

CME GROUP INC.
Form 144
September 09, 2015

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

SEC USE ONLY
DOCUMENT SEQUENCE NO.

CUSIP NUMBER

WORK LOCATION

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES

PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

ATTENTION: *Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker*

1(a) NAME OF ISSUER (Please type or print)

(b) IRS IDENT. NO. (c) S.E.C. FILE NO.

CME Group Inc.

36-4459170

001-31553

1(d) ADDRESS OF ISSUER

20 South Wacker Drive

Chicago

STATE IL

ZIP CODE 60606

(e) TELEPHONE NO.

AREA CODE 312

NUMBER 930-1000

2(a) NAME OF PERSON FOR WHOSE ACCOUNT
THE SECURITIES ARE TO BE SOLD

(b) RELATIONSHIP TO
ISSUER

BM&FBOVESPA S.A. Bolsa de

5% Owner

Praça Antonio Prado, 150 - São Paulo, SP, Brazil

Valores, Mercadorias e Futuros

01010-901

INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.

3(a)

(b)

(c)

(d)

(e)

(f)

(g)

| | | SEC USE ONLY | | | | | |
|----------------------------|--|-------------------|-------------------|-------------------|------------------------|-------------------|-------------------|
| Title of the | Name and Address of Each Broker-Dealer | Number of Shares | Aggregating | Number of Shares | Approximate | Name of Each | |
| Securities | Through Whom | File | or | Market | Other Units | Date of Sale | Securities |
| To Be Sold | the Securities are | Number | Other | Value | Outstanding | (See instr. 3(f)) | Exchange |
| to be Offered | to be Offered or Each Market | To Be | Sold | (See instr. 3(d)) | (See instr. 3(e)) | (MO. DAY YR.) | (See instr. 3(g)) |
| Maker who is | Acquiring the Securities | (See instr. 3(c)) | (See instr. 3(c)) | (See instr. 3(e)) | (See instr. 3(e)) | (See instr. 3(e)) | (See instr. 3(g)) |
| Class A Common Stock | Goldman Sachs & Co. 200 West Street New York, NY 10282 | 3,395,548 | 48 | \$20,675,387 | 756,060 ^(a) | 09/09/2015 | Nasdaq |
| | | | | (as of 08/31/15) | | | |

INSTRUCTIONS:

1. (a) Name of issuer
(b) Issuer's I.R.S. Identification Number
(c) Issuer's S.E.C. file number, if any
(d) Issuer's address, including zip code

(e) Issuer's telephone number, including area code
2. (a) Name of person for whose account the securities are to be sold
(b) Such person's relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)
(c) Such person's address, including zip code
3. (a) Title of the class of securities to be sold
(b) Name and address of each broker through whom the securities are intended to be sold
(c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)
(d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice
(e) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer

(f) Approximate date on which the securities are to be sold
(g) Name of each securities exchange, if any, on which the securities are intended to be sold

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 control number.

TABLE I - SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

| Title of the Class | Date you Acquired | Name of Person from Whom Acquired | Date of Payment | Nature of Payment |
|-----------------------------|-------------------|--|--------------------------------|--------------------|
| Class A Common Stock | 02/26/2008 | Shares acquired pursuant to a Master Agreement, dated as of January 22, 2008, with the Issuer in exchange for 101,078,580 common registered shares, no par value, of BM&F S.A. (BM&F), a predecessor company of BM&FBOVESPA S.A. (or issued in a 5-for-1 split thereof on July 20, 2012). | 02/26/2008 | BVMF Shares |
| | | CMEG Brazil Participações Ltda. | 5,945,330^(b) | 1 |

INSTRUCTIONS: If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

TABLE II - SECURITIES SOLD DURING THE PAST 3 MONTHS

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

| Name and Address of Seller | Title of Securities Sold | Date of Sale | Amount of Securities Sold | Gross Proceeds |
|----------------------------|--------------------------|--------------|---------------------------|----------------|
| NONE | | | | |

REMARKS: (a) As stated in the Issuer's quarterly report filed on Form 10-Q for the quarter ended June 30, 2015.

(b) Reflects a 5-for-1 split effected on July 20, 2012.

INSTRUCTIONS:

ATTENTION:

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See the definition of person in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

**BM&FBOVESPA S.A. Bolsa de Valores,
Mercadorias e Futuros**

September 9, 2015

DATE OF NOTICE

By /s/ Daniel Sonder /s/ Luis Otavio Saliba
Furtado

(SIGNATURE)

DATE OF PLAN ADOPTION OR GIVING OF
INSTRUCTION,

IF RELYING ON RULE 10B5-1

The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed. Any copies not manually signed shall bear typed or printed signatures.

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)