

CME GROUP INC.  
Form 8-K  
December 11, 2014

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported):

December 10, 2014

CME Group Inc.

(Exact name of registrant as specified in its charter)

Delaware

001-31553

36-4459170

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

20 South Wacker Drive, Chicago, Illinois

60606

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

312-930-1000

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)  
 Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)  
 Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))  
 Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On August 27, 2014, CME Group Inc. (the "Company") filed a Current Report on Form 8-K announcing that James E. Parisi had informed the Company of his intention to retire from the position of Chief Financial Officer and that upon Mr. Parisi's retirement, John W. Pietrowicz would assume the role of Chief Financial Officer.

On October 3, 2014, the Company filed a Current Report on Form 8-K reporting the terms and conditions of Mr. Parisi's retention agreement. In accordance with the terms and conditions of the retention agreement, the Company has agreed to Mr. Parisi's retirement from the role of Chief Financial Officer and the transition of such responsibilities to Mr. Pietrowicz, effective as of the close of business on December 10, 2014. In accordance with his agreement, Mr. Parisi will remain employed with the Company until December 31, 2014.

Mr. Pietrowicz, 50, previously served as the Company's Senior Managing Director, Business Development and Corporate Finance since 2010. He joined the organization in 2003 and since then has held various positions of increasing responsibility, including as Managing Director and Deputy Chief Financial Officer from 2009 to 2010 and Managing Director, Corporate Finance and Treasury from 2006 to 2009.

As Chief Financial Officer, Mr. Pietrowicz will participate in the Company's compensation program upon terms commensurate with other executive officers of the Company at the level of Senior Managing Director.

There are no family relationships existing between Mr. Pietrowicz and any executive officer or director of the Company. There have been no transactions, and no transactions are currently proposed, in which the Company was or is to be a participant and in which Mr. Pietrowicz or any member of his immediate family had or will have an interest.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CME Group Inc.

*December 11, 2014*

By: *Kathleen M. Cronin*

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*Name: Kathleen M. Cronin  
Title: Senior Managing Director, General Counsel &  
Corporate Secretary*