

**CME GROUP INC.
CHICAGO MERCANTILE EXCHANGE INC.
BOARD OF TRADE OF THE CITY OF CHICAGO, INC.
NEW YORK MERCANTILE EXCHANGE, INC.
COMMODITY EXCHANGE, INC.
EXECUTIVE COMMITTEE OF THE BOARD OF DIRECTORS
CHARTER**

I. Purpose

The Executive Committee (the "Committee") is a committee of the Board of Directors (the "Board") of CME Group Inc. ("CME Group"), Chicago Mercantile Exchange Inc. ("CME"), Board of Trade of the City of Chicago, Inc. ("CBOT"), New York Mercantile Exchange, Inc. ("NYMEX") and Commodity Exchange, Inc. ("COMEX") (collectively, referred to as, the "Company"). The primary purpose of the Committee is to exercise the authority of the Board when the Board is not in session, except in cases where action of the entire Board is required by charter, bylaws or applicable law. The Committee may review and provide counsel to management regarding material policies, plans or proposals prior to submission of such items to the Board. The Committee may provide oversight of management succession planning for key executive positions. The Committee shall oversee the Company's strategy with respect to environmental, social, governance and sustainability matters (collectively, "ESG Matters"). It shall make such reports and recommendations to the Board as it deems advisable.

II. Membership & Organization

- The Chairman and Chief Executive Officer shall be a member of the Committee and the Chairman and Chief Executive Officer shall serve as the Chairperson of the Committee. All other members of the Committee shall be appointed in accordance with the provisions of the Company's Corporate Governance Principles.
- The Committee shall consist of no fewer than five (5) directors.
- The Chairperson shall schedule all meetings of the Committee and provide the Committee with a written agenda, as appropriate. A quorum of the Committee shall be a majority of the appointed members of the Committee. The Committee may ask members of management or others to attend the meeting and provide information or recommendations, as necessary.

III. Engagement of Outside Advisors

- The Committee shall have the resources and authority appropriate to discharge its duties and responsibilities, including the authority to engage independent professional advisors, as it deems appropriate, and may direct the proper officers of the Company to pay the reasonable fees and expenses of any such advisor.

IV. Committee Meetings, Tasks and Authority

General

- The Committee shall meet as deemed necessary and appropriate by its Chairperson and keep minutes of its proceedings. Draft minutes may be circulated by email to the Committee members for approval if not submitted at a formal meeting. Consent of such email approval shall be deemed given by the members of the Committee if affirmatively provided or if no objections are received by any Committee member within the allocated time period for approval, which period shall be at least three business days.

- The Committee shall perform its responsibilities in accordance with this Charter and applicable regulatory requirements.

Responsibilities

- To function on behalf of the Board during intervals between meetings of the Board, as necessary, except as limited by applicable law.
- The Committee may as necessary preliminary screen, discuss and recommend with respect to matters that are to be brought before the full Board; such that various aspects of a management proposal would be fully discussed, additional information requested, modifications suggested and alternative courses identified and developed.
- To be utilized when not able to convene the full Board, as or a sounding board for the Chairman and Chief Executive Officer.
- The Committee may review and make recommendations to the Board regarding the annual operating and capital budgets as proposed by management.
- The Committee may review investment banking, financial consulting and other financial relationships with the Company.
- The Committee may review and make recommendations to the Board regarding management recommendations regarding strategic, business, legislative and regulatory policy determinations that impact the Company's strategic positioning, business opportunities, growth prospects, and profitability.
- The Committee may coordinate with the Chairman and Chief Executive Officer to ensure that a successor for emergencies is designated at all times and that a formalized process governs long-term management development and succession. The Chairman and Chief Executive Officer may report to the Committee annually about development of senior management personnel and succession plans.
- The Committee may review and approve the annual goals, priorities and performance measures of the executive officers.
- The Committee may review and approve the appointment of executive officers (other than relating to the role of Chairman and Chief Executive Officer) and any contractual commitments with executive officers (other than relating to the role of Chairman and Chief Executive Officer).
- The Committee may review and approve unbudgeted expenditures as necessary during intervals of between meetings of the Board.
- The Committee shall (i) oversee the overall strategy with respect to ESG Matters, (ii) oversee the Company's reporting of ESG Matters and (iii) receive updates from the Company's ESG Working Group on significant activities and initiatives relating to ESG Matters. Certain underlying categories relating to ESG Matters that fall within the remit of other Board established committees will continue to be overseen by those committees.
- The Committee shall conduct such reviews, investigations and/or surveys as the Committee may reasonably deem will provide such information as could reasonably be required by the Committee in the exercise of its functions.
- The Committee shall perform such other functions assigned by law, the Company's charter or bylaws or the Board.

IV. Reporting Activities

- The Committee Chairperson shall make reports to the Board as necessary or desirable based on the recent activities of the Committee.
- The Committee shall reassess the adequacy of this Charter as needed and submit any recommended changes to the full Board for approval.

Revised December 9, 2020