

CME GROUP INC.

Reported by **KOMETER KEVIN**

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 09/18/18 for the Period Ending 09/14/18

Address 20 S. WACKER DR

CHICAGO, IL, 60606

Telephone 3129301000

CIK 0001156375

Symbol CME

SIC Code 6200 - Security and Commodity Brokers, Dealers, Exchanges and Services

Industry Financial & Commodity Market Operators

Sector Financials

Fiscal Year 12/31





[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person * | | | | | 2. | 2. Issuer Name and Ticker or Trading Symbol | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | | |
|---|---|-------------|-----------|---|---|--|----------|--|----------------|------------------------------------|--------------------|---|--|--------------------------------|---|--|------------------------------------|--|
| Kometer Kevin | | | | C | CME GROUP INC. [CME] | | | | | | | (Спеск ан арр | oncable) | | | | | |
| (Last) (First) (Middle) | | | | 3. | 3. Date of Earliest Transaction (MM/DD/YYYY) | | | | | | | Director 10% Owner | | | | | | |
| | | | | | | | | | | | | | X Officer (give title below) Other (specify below) | | | | | |
| 20 S. WACKER DRIVE | | | | | | 9/14/2018 | | | | | | | | Sr MD Chief Information Office | | | | |
| (Street) | | | | 4. | 4. If Amendment, Date Original Filed (MM/DD/YYYY) | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | | |
| CHICAGO, IL 60606 | | | | | | | | | | | | _ X _ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | | |
| (City) (State) (Zip) | | | | | | | | | | | | | | | | | | |
| | | | Table | I - No | n-Dei | rivati | ve Sec | urities Ac | quir | ed, Di | sposed o | of, or | Bene | eficially Owne | ed | | | |
| 1. Title of Security (Instr. 3) | | | | 2A. Deemed Execution Date, if any | | 3. Trans. Co (Instr. 8) | de | 4. Securities Acquired (A or Disposed of (D) (Instr. 3, 4 and 5) | | | Fo | 5. Amount of Securities Beneficially O Following Reported Transaction(s) (Instr. 3 and 4) | | | Ownership Form: | 7. Nature of Indirect Beneficial | | |
| | | | | | | | | Code | V | Amount | (A) or (D) | Price | e | | | | | Ownership (Instr. 4) |
| Common Stock Cla | ss A | | | 9/14/2 | 018 | | | A | | 3900 | A | \$0.0 | | ı | 63329 | | D | |
| Common Stock Class A 9/15/201 | | | | 018 | | | F | | 433 (1) | D | \$173.1 | 15 | 62896 | | | D | | |
| Common Stock Class A 9/15/2018 | | | | 018 | | | F | | 590 <u>(1)</u> | D | \$173.1 | 15 | 62306 | | | D | | |
| Common Stock Class A 9/15/2018 | | | | 018 | | | F | | 544 (1) | D | \$173.1 | 5 | 61762 | | | D | | |
| Common Stock Cla | ss A | | | 9/15/2 | 018 | | | F | | 514 (1) | D | \$173.1 | 15 | 61248 | | | D | |
| | Tabl | le II - Der | ivative | Secui | rities] | Bene | ficially | Owned (| e.g. | , puts, | calls, w | arrar | ıts, o | options, conve | rtible sec | urities) | | |
| Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative | Date E | Execution | A. Deemed (Instance, if any | | Acquir Dispos | | | | Date Exercisable and piration Date | | 7. Title and Securities U Derivative S (Instr. 3 and | | Inderlying Security | 8. Price of Derivative Security (Instr. 5) | | Ownership Form of Derivative | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | Security | | | | Code | V | (A) | (D) | Date Exe | e rcisable | Expiration Date | Title | Amou Share | unt or Number of es | | Reported Transaction(s) (Instr. 4) | or Indirect | |

Explanation of Responses:

(1) Mr. Kometer surrendered shares to the Company in order to fulfill tax withholding obligations upon the vesting of restricted stock on 9/15/18.

Reporting Owners

| Panorting Owner Name / Address | Relationships | | | | | | | | |
|--------------------------------|---------------|-----------|--------------------------------|-------|--|--|--|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | | | | |
| Kometer Kevin | | | | | | | | | |
| 20 S. WACKER DRIVE | | | Sr MD Chief Information Office | , | | | | | |
| CHICAGO, IL 60606 | | | | | | | | | |

Signatures

| By: Margaret Austin Wright For: Kevin Kometer | 9/18/201 | |
|---|----------|--|
| ** Signature of Reporting Person | Date | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.