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
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APPROVAL											
	OMB Number:	3235-0287										
	Estimated average burden											
- 1	houre per response	. 0.5										

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>Fitzpatrick Lynne</u>				2. Issuer Name and Ticker or Trading Symbol  CME GROUP INC. [ CME ]										tionship of Reportir all applicable) Director Officer (give title		10% O				
(Last) (First) (Middle) 20 SOUTH WACKER DRIVE					3. Date of Earliest Transaction (Month/Day/Year) 09/14/2022									below)		below) eputy CFO				
(Street) CHICAC	AGO IL 60606 (State) (Zip)					4. If Amendment, Date of Original Filed (Month/Day/Year) 09/15/2022								. Indiv ine) X	'					
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																				
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/						Execution Date,			3. Transaction Code (Instr. 8)  4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4				and 5) Securi		ties cially I Following	Forr (D) (	n: Direct	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
									Code	v	Amount	(A) or (D)	Price		Transaction(s) (Instr. 3 and 4)				(moa. 4)	
Common Stock Class A 09/14/20					022			F		94(1)	D	\$191	91.3 <sup>(2)</sup>		9,129		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)	Execution Date,			saction e (Instr. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		vative irrities irred r osed ) r. 3, 4	6. Date Exercisable and Expiration Date (Month/Day/Year)  Date Expiration Date Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Inst 3 and 4)  Amour or Numbe of Title Shares		8. Price of Derivative Security (Instr. 5)		9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	y	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficia Government Ownership (Instr. 4)		

## **Explanation of Responses:**

- 1. Ms. Lynne Fitzpatrick surrendered shares to the Company in order to fulfill tax withholding obligations upon the vesting of restricted stock on 9/14/2022.
- 2. This Form 4 is being amended to include the price at which shares were withheld for payment of taxes, which amount was inadvertently omitted from the original filing due to clerical error.

## Remarks:

By: Jenelle Chalmers For: Lynne Fitzpatrick

09/19/2022

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.