FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, | D.C. | 20549 |
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| Check this box if no longer subjec |
|------------------------------------|
| to Section 16. Form 4 or Form 5 |
| obligations may continue. See |
| Instruction 1(h) |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL 3235-0287 Estimated average burden hours 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

| Name and Address of Reporting Person* Sammann Derek | | | | | 2. Issuer Name and Ticker or Trading Symbol CME GROUP INC. [CME] | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title Other (specify | | | | | | | |
|--|---------------------------|------|---|--------------------------------------|---|---|-----------------------|---|---------------------|--|--------------------|--|---|---|------------------|---|---|---|--------------|--|
| (Last) 20 S. WA | (Fir | , | Middle) | | 3. Date of Earliest Tran 09/14/2022 | | | | | | n/Day/Year) | | X | Officer (give title Other (s below) Sr MD Gl Hd Commodity & Op | | | | ` | | |
| (Street) CHICAC | | | 0606 Zip) | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) 09/15/2022 | | | | | | | | | | ividual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | |
| | | | I - No | | | | | Acc | | d, Dis | sposed of | | | | 1 | | | | | |
| Date | | | Date | Date Execu Month/Day/Year) if any | | 2A. Deemed Execution Date, if any (Month/Day/Year) | | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4 | | | | and 5) Securities Beneficially Owned Following | | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | 7. Nature of Indirect Beneficial Ownership | | |
| | | Code | v | | | | | Amount | (A) or (D) | Pric | e | Reported Transaction(s) (Instr. 3 and 4) | | | | (Instr. 4) | | | | |
| Common | Common Stock Class A 09/1 | | | |)22 | | | F | | 345(1) | D | \$19 | 91.3(2) | 3(2) 8,789 | | | D | | | |
| Common | Stock Clas | s A | | | | | | | | | | | | | 2,793 I by Chile | | | | | |
| Common | Stock Clas | s A | | | | | | | | | | | | 12,517 I by Tru | | | | | by Trust | |
| Common | Stock Clas | s A | | | | | | | | | | | | 14,970 I by Spo | | | | | by Spouse | |
| | | Tal | ble II | - Derivati (e.g., pu | ve Se its, ca | ecurit alls, v | ies <i>A</i> varra | Acqu ints, | ired, optic | Disp ons, | osed of, convertib | or Be le se | nefic curiti | ially (| Owne | d | | | | |
| 1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Year) 3. Transaction Date (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) | | Expira | e Exer ation D h/Day/ | | 7. Title and Amount of Securities Underlying Derivative Security (Ins 3 and 4) | | Der Sed (Ins | | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | y | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership t (Instr. 4) | | | |
| | | | | Code | | v | (A) | (D) | Date Exercisable | | Expiration Date | Title | or Numb of Share | | | | | | | |

Explanation of Responses:

- 1. Mr. Derek Sammann 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: Margaret Austin Wright For: Derek Louis Sammann

09/19/2022

** 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.