

Sammann Derek
Form 5
February 06, 2018

FORM 5

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 Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
Sammann Derek

(Last) (First) (Middle)

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

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2017

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

 Director 10% Owner
 Officer (give title below) Other (specify below)
Sr MD Gl Hd Commodity & Option

20 S. WACKER DRIVE

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

CHICAGO, IL 60606

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

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) | (A) or (D) | Price | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|-------|--|--|-----------------------------------|
| Common Stock Class A | 12/20/2017 | | G ⁽¹⁾ | 370 | D | \$ 0 | 37,383 | D | |
| Common Stock Class A | 12/21/2017 | | G ⁽¹⁾ | 185 | D | \$ 0 | 37,198 | D | |
| Common Stock Class A | 12/26/2017 | | J ⁽²⁾ | 10,724 | D | \$ 0 | 26,474 | D | |

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| | | | | | | | | | |
|----------------------------|------------|---|------------------|--------|---|------|--------|---|----------------|
| Common Stock Class A | 12/27/2017 | Â | G ⁽³⁾ | 12,540 | D | \$ 0 | 13,934 | D | Â |
| Common Stock Class A | 12/20/2017 | Â | G ⁽¹⁾ | 370 | A | \$ 0 | 1,045 | I | by Children |
| Common Stock Class A | 12/21/2017 | Â | G ⁽¹⁾ | 185 | A | \$ 0 | 1,230 | I | by Children |
| Common Stock Class A | 12/27/2017 | Â | G ⁽³⁾ | 12,540 | A | \$ 0 | 12,540 | I | by Spouse |
| Common Stock Class A | 12/26/2017 | Â | J ⁽²⁾ | 10,724 | A | \$ 0 | 10,724 | I | by Trust |

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.

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(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 Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. of D Se B O E Is Fi (I |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
| | | | | | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Sammann Derek 20 S. WACKER DRIVE CHICAGO, IL 60606 | Â | Â | Â Sr MD Gl Hd Commodity & Option | Â |

Signatures

By: Margaret Austin Wright For: Derek Louis
Sammann

02/06/2018

__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).

This transaction represented a gift of securities from the reporting person to his children, who share the reporting person's household. The

- (1) reporting person disclaims beneficial ownership of the shares held by his children, and this report shall not be deemed as an admission that the reporting person is the beneficial owner of his children's shares for purposes of Section 16 or for any other purpose.
- (2) Ownership has been updated to reflect the transfer of CME Group Class A common stock to reporting person's revocable living trust.

This transaction represented a gift of securities from the reporting person to his spouse, who shares the reporting person's household. The

- (3) reporting person disclaims beneficial ownership of the shares held by his spouse, and this report shall not be deemed as an admission that the reporting person is the beneficial owner of his spouse's shares for purposes of Section 16 or for any other purpose.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.