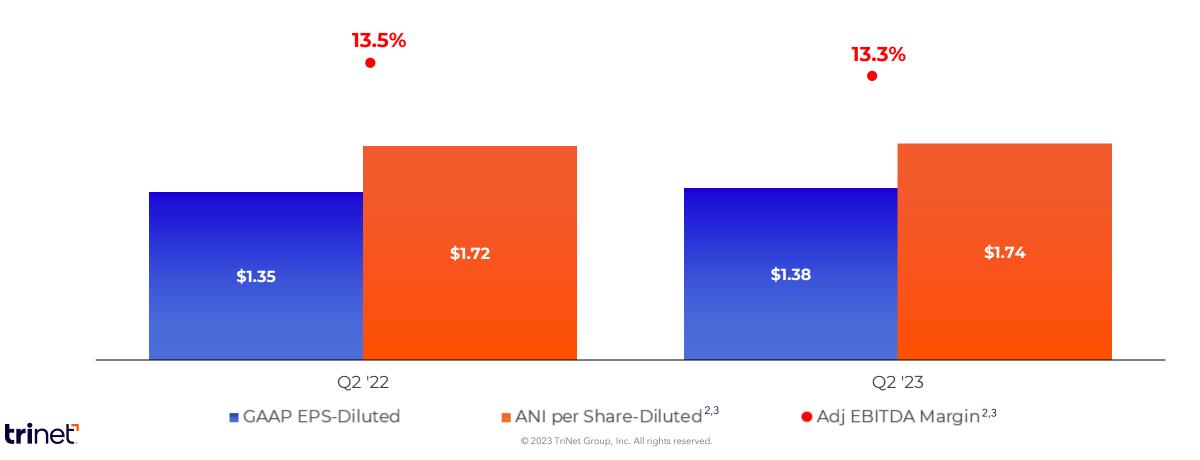


Q2 '23



### **Q2 2023 EPS<sup>4</sup> & Adjusted EBITDA Margin<sup>2,3,4</sup>**

- GAAP Net Income per share-diluted grew 2% and Adjusted Net Income (ANI) per share-diluted<sup>2,3</sup> grew 1% in Q2 '23
- For Q2 '23, Adjusted EBITDA Margin<sup>2,3</sup> contracted slightly



### Guidance

### **Guidance\***

	FY 2023	Δ	Q3 2023
GAAP Total Revenue	1% - 2%	-	-1% - 0%
Professional Service Revenue	0% - 2%	-1%	(2)% - 1%
Insurance Cost Ratio <sup>1</sup>	87% - 85.5%	-1.5%	89% - 87.5%
GAAP Earnings per Share	\$4.93 - \$5.71	+\$0.90	\$0.93 - \$1.16
Adjusted Net Income per Share <sup>2,3</sup>	\$6.25 - \$7.05	+\$0.78	\$1.25 - \$1.50

\* See Appendix C for a GAAP to Non-GAAP reconciliation of the guidance above.  $\Delta$  - Depicts change in guidance ranges from previous mid-point to current mid-point

### **Prior Fiscal Year Financial Review**



### **Financial Model**

### Revenue Growth

- Vertical strategy drives volume growth
- Customer experience drives
   retention
- Insurance products priced to risk

### EPS Growth from Operating Leverage

- Disciplined Operating Expense
   management
- Use scale in operations and service of our customers
- Continuous process
   improvement

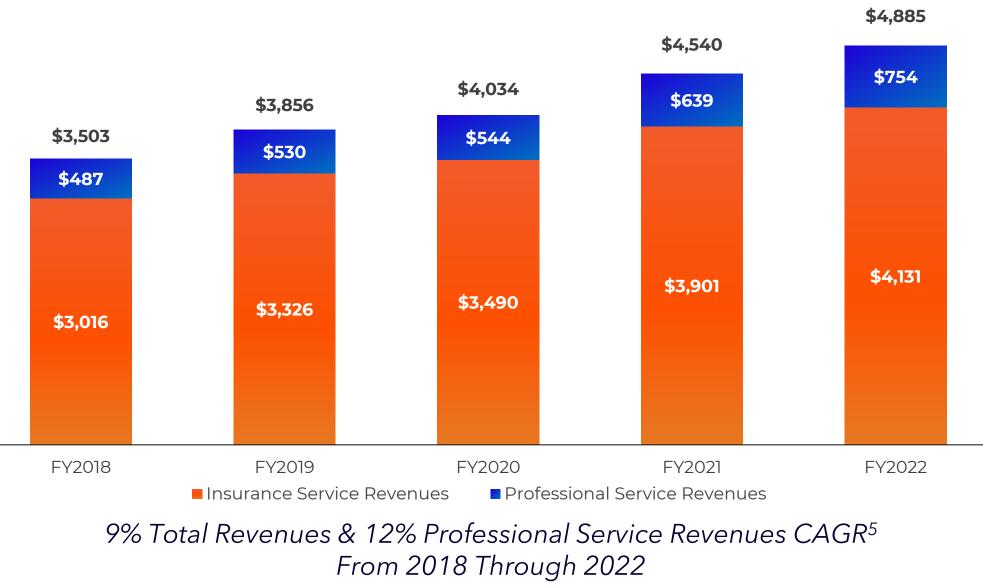
### Strong Corporate Operating Cash Flow<sup>\*</sup>

- Efficient Working Capital
- CAPEX light
- Profitability supported by corporate operating cash flows

\* See Appendix B for definition.

### **Consistent Total Revenues<sup>4</sup> Growth**

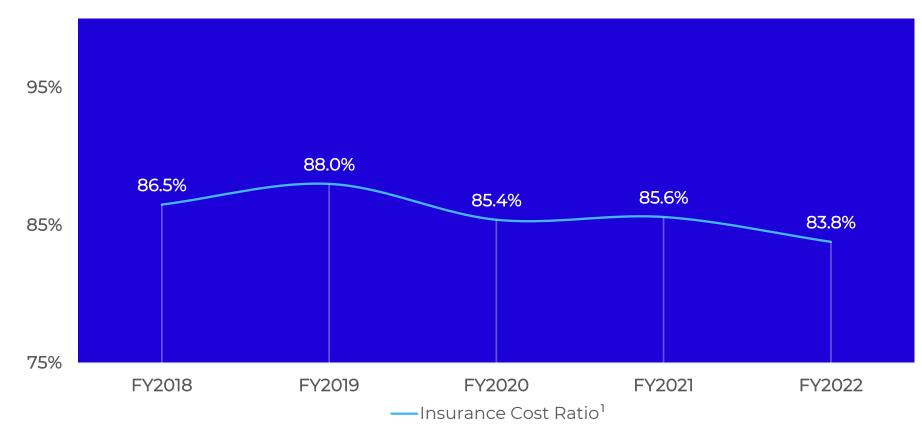
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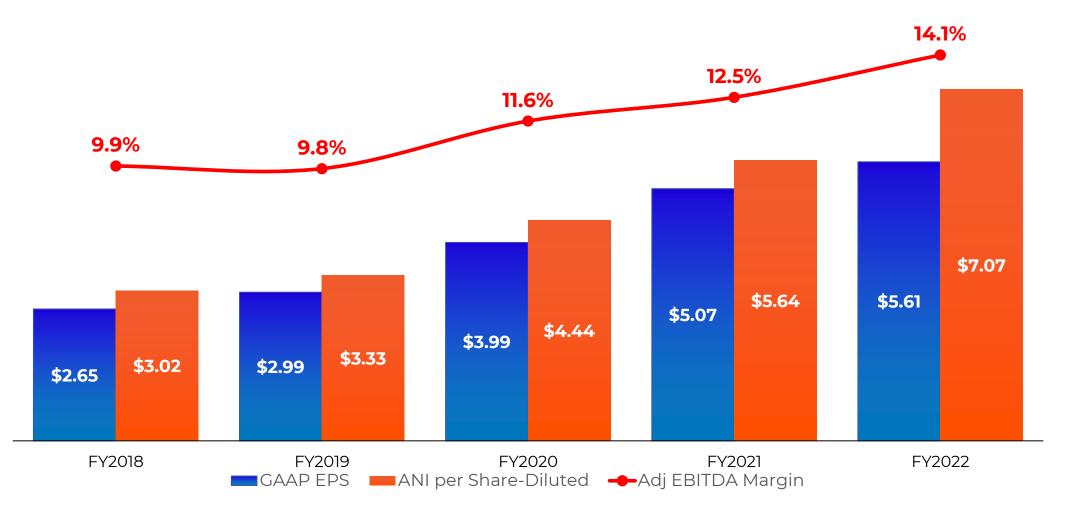
### Historical Insurance Cost Ratio<sup>1,4</sup>

Insurance Cost Ratio FY2018 - FY2022



Priced for Stable Insurance Cost Experience

### Attractive EPS<sup>4</sup> Growth & Adj EBITDA Margin<sup>2,3,4</sup> Expansion



21% GAAP EPS CAGR<sup>5</sup> and 24% Adjusted EPS<sup>2,3</sup> CAGR<sup>5</sup> From 2018 Through 2022 with Adjusted EBITDA Margin<sup>2,3</sup> Expansion



### **Capital Allocation**

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S		As As
<b>Reinvest in business –</b> drive revenue growth and margin expansion, build capabilities	<b>Potential Acquisitions –</b> drive growth through acquisitions of technology, product, and services	<b>Share repurchases –</b> intended to offset dilution and return capital to shareholders

### **Financial Policy**

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-		

**Cash Buffer** - maintain minimum, prudent cash buffer to enable seamless business operations **Leverage Ratio** - target a leverage ratio of approximately 1.5x to 2.0x Debt to Adjusted EBITDA<sup>2,3</sup>; ratio can fluctuate +/based on capital actions



**Capital Deployment** - on average, target deploying 75% of corporate operating cash flow\* net of CAPEX to shareholders and/or through accretive M&A consistent with our capital allocation strategy

\* See Appendix B for definition.

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### **TriNet Overview**





### **Investment Highlights**

Innovation leader serving large, under-penetrated market Differentiated PEO vertical product offerings and HRIS software platform

Increased operational scale and financial leverage

Profitable growth supported by strong corporate cash generation<sup>\*</sup>

\* See Appendix B



### Large Market Opportunity

# ~61 million

Number of Employees who work for companies with 500 or fewer employees<sup>6</sup>

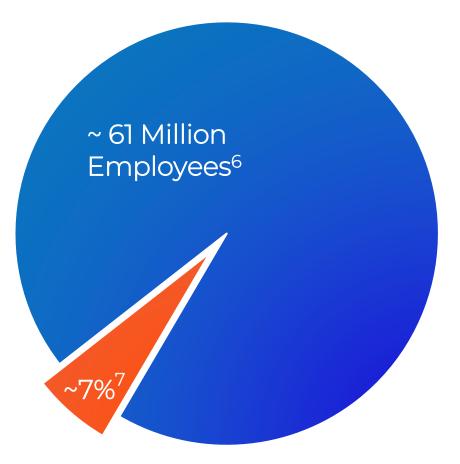
## 7%

Approximate percentage of SMB Worksite Employees (WSEs) who work for SMBs using a PEO<sup>7</sup>

## 480+

PEO industry is made up of over 480 PEO service providers<sup>7</sup>

#### Underpenetrated SMB Market



### **Challenges Facing SMBs**



#### Compliance

- Significant regulatory oversight
- Risks for federal, state, and local noncompliance are high

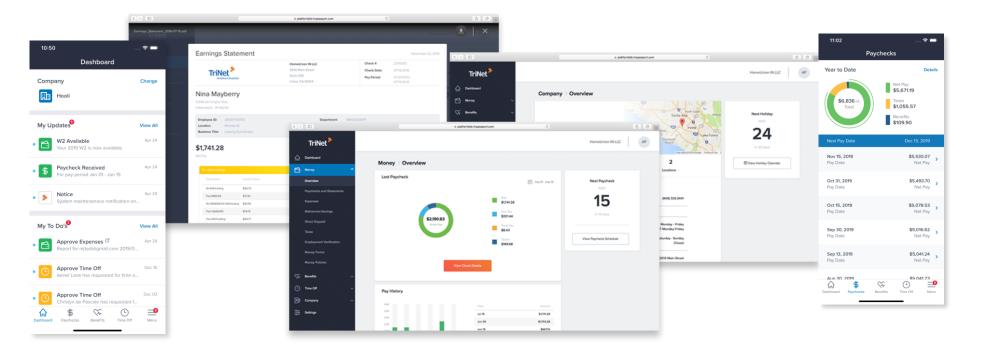
#### Complexity

- Federal, state, and local regulations continue to diverge
- Managing HR across multiple jurisdictions

#### Cost

- SMBs pay multiple vendors and employees for a variety of operational and insurance solutions
- Expensive for SMBs to ensure compliance and to vigorously defend themselves

### Leading PEO Technology Platform



- Benefits Enrollment
- New Hire Onboarding
- Automatic Payroll

- Workforce Analytics
- Mobile App
- Time Tracking

- Expense Management
- Marketplace
- Integration Center

### **Common PEO Product and Service Capabilities**



#### **HR Expertise**

- ACA compliance guidance
- Employee onboarding and orientation
- Benefits funding guidance and strategy
- Employee resource center
- HR compliance best practices review
- Human Capital Assessment
- Retention tracking
- Support hiring/terminating
- Assists with reporting and analytics
- Immigration services

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- PTO policies and guidance
- Recruitment and interview training



#### **Benefit Options**

- Medical (PPO, HMO, HDHP)
- Dental
- Vision
- Flexible Spending Account (FSA) and Health Savings Account (HSA) administration
- Life/AD&D
- Short-term and long-term disability
- COBRA administration
- 401(k) setup and administration
- Payroll contributions
- Benefits enrollment and administrative access
- Employee Assistance Program (EAP)
- Employee discounts and perks
- Commuter benefits
- Pet insurance

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#### **Payroll Services**

- Payroll processing and management
- Online paystubs
- Federal, state, and local employment tax filing and remittance
- W-2 administration
- Wage garnishment
- Payroll reporting
- Direct deposit



#### **Risk Mitigation**

- Workers' compensation
- Employment Practices Liability Insurance (EPLI)
- Compliance expertise for applicable federal/state employment laws
- Sexual harassment awareness training
- Unemployment insurance claim administration
- Workplace safety best practices
- Claims management
- Affordable Care Act compliance
- Employee handbook
- EEO-1 reporting
- Termination guidance
- Workplace employment posters
- Wage and hour guidance



#### **Technology Platform**

- Employee and manager selfservice platform
- Online on-boarding and benefits enrollment
- PTO tracking
- Database management and custom reporting
- Online training
- Performance management
- Expense management
- Applicant tracking
- Background screening
- Compensation benchmarks
- Total compensation statements
- HR reports (census, payroll, deductions, benefits, etc.)
- Visa tracking

### **Scaled Service Model**

#### Rapid access to HR expertise: when they want, how they want









Personalized strategic resource Account Manager



Specialized experts

HR Guidance Benefits Payroll Platform



Responsive support for your employees, 24/7 Solution Center

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#### Full-service HR solutions tailored to our targeted Verticals for PEO clients

- Different industries have different needs
- SMBs want partners who know their industries and can scale with them
- Vertical Strategy for PEO aligns sales force, service teams, and product development
- Focused development and enhancement of vertical products on our platform



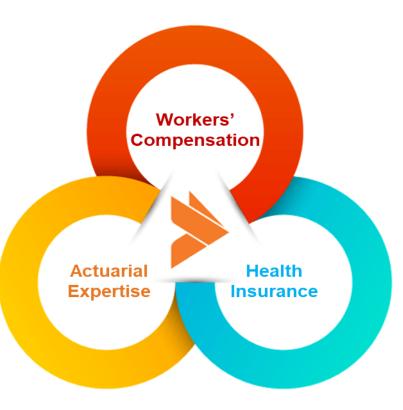
### **Insurance Services**

#### **Workers' Compensation**

- Provide fully insured, industry standard **\$1 million** per claim deductible policies
- Assist clients by providing risk management services

#### **Actuarial Expertise**

- Maintain internal workers' compensation and health actuaries
- Tasked with ensuring clients are appropriately priced to risk and experience
- Critical for tracking and forecasting claims



#### **Health Insurance**

- Offer 200+ fully insured health plans, including plans in all 50 states
- Scale enables us to offer national and regional health offerings aligned to our target verticals
- We manage an aggregate deductible layer for the majority of our group health insurance fees.
- By managing this deductible layer, we work with our carrier partners to construct offerings we believe will be more attractive to our target verticals



### Servicing SMBs with PEO and HRIS Software

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**PEO + HRIS Software** TriNet can now better service SMBs throughout their business lifecycle SMB Lifecycle Process of growing from small to medium to large, addressing changing complexity, and importance of the employee experience

#### **Configurable Model**

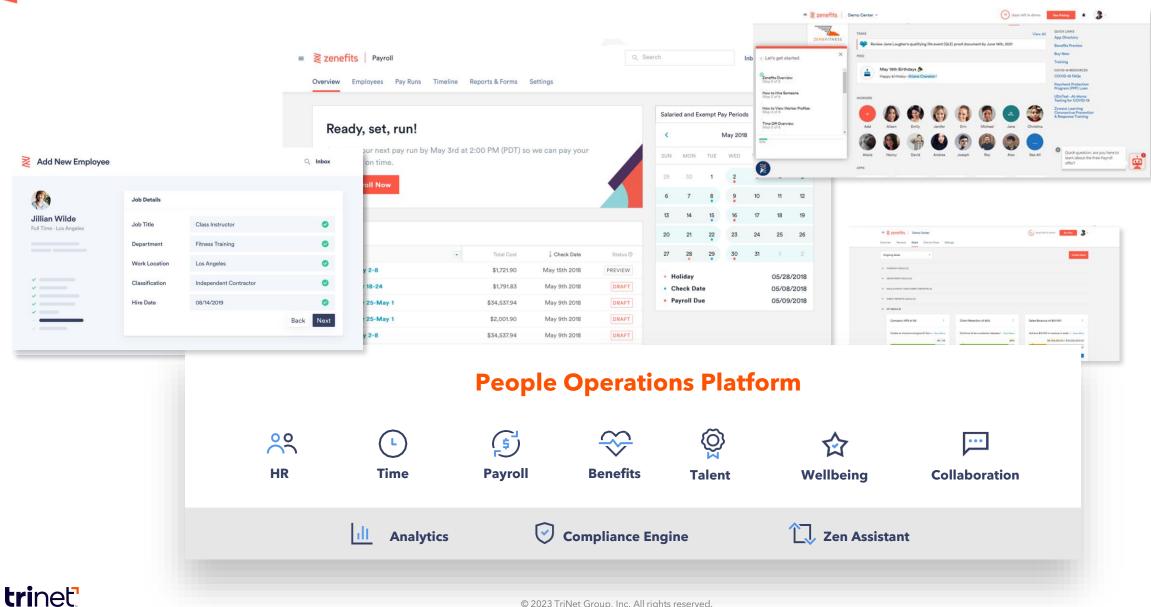
An SMB may need a PEO or HRIS software at different times for different reasons. Now TriNet can accommodate those dynamic needs The SMB TAM is our Opportunity ~ 61 Million Employees<sup>6</sup>



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We view PEO and HRIS software as complementary leveraging our scale and technology in the service of our customers

# **≷ zenefits Leading HRIS Software Platform**



### **Clarus R+D - Enabling SMBs Easier Access to Tax Credits**

Specialize in Growth Businesses



Focused on helping growth businesses take advantage of tax credit incentives via a solution that removes all barriers

#### Technology-First Platform



Web-based platform enables customers to efficiently enter their own information and provide support for tax credits



Partners with customers' CPA and payroll processors to understand their unique needs–submitting all paperwork and tracking their benefit

#### Compliant and Defensible



Secure software solution provides IRS supporting documentation to confidently defend earned tax credits



## **PEO Growth Strategy**



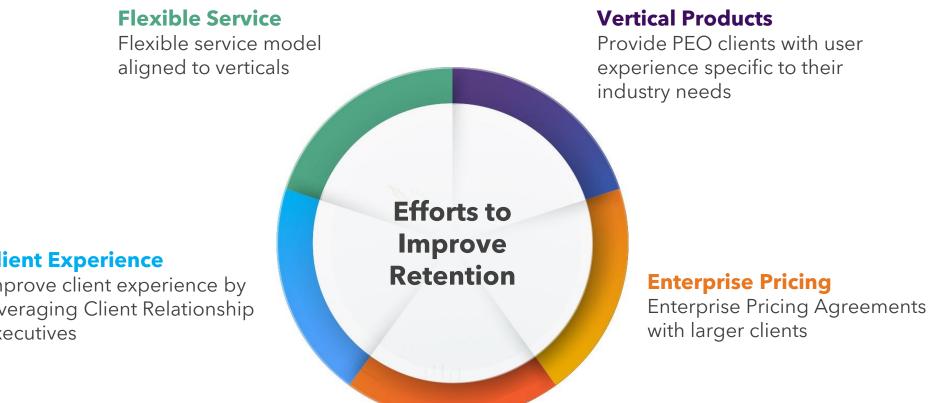
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### **Three Pillars of Growth**





### Retention



Technology API-first and other technology integrations

#### **Vertical Products**

Provide PEO clients with user experience specific to their industry needs

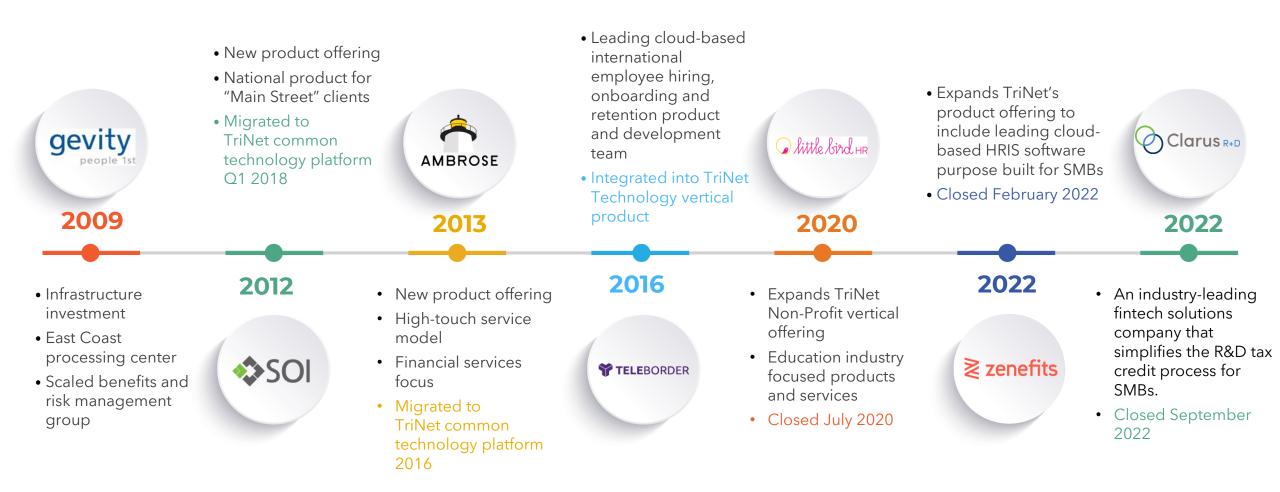
#### **Client Experience**

Improve client experience by leveraging Client Relationship Executives

### **New Sales**



### Acquisitions



## Appendix



### **Appendix A** Reconciliation of non-GAAP financial measures to GAAP financial measures

#### Reconciliation of GAAP to Non-GAAP Measures

The table below presents a reconciliation of Net income to Adjusted EBITDA:

	Year Ended December 31,											
(in millions)	2022			2021		2020		2019		2018		
Net income	\$	355	\$	338	\$	272	\$	212	\$	192		
Provision for income taxes		127		103		85		58		49		
Stock based compensation		62		50		43		41		44		
Interest expense, bank fees and other (1)		39		20		21		21		22		
Depreciation and amortization of intangible assets (2)		64		54		47		46		40		
Amortization of cloud computing arrangements		4		_		_		_		_		
Transaction and integration costs		37		_		_		_		_		
Adjusted EBITDA	\$	688	\$	565	\$	468	\$	378	\$	347		
Adjusted EBITDA Margin	14.1		6	12.5 %		11.6 %		9.8 %		9.9 %		

(1) Amount includes \$17M of realized investments losses on sales and impairments related to AFS securities in 2022.

(2) Amount includes impairment of customer relationship intangibles in 2021.

#### The table below presents a reconciliation of Net income to Adjusted Net Income:

	Year Ended December 31,										
(in millions)	2	2022	2021	2020	2019	2018					
Net income	\$	355 \$	338 \$	272 \$	212 \$	178					
Effective income tax rate adjustment		5	(10)	(6)	(11)	(59)					
Stock based compensation		62	50	43	41	32					
Amortization of other intangible assets, net <sup>(1)</sup>		18	12	5	5	5					
Non-cash interest expense		1	3	1	1	2					
Transaction and integration costs		37	_	_	_	_					
Income tax impact of pre-tax adjustments		(30)	(17)	(12)	(12)	(16)					
Adjusted Net Income	\$	448 \$	376 \$	303 \$	236 \$	142					

(1) Amount includes impairment of customer relationship intangibles in 2021.

### **Appendix A** Reconciliation of non-GAAP financial measures to GAAP financial measures

Reconciliation of GAAP to Non-GAAP Measures

The table below presents a reconciliation of net income to Adjusted EBITDA:

	т	hree Mont	hs Ei 30,	Six Months Ended June 30,						
(in millions)		2023		2022		2023		2022		
Net income	\$	83	\$	85	\$	214	\$	230		
Provision for income taxes		28		31		78		85		
Stock based compensation		17		18		28		30		
Interest expense, bank fees and other (1)		6		5		13		11		
Depreciation and amortization of intangible assets		18		16		36		29		
Amortization of cloud computing arrangements		2		_		4		2		
Transaction and integration costs		7		7		12		17		
Adjusted EBITDA	\$	161	\$	162	\$	385	\$	404		
Adjusted EBITDA Margin		13.3 %	%	13.5 %		15.7 %	6	16.7 9		

The table below presents a reconciliation of net income to Adjusted Net Income and Adjusted Net Income per share - diluted:

	1	Three Monti June		Six Months June	
(in millions, except per share data)		2023	2022	2023	2022
Net income	\$	83 \$	85	\$ 214 \$	230
Effective income tax rate adjustment		_	_	3	5
Stock based compensation		17	18	28	30
Amortization of intangible assets (1)		5	5	11	8
Non-cash interest expense		1	1	1	1
Transaction and integration costs		7	7	12	17
Income tax impact of pre-tax adjustments		(8)	(8)	(13)	(15)
Adjusted Net Income	\$	105 \$	108	\$ 256 \$	276
GAAP weighted average shares of common stock - diluted		60	63	60	64
Adjusted Net Income per share - diluted	\$	1.74 \$	1.72	\$ 4.24 \$	4.30

The table below presents a reconciliation of net cash provided by (used in) operating activities to Corporate Operating Cash flows:

(in millions)	 Six Months Ended June 30,								
	2023	2022							
Net cash provided by operating activities	\$ 67 \$	125							
Less: Change in WSE related other current assets	89	9							
Less: Change in WSE related liabilities	(277)	(177)							
Net cash used in operating activities - WSE	\$ (188) \$	(168)							
Net cash provided by operating activities - Corporate	\$ 255 \$	293							

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### **Appendix B**

# Please refer to our most recent Annual Report and Quarterly Reports for a more detailed discussion of our Statement of Cash Flows

#### **Cash Flows**

The following table presents our cash flow activities for the stated periods:

	Six Months Ended June 30,												
(in millions)			2	023					2	022			
	Co	Corporate		WSE	Total		Co	orporate		WSE	Total		
Net cash provided by (used in):													
Operating activities	\$	255	\$	(188)	\$	67	\$	293	\$	(168) \$	125		
Investing activities		(31)		_		(31)		(184)		(7)	(191		
Financing activities		(100)		_		(100)		(385)		_	(385		
Net increase (decrease) in cash and cash equivalents, unrestricted and restricted	\$	124	\$	(188)	\$	(64)	\$	(276)	\$	(175) \$	6 (451		
Cash and cash equivalents, unrestricted and restricted:													
Beginning of period	\$	406	\$	1,131	\$1	1,537	\$	660	\$	1,078 \$	1,738		
End of period	\$	530	\$	943	\$1	1,473	\$	384	\$	903 \$	1,287		
Net increase (decrease) in cash and cash equivalents:													
Unrestricted	\$	127	\$	_	\$	127	\$	(276)	\$	— \$	(276		
Restricted	\$	(3)	\$	(188)	\$	(191)	\$	_	\$	(175) \$	(175		

#### **Operating Activities**

Components of net cash provided by (used in) operating activities are as follows:

		Six Months Ended	nded June 30,		
in millions)		2023	2022		
Net cash provided by operating activities	\$	67 \$	125		
Net cash used in operating activities - WSE		(188)	(168)		
Net cash provided by operating activities - Corporate		255	293		



### **Appendix C** Guidance Reconciliation

#### Reconciliation of GAAP to Non-GAAP Measures for the third quarter and full-year 2023 guidance.

Low and high percentages represent increases (decreases) from the same periods in the previous year.

The table below presents a reconciliation of net income to Adjusted Net Income and Adjusted Net Income per share - diluted:

		3 2022	Q3 2023	Gui	dance		FY 2022	)	Year 2023 Guidance				
(in millions, except per share data)	A	ctual	Low		High		Actual		Low		High		
Net income	\$	77	(27)%	'n	(8)%	\$	355		(18)%	6	(5)%		
Effective income tax rate adjustment		_	(962)		246		5		(169)		(277)		
Stock based compensation		16	12		12		62		4		4		
Amortization of intangible assets		5	(6)		(6)		18		14		14		
Non-cash interest expense		1	(100)		(100)		1		(49)		(49)		
Transaction and integration costs		14	(71)		(71)		37		(49)		(49)		
Income tax impact of pre-tax adjustments		(9)	(7)		(7)		(30)		(12)		(12)		
Adjusted Net Income	\$	104	(27)%	'n	(12)%	\$	448		(16)%	6	(5)%		
GAAP weighted average shares of common stock - diluted		63					64						
Adjusted Net Income per share - diluted	\$	1.64	\$ 1.25	\$	1.50	\$	7.07	\$	6.25	\$	7.05		

### **Appendix D - End Notes**

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Insurance costs to insurance service revenues ratio, or Insurance Cost Ratio, is a ratio obtained by dividing GAAP Insurance Costs by GAAP Insurance Service Revenues.

- Non-GAAP financial measure. See End Note 4, Slide 2 and Appendix A and/or Appendix C for more information about these non-GAAP financial measures, including reconciliations to GAAP. Additional information on these and our other non-GAAP measures, including reconciliations, can also be found in the annual and quarterly reports we file with the Securities and Exchange Commission.
- <sup>3</sup> Adjusted Net Income Per Share (or Adjusted EPS) is a non-GAAP measure calculated by dividing non-GAAP measure Adjusted Net Income by Diluted Weighted Average Shares. Adjusted Net Income is a non-GAAP measure calculated as Net income, excluding the effects of: effective income tax rate, stock-based compensation, amortization of intangible assets, non-cash interest expense, and the income tax effect (at our effective tax rate) of these pre-tax adjustments. Adjusted Net Income per share - diluted is a non-GAAP measure calculated by dividing Adjusted Net Income by GAAP Weighted average shares of common stock - diluted. Adjusted EBITDA is a non-GAAP measure calculated as Net income, excluding the effects of income tax provision, interest expense, bank fees and other, depreciation, amortization of intangible assets, and stock-based compensation expense. Net Service Revenues is a non-GAAP measure calculated by subtracting insurance costs from Total revenues. Adjusted EBITDA Margin is a non-GAAP measure calculated by dividing non-GAAP measures Adjusted EBITDA by Total Revenues.
- For more information regarding these measures, please see our Annual Reports on Form 10-K and Quarterly Reports on Form 10-Q, including under the headings "Management's Discussion and Analysis of Financial Condition and Results of Operations". Our most recent Annual Report on Form 10-K and Quarterly Reports on Form 10-Q are available on our investor relations website at http://investor.trinet.com and on the SEC's website at www.sec.gov. Copies of these filings are also available by contacting TriNet's Investor Relations Department at (510) 875-7201 or by clicking on the links under SEC Filings on TriNet's Investor Relations website at http://investor.trinet.com.
- <sup>5</sup> Compounded Annual Growth Rate. CAGR is the percentage obtained by dividing the FY2022 value by the FY2018 value and raising the result to the power of one divided by four, the number of years between those values.
- <sup>6</sup> US Census Bureau, 2018 SUSB Annual Data Tables by Establishment Industry; the total number of employees employed by firms with 500 or fewer employees.
- <sup>7</sup> National Association of Professional Employer Organizations (NAPEO); NAPEO White Paper Series #9, *The PEO Industry Footprint 2021*, May 2021.

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