### Edgar Filing: CHICAGO MERCANTILE EXCHANGE HOLDINGS INC - Form 4

#### CHICAGO MERCANTILE EXCHANGE HOLDINGS INC

Form 4

September 18, 2006

### FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

**OMB APPROVAL** 

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Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person ** KRAUSE JAMES R | 2. Issuer Name <b>and</b> Ticker or Trading Symbol          | 5. Relationship of Reporting Person(s) to Issuer  |  |  |
|---|---|---|--|--|
|   | CHICAGO MERCANTILE<br>EXCHANGE HOLDINGS INC<br>[CME]        | (Check all applicable)  Director 10% Owner  |  |  |
| (Last) (First) (Middle) 20 S. WACKER DRIVE                | 3. Date of Earliest Transaction (Month/Day/Year) 09/15/2006 | X Officer (give title Other (specify below)   |  |  |
| (Street)  | 4. If Amendment, Date Original Filed(Month/Day/Year)        | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person |  |  |
| CHICAGO, IL 60606   |   | Form filed by More than One Reporting Person  |  |  |

| Table I - Non-Derivative | Committee A comined | Disposed of | on Donoficially Owned |
|--------------------------|---------------------|-------------|-----------------------|
|                          |                     |             |                       |

| (City)                               | (State)                                 | (Zip) Tabl  | e I - Non-I                             | Derivative                       | Secui                        | rities Acqu  | ired, Disposed of  | , or Beneficiall   | y Owned   |
|--------------------------------------|---|---|---|----------------------------------|------------------------------|--------------|--|--|---|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securi on(A) or Do (Instr. 3, | ispose<br>4 and<br>(A)<br>or | d of (D)     | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
| Common<br>Stock<br>Class A           | 09/15/2006                              |   | M                                       | 340                              | A                            | \$ 63.01     | 3,020  | D  |   |
| Common<br>Stock<br>Class A           | 09/15/2006                              |   | S                                       | 340 (1)                          | D                            | \$<br>467.11 | 2,680  | D  |   |
| Common<br>Stock<br>Class A           | 09/15/2006                              |   | M                                       | 2,120                            | A                            | \$ 127       | 4,800  | D  |   |
|                                      | 09/15/2006                              |   | S                                       |                                  | D                            |              | 2,680  | D  |   |

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| Common<br>Stock<br>Class A |            |   | 2,120<br>(1) |   | \$<br>467.11 |       |   |
|----------------------------|------------|---|--------------|---|--------------|-------|---|
| Common<br>Stock<br>Class A | 09/15/2006 | M | 40           | A | \$<br>251.95 | 2,720 | D |
| Common<br>Stock<br>Class A | 09/15/2006 | S | 40 (1)       | D | \$<br>467.11 | 2,680 | D |

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

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 control number.

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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number proof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisab<br>Expiration Date<br>(Month/Day/Year |                    | 7. Title and A Underlying S (Instr. 3 and | Seci         |
|---|---|---|---|---|--|---|--------------------|---|--------------|
|   |   |   |   | Code V                                  | (A) (D)  | Date Exercisable  | Expiration<br>Date | Title                                     | A or N of SI |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 63.01  | 09/15/2006                              |   | M                                       | 340  | 06/06/2006(2)   | 06/06/2013         | Common<br>Stock<br>Class A                |              |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 127  | 09/15/2006                              |   | M                                       | 2,120  | 06/14/2006(3)   | 06/14/2014         | Common<br>Stock<br>Class A                | 2            |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 251.95   | 09/15/2006                              |   | M                                       | 40   | 06/15/2006 <u>(4)</u>                                   | 06/15/2015         | Common<br>Stock<br>Class A                |              |

# **Reporting Owners**

| Reporting Owner Name / Address | Relationships |           |          |       |  |
|--------------------------------|---------------|-----------|----------|-------|--|
| • 0                            | Director      | 10% Owner | Officer  | Other |  |
|                                |               |           | MD & CIO |       |  |

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KRAUSE JAMES R 20 S. WACKER DRIVE CHICAGO, IL 60606

## **Signatures**

By: Margaret C. Austin For: James R. Krause 09/18/2006

\*\*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).
- (1) This sale was completed pursuant to the terms of a pre-arranged trading plan established in accordance with Rule 10b5-1.
- (2) On June 6, 2006, this option vested with respect to 60% of the granted number of shares covered by the option. On the anniversary of(2) that date in each of the two subsequent years, the option will vest with respect to an additional 20% of the shares covered by the option, subject to acceleration or termination in certain circumstances.
- (3) On June 14, 2006, this option vested with respect to 40% of the granted number of shares covered by the option. On the anniversary of that date in each of the three subsequent years, the option will vest with respect to an additional 20% of the shares covered by the option, subject to acceleration or termination in certain circumstances.
- (4) On June 15, 2006, this option vested with respect to 20% of the granted number of shares covered by the option. On the anniversary of(4) that date in each of the four subsequent years, the option will vest with respect to an additional 20% of the shares covered by the option, subject to acceleration or termination in certain circumstances.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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