

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL	
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1. Name and Address of Reporting Person* <u>Piell Hilda Harris</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 X Officer (give title below) Other (specify below) <u>SR MD and Chief HR Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) 05/22/2014	
		6. Individual or Joint/Group Filing (Check Applicable Line) 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)	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	05/22/2014		M		1,500	A	\$56.87	22,635	D	
Common Stock Class A	05/22/2014		S		1,500 ⁽¹⁾	D	\$70	21,135	D	
Common Stock Class A	05/22/2014		M		1,145	A	\$54.37	22,280	D	
Common Stock Class A	05/22/2014		S		1,145 ⁽¹⁾	D	\$70	21,135	D	
Common Stock Class A	05/22/2014		M		2,085	A	\$54.3	23,220	D	
Common Stock Class A	05/22/2014		S		2,085 ⁽¹⁾	D	\$70	21,135	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	(A)	(D)	Date Exercisable	Expiration Date						Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$56.87	05/22/2014		M			1,500	09/15/2013 ⁽²⁾	09/15/2019	Common Stock Class A	1,500	\$0	0	D	
Non-Qualified Stock Option (right to buy)	\$54.37	05/22/2014		M			1,145	09/15/2013 ⁽³⁾	09/15/2021	Common Stock Class A	1,145	\$0	2,290	D	
Non-Qualified Stock Option (right to buy)	\$54.3	05/22/2014		M			2,085	09/15/2013 ⁽⁴⁾	09/15/2020	Common Stock Class A	2,085	\$0	2,085	D	

Explanation of Responses:

- This sale was completed pursuant to the terms of a pre-arranged trading plan established in accordance with Rule 10b5-1.
- As of 9/15/2013, this option vested with respect to 100% of the granted number of shares covered by the option.
- These options were granted on September 15, 2011. They vest over a four-year period, with 25% vesting one year after the grant date and 25% vesting on that same date in each of the following three years, subject to acceleration or termination in certain circumstances.
- These options were granted on September 15, 2012. They vest over a four-year period, with 25% vesting one year after the grant date and 25% vesting on that same date in each of the following three years, subject to acceleration or termination in certain circumstances.

Margaret Austin Wright for
Hilda L. Piell

05/22/2014

** 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.