SEC Form 4

Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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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* Marcus Jonathan L				ssuer Name and Ticl	0	,		ationship of Reporting Person(s) to Issuer (all applicable)			
(Last)	(First)	(Middle)		Date of Earliest Trans	saction (Month	/Day/Year)	x	Director Officer (give title below) Sr MD Gen	10% C Other below teral Counsel	(specify	
(Street) CHICAGO	IL	60606	4. lf	Amendment, Date o	of Original File	d (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Grou Form filed by On Form filed by Mo Person	e Reporting Per	son	
(City)	(State)	(Zip)						Person			
		Table I - Nor	-Derivative	Securities Acc	quired, Dis	posed of, or Benef	icially	Owned			
1. Title of Security (Instr. 3) 2. Transacti				2A. Deemed	3.	4. Securities Acquired (A)	or	5. Amount of	6. Ownership	7. Nature	

(Date (Month/Day/Year)			iction Instr.	Disposed Of (D) (Instr. 3, 4 and 5)			Securities Beneficially Owned Following Reported	(D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150. 4)
Common Stock Class A	03/15/2023		A		2,636 ⁽¹⁾	A	\$182.67	2,636	D	

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

	(org., pate, valie, valiante, optione, control and coordinately														
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. Transa Code (8)				Expiration Date Amount of		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership Form: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. On March 15, 2023, the reporting person was granted restricted shares, vesting in four equal annual installments on the first four anniversaries of the grant date, subject to the terms and conditions of the CME Group Inc. Omnibus Stock Plan.

Remarks:

By: Jenelle Chalmers For:	
Jonathan L. Marcus	

<u>03/17/2023</u>

** 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.