

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549**

**SCHEDULE 14A
(Rule 14a-101)**

**INFORMATION REQUIRED IN PROXY STATEMENT
SCHEDULE 14A INFORMATION**

**Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934
(Amendment No.)**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

CME GROUP INC.
(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

The following information was distributed or made available on after April 23, 2013 by the Class B-1 nominee, Paul J. Heffernan:

Paul J. Heffernan
141 West Jackson Street Suite 3200
Chicago, IL. 60604

Dear Class B-1 Members,

My name is Paul J. Heffernan and I am seeking your support for CME Group Class B-1 Director. I have been a trader, order-filler, and market maker for over thirty years on the CME floor. I believe this experience has helped me gain a keen understanding of what a fair and equitable market looks like.

The exchange was founded with the intent to provide transparent and efficient markets along with the principal of "my word is my bond." Honesty, integrity, and information were the staples that built liquidity and open interest. I believe these are the true measures of a healthy market. The exchange was a service-based business. The service was and still should be to provide liquidity, risk management tools and information for commercial activity.

While the duty of a Board member is to support and enhance shareholder value, this must not be done at the expense of the integrity and the longevity of the organization. Every trader knows that being wrong is not the problem, staying wrong is.

Technology has had a tremendous impact on our markets. This very same technology can enable the exchange to ensure a level playing field for all participants. As you know, there continues to be significant focus among the regulators relating to perceived risks, level playing field considerations and potential market abuses associated with predatory algorithmic trading and high frequency trading. My focus as a Board member of CME Group will include making efforts to ensure equitable and fair markets for all participants and educating the trading community regarding the available protections and risk controls designed to detect and prevent erroneous or potentially wrongful activity.

It may appear to some that volume is the key to a healthy market. I contend that liquidity and open interest are the paramount components to a healthy market. Therefore, I believe incentive programs should be designed to ensure the viability of our products and the marketplace. As a Board member, I would like to work with the Product & Services Team to review CME Group's market making programs and philosophy to ensure that they are designed to meet these goals.

As volume and open interest continue to erode, we need more than a flashlight to shed light on the root cause of this disturbing trend. Now is not the time for status quo. We used to be the exchange of ideas. I am here to be a voice of real dialogue on all fronts. The CME Group Board needs a new voice. I am that voice.

Yours In Trading,



Paul J. Heffernan

CME Group Inc. has filed a definitive proxy statement with the Securities and Exchange Commission ("SEC") regarding the Annual Meeting of Shareholders to be held on May 22, 2013. Shareholders of CME Group Inc. are urged to read the definitive proxy statement and any other relevant materials filed by CME Group Inc. with the SEC because they contain, or will contain, important information about CME Group Inc. and the Annual Meeting. The definitive proxy statement and other relevant materials (when they become available), and any other documents filed by CME Group Inc. with the SEC, may be obtained free of charge at the SEC's web site at www.sec.gov. In addition, shareholders may obtain free copies of these documents by contacting CME Group Inc., Shareholder Relations and Membership Services, 20 South Wacker Drive, Chicago, Illinois 60606. Shareholders are urged to read the definitive proxy statement and the other relevant materials (when they become available) before making any voting decision with respect to matters to be acted on at the Annual Meeting.

The preceding material was prepared and distributed solely by the candidate. The views and opinions expressed therein are solely those of the candidate and do not necessarily reflect the views or opinions of CME Group Inc. or its directors, officers or employees, nor have these views or opinions been approved or sanctioned by any of them.