

CME GROUP INC.

Form 3

December 16, 2016

FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *

Winkler Julie

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

12/07/2016

3. Issuer Name and Ticker or Trading Symbol
CME GROUP INC. [CME]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

20 S. WACKER DRIVE

(Street)

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer ☐ Other
 (give title below) (specify below)
 Chief Commercial Officer

6. Individual or Joint/Group
 Filing(Check Applicable Line)
☒ Form filed by One Reporting
 Person
☐ Form filed by More than One
 Reporting Person

CHICAGO, IL 60606

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
 Form:
 Direct (D)
 or Indirect
 (I)
 (Instr. 5)

4. Nature of Indirect Beneficial
 Ownership
 (Instr. 5)

Common Stock Class A

15,644

D

A

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

SEC 1473 (7-02)

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 information contained in this form are not
 required to respond unless the form displays a
 currently valid OMB control number.**

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
 Expiration Date
 (Month/Day/Year)

Date Exercisable Expiration
 Date

3. Title and Amount of
 Securities Underlying
 Derivative Security
 (Instr. 4)

Title Amount or
 Number of

4. Conversion
 or Exercise
 Price of
 Derivative
 Security

5. Ownership
 Form of
 Derivative
 Security:
 Direct (D)
 or Indirect

6. Nature of
 Indirect Beneficial
 Ownership
 (Instr. 5)

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				Shares		(I) (Instr. 5)	
Non-Qualified Stock Option (right to buy)	09/15/2014 ⁽¹⁾	09/15/2020	Common Stock Class A	5,340	\$ 54.3	D	Â
Non-Qualified Stock Option (right to buy)	09/15/2015 ⁽²⁾	09/15/2021	Common Stock Class A	5,620	\$ 54.37	D	Â
Non-Qualified Stock Option (right to buy)	09/15/2013 ⁽³⁾	09/15/2019	Common Stock Class A	1,310	\$ 56.87	D	Â
Non-Qualified Stock Option (right to buy)	06/16/2013 ⁽⁴⁾	06/16/2018	Common Stock Class A	4,275	\$ 83.88	D	Â
Non-Qualified Stock Option (right to buy)	09/14/2012 ⁽⁵⁾	09/14/2017	Common Stock Class A	2,875	\$ 109.72	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Winkler Julie 20 S. WACKER DRIVE CHICAGO, IL 60606	Â	Â	Â Chief Commercial Officer	Â

Signatures

By: Margaret Austin Wright For: Julie Marie Winkler 12/16/2016

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) On September 15, 2014, these options vested with respect to 100% of the granted number of shares covered by the option.

(2) On September 15, 2015, these options vested with respect to 100% of the granted number of shares covered by the option.

(3) On September 15, 2013, these options vested with respect to 100% of the granted number of shares covered by the option.

(4) On June 16, 2013, these options vested with respect to 100% of the granted number of shares covered by the option.

(5) On September 14, 2012, these options vested with respect to 100% 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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