

CME GROUP INC. Reported by PIETROWICZ JOHN W.

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

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| FORM 4 |
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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).

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. Issuer Name and Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
|------------------------------------------------------|---------------------------------------------------|--------------------------------------------------------------------------------------|--|--|--|--|--|
| 1 0 | | | | | | | |
| Pietrowicz John W. | CME GROUP INC. [CME] | | | | | | |
| (Last) (First) (Middle) | 3. Date of Earliest Transaction (MM/DD/YYYY) | Director10% Owner | | | | | |
| (Lust) (Thist) (Whate) | | X Officer (give title below) Other (specify below) | | | | | |
| 20 S. WACKER DRIVE | 9/14/2018 | Sr MD Chief Financial Officer | | | | | |
| (Street) | 4. If Amendment, Date Original Filed (MM/DD/YYYY) | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | |
| CHICAGO, IL 60606 (City) (State) (Zip) | | X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |

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

| 1. Title of Security (Instr. 3) | | (Instr. 8) | | Securi or Dispo (Instr. 3, | |) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | Form: | 7. Nature of Indirect Beneficial |
|------------------------------------|-----------|----------------|---|--------------------------------------------------------|---------------|----------|-----------------------------------------------------------------------------------------------------|------------------------------------------------|----------------------------------------|
| | | Code | v | Amount | (A) or (D) | Price | | Direct (D) or Indirect (I) (Instr. 4) | Ownership (Instr. 4) |
| Common Stock Class A | 9/14/2018 | Α | | 4764 | Α | \$0.0 | 37221 | D | |
| Common Stock Class A | 9/15/2018 | F | | 458 <u>(1)</u> | D | \$173.15 | 36763 | D | |
| Common Stock Class A | 9/15/2018 | F | | 624 <u>(1)</u> | D | \$173.15 | 36139 | D | |
| Common Stock Class A | 9/15/2018 | F | | 604 <u>(1)</u> | D | \$173.15 | 35535 | D | |
| Common Stock Class A | 9/15/2018 | F | | 315 (1) | D | \$173.15 | 35220 | D | |

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

| 1. Title of Derivate | 2. | 3. Trans. | 3A. Deemed | 4. Trans. | Code | 5. Number | of | 6. Date Exer | cisable and | 7. Tit | le and Amount of | 8. Price of | 9. Number of | 10. | 11. Nature |
|----------------------|-------------|-----------|--------------|------------|------|--------------|------------|--------------|-------------|-------------|----------------------------|-------------|----------------|-------------|-------------|
| Security | Conversion | Date | Execution | (Instr. 8) | | Derivative | Securities | Expiration I | Date | Secur | rities Underlying | Derivative | derivative | Ownership | of Indirect |
| (Instr. 3) | or Exercise | | Date, if any | | | Acquired (| A) or | - | | Deriv | ative Security | Security | Securities | Form of | Beneficial |
| | Price of | | - | | | Disposed o | f (D) | | | (Instr | . 3 and 4) | (Instr. 5) | Beneficially | Derivative | Ownership |
| | Derivative | | | | | (Instr. 3, 4 | and 5) | | | | | | Owned | Security: | (Instr. 4) |
| | Security | | | | | | | | | | | | Following | Direct (D) | |
| | | | | | | | | Date | Expiration | T 11 | Amount or Number of Shares | | Reported | or Indirect | |
| | | | | | | | | Exercisable | Date | little | Shares | | Transaction(s) | (I) (Instr. | |
| | | | | Code | V | (A) | (D) | | | | | | (Instr. 4) | 4) | |

Explanation of Responses:

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

Reporting Owners

| Penarting Owner Name / Address | Relationships | | | | | | | |
|--------------------------------|---------------|-----------|-------------------------------|------|--|--|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Othe | | | | |
| Pietrowicz John W. | | | | | | | | |
| 20 S. WACKER DRIVE | | | Sr MD Chief Financial Officer | | | | | |
| CHICAGO, IL 60606 | | | | | | | | |

Signatures

By: Margaret Austin Wright For: John William Pietrowicz

** Signature of Reporting Person

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.

9/18/2018

Date