

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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* <u>Tobin Jack J</u> (Last) (First) (Middle) 20 S. WACKER DRIVE (Street) CHICAGO IL 60606 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CME GROUP INC. [CME]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <u>MD Chief Accounting Officer / MD Chief Accounting Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) 03/15/2020	
4. If Amendment, Date of Original Filed (Month/Day/Year) 03/15/2020		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock Class A	02/25/2020		G		100 ⁽¹⁾	D	\$0	17,747 ⁽²⁾	D	
Common Stock Class A	03/15/2020		A		494 ⁽³⁾	A	\$0	18,241 ⁽⁴⁾	D	
Common Stock Class A	03/15/2020		F		145 ⁽⁵⁾	D	\$182.01	18,096 ⁽⁶⁾	D	
Common Stock Class A	03/15/2020		A		494 ⁽³⁾	A	\$0	18,590 ⁽⁷⁾	D	
Common Stock Class A	03/15/2020		F		145 ⁽⁵⁾	D	\$182.01	18,445 ⁽⁸⁾	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date					

Explanation of Responses:

- This transaction represented a gift of securities from the reporting person to his children, who do not share the reporting person's household.
- The original Form 4 filed on March 15, 2020 incorrectly reported 17,208 shares held directly. This amendment is being filed to correctly report the amount as 17,747 shares held directly.
- Represents shares earned from a 2016 performance share award based on the company's achievement of net income margin growth relative to the diversified financial services index of the S&P 500 and total shareholder return relative to the S&P 500 measured over 2017-2019.
- The original Form 4 filed on March 15, 2020 incorrectly reported 17,702 shares held directly. This amendment is being filed to correctly report the amount as 18,241 shares held directly.
- Mr. Tobin surrendered shares to the Company in order to fulfill tax withholding obligations in connection with the receipt of the performance share award.
- The original Form 4 filed on March 15, 2020 incorrectly reported 17,557 shares held directly. This amendment is being filed to correctly report the amount as 18,096 shares held directly.
- The original Form 4 filed on March 15, 2020 incorrectly reported 18,051 shares held directly. This amendment is being filed to correctly report the amount as 18,590 shares held directly.
- The original Form 4 filed on March 15, 2020 incorrectly reported 17,906 shares held directly. This amendment is being filed to correctly report the amount as 18,445 shares held directly.

Remarks:

By: Margaret Austin Wright 02/14/2022
 For: Jack J Tobin

** 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.

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