FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| l | OMB APPROVAL | | | | | | | | | | |
|---|--------------------------|-----------|--|--|--|--|--|--|--|--|--|
| | OMB Number: | 3235-0287 | | | | | | | | | |
| l | Estimated average burden | | | | | | | | | | |
| l | hours per response: | 0.5 | | | | | | | | | |

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>CLEGG JACKIE M</u> | | | | | | 2. Issuer Name and Ticker or Trading Symbol CME GROUP INC. [CME] | | | | | | | | (Che | elationshi eck all app | , | | |
|--|--|--|--|--------|---|---|---------|-------------------|--|-------------|--------------------|---|-----------------------------------|------------------------|---|---|---|--|
| (Last) (First) (Middle) 20 S. WACKER DRIVE | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 05/25/2010 | | | | | | | | | Offic below | er (give title w) | Othe belo | r (specify v) |
| (Street) CHICAGO IL (City) (State) | | | 50606 Zip) | | 4. If | Amer | ndment, | Date o | e of Original Filed (Month/Day/Year) | | | | | | dividual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person | | | |
| | | Tabl | e I - Non | -Deriv | ative | Sec | uritie | s Acc | quired, | Dis | osed o | f, or | Bene | ficiall | y Own | ed | | |
| 1. Title of Security (Instr. 3) 2. Transi Date (Month/L | | | | | 2A. Deemed Execution Date, if any (Month/Day/Yea | | | Code (Instr. 5) | | | | | Securi Benefi Owner | icially d Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Ownership | | |
| | | | | | | Code | v | Amount | (A (E | A) or D) | Price | | action(s) 3 and 4) | | (Instr. 4) | | | |
| Common | /2010 | | A ⁽¹⁾ | | 241 | A S | | \$ <mark>0</mark> | 99 | 93.625 | 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 Dat if any (Month/Day/Ye | Date, | cate, Transaction | | | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4) | | D S (I | Price of erivative ecurity nstr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | | Code | v | (A) | (D) | Date Exercisal | | Expiration Date | Title | Amor or Numl of Share | ber | | | | |

Explanation of Responses:

 $1.\ Granted\ pursuant\ to\ the\ CME\ Group\ 2005\ Director\ Stock\ Plan,\ as\ amended\ and\ restated.$

By: Margaret C. Austin For: Jackie Clegg

05/27/2010

** 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 Number.