

CME GROUP INC.
Form 4
August 19, 2013

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Sammann Derek

(Last) (First) (Middle)
20 S. WACKER DRIVE
(Street)

CHICAGO, IL 60606

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CME GROUP INC. [cme]

3. Date of Earliest Transaction (Month/Day/Year)
08/15/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
Sr MD FX Metals & Options Sol

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock Class A | 08/15/2013 | | M | 1,240 | \$ 54.37 | 19,340 | D |
| Common Stock Class A | 08/15/2013 | | S | 1,240 | \$ 74.78 (1) | 18,100 | D |
| Common Stock Class A | 08/15/2013 | | M | 6,320 | \$ 54.3 | 24,420 | D |
| Common Stock Class | 08/15/2013 | | S | 6,320 | \$ 74.78 | 18,100 | D |

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| | | | | | | | |
|-------------|------------|--|---|-------|-----|-------|----------|
| A | | | | | (1) | | |
| Common | | | | | \$ | | |
| Stock Class | 08/15/2013 | | M | 2,970 | A | 56.87 | 21,070 D |
| A | | | | | \$ | | |
| Common | | | | | \$ | | |
| Stock Class | 08/15/2013 | | S | 2,970 | D | 74.78 | 18,100 D |
| A | | | | | (1) | | |

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

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SEC 1474
(9-02)

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 Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Non-Qualified Stock Option (right to buy) | \$ 54.3 | 08/15/2013 | | M | 6,320 | 09/15/2012 ⁽²⁾ 09/15/2020 | Common Stock Class A |
| Non-Qualified Stock Option (right to buy) | \$ 54.37 | 08/15/2013 | | M | 1,240 | 09/15/2012 ⁽³⁾ 09/15/2021 | Common Stock Class A |
| Non-Qualified Stock Option (right to buy) | \$ 56.87 | 08/15/2013 | | M | 2,970 | 09/15/2012 ⁽⁴⁾ 09/15/2019 | Common Stock Class A |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Samman Derek 20 S. WACKER DRIVE CHICAGO, IL 60606 | | | Sr MD FX Metals & Options Sol | |

Signatures

by: Margaret Austin Wright for: Derek L.
Sammann

08/19/2013

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

On August 15, 2013, Mr. Sammann sold a total of 10,530 shares of CME Group Class A common stock at an average price of \$74.78 per (1) share, including the exercise of options. The price ranges were \$74.30 through \$74.83. The Company maintains a record of the transactions and copies will be provided upon request.

(2) On September 15, 2012, this option vested with respect to 50% of the granted number of shares covered by the option.

(3) On September 15, 2012, this option vested with respect to 25% of the granted number of shares covered by the option.

(4) On September 15, 2012, this option vested with respect to 75% of the granted number of shares covered by the option.

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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