

**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	
OMB Number:	3235-0287
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<b>1. Name and Address of Reporting Person*</b> <u>GILL PHUPINDER</u>  (Last) (First) (Middle) <u>20 S. WACKER DR.</u>  (Street) <u>CHICAGO IL 60606</u>  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b> <u>CHICAGO MERCANTILE EXCHANGE HOLDINGS INC [ CME ]</u>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable)  Director 10% Owner Officer (give title below) Other (specify below)  X <b>President &amp; COO</b>
	<b>3. Date of Earliest Transaction (Month/Day/Year)</b> <u>12/12/2005</u>	
<b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>		

**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	12/12/2005		S		400 <sup>(1)</sup>	D	\$363.6	16,370	D	
Common Stock Class A	12/12/2005		S		100 <sup>(1)</sup>	D	\$363.65	16,270	D	
Common Stock Class A	12/12/2005		S		200 <sup>(1)</sup>	D	\$363.7	16,070	D	
Common Stock Class A	12/12/2005		S		150 <sup>(1)</sup>	D	\$363.75	15,920	D	
Common Stock Class A	12/12/2005		S		100 <sup>(1)</sup>	D	\$363.85	15,820	D	
Common Stock Class A	12/12/2005		S		200 <sup>(1)</sup>	D	\$363.9	15,620	D	
Common Stock Class A	12/12/2005		S		1,600 <sup>(1)</sup>	D	\$364	14,020	D	
Common Stock Class A	12/12/2005		S		300 <sup>(1)</sup>	D	\$364.01	13,720	D	
Common Stock Class A	12/12/2005		S		200 <sup>(1)</sup>	D	\$364.02	13,520	D	
Common Stock Class A	12/12/2005		S		500 <sup>(1)</sup>	D	\$364.04	13,020	D	
Common Stock Class A	12/12/2005		S		300 <sup>(1)</sup>	D	\$364.05	12,720	D	
Common Stock Class A	12/12/2005		S		400 <sup>(1)</sup>	D	\$364.06	12,320	D	
Common Stock Class A	12/12/2005		S		200 <sup>(1)</sup>	D	\$364.08	12,120	D	
Common Stock Class A	12/12/2005		S		100 <sup>(1)</sup>	D	\$364.09	12,020	D	
Common Stock Class A	12/12/2005		S		400 <sup>(1)</sup>	D	\$364.1	11,620	D	
Common Stock Class A	12/12/2005		S		100 <sup>(1)</sup>	D	\$364.2	11,520	D	
Common Stock Class A	12/12/2005		S		100 <sup>(1)</sup>	D	\$364.21	11,420	D	
Common Stock Class A	12/12/2005		S		100 <sup>(1)</sup>	D	\$364.22	11,320	D	
Common Stock Class A	12/12/2005		S		100 <sup>(1)</sup>	D	\$364.24	11,220	D	
Common Stock Class A	12/12/2005		S		100 <sup>(1)</sup>	D	\$364.25	11,120	D	
Common Stock Class A	12/12/2005		S		100 <sup>(1)</sup>	D	\$364.27	11,020	D	
Common Stock Class A	12/12/2005		S		200 <sup>(1)</sup>	D	\$364.35	10,820	D	
Common Stock Class A	12/12/2005		S		400 <sup>(1)</sup>	D	\$364.43	10,420	D	
Common Stock Class A	12/12/2005		S		300 <sup>(1)</sup>	D	\$364.51	10,120	D	
Common Stock Class A	12/12/2005		S		200 <sup>(1)</sup>	D	\$364.52	9,920	D	
Common Stock Class A	12/12/2005		S		700 <sup>(1)</sup>	D	\$364.62	9,220	D	
Common Stock Class A	12/12/2005		S		300 <sup>(1)</sup>	D	\$364.65	8,920	D	
Common Stock Class A	12/12/2005		S		100 <sup>(1)</sup>	D	\$364.68	8,820	D	
Common Stock Class A	12/12/2005		S		100 <sup>(1)</sup>	D	\$364.81	8,720	D	
Common Stock Class A	12/12/2005		S		100 <sup>(1)</sup>	D	\$364.83	8,620	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					

**Explanation of Responses:**

1. This sale was completed pursuant to the terms of a pre-arranged trading plan established in accordance with Rule 10b5-1.

Kathleen M. Cronin, Attorney    12/13/2005  
in Fact

\*\* 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.

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