

CME GROUP INC.
Form 8-K
May 10, 2010

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):

May 5, 2010

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))

Top of the Form**Item 5.07 Submission of Matters to a Vote of Security Holders.**

CME Group Inc. held its 2010 annual meeting of shareholders on May 5, 2010. The results of the proposals are as follows:

1. *The election of nine Equity Directors to serve until 2013 (elected by the Class A and Class B shareholders voting together as a single class):*

| <i>Name</i> | <i>Votes For</i> | <i>Votes Withheld</i> |
|-------------------|------------------|-----------------------|
| Terrence A. Duffy | 44,659,800 | 1,057,209 |
| Charles P. Carey | 44,568,138 | 1,148,871 |
| Mark E. Cermak | 44,730,791 | 986,218 |
| Martin J. Gepsman | 43,800,324 | 1,916,685 |
| Leo Melamed | 44,125,419 | 1,591,590 |
| Joseph Niciforo | 44,214,815 | 1,502,194 |
| C.C. Odom II | 44,664,493 | 1,052,516 |
| John F. Sandner | 44,034,359 | 1,682,650 |
| Dennis A. Suskind | 44,739,382 | 977,627 |

There were a total of 7,924,294 broker non-votes in the election of the Equity Directors.

2. *The election of one Class B-1 Director to serve until 2013 from a slate of two nominees (elected by the Class B-1 shareholders):*

| <i>Name</i> | <i>Votes For</i> | <i>Votes Against</i> | <i>Abstentions</i> |
|-------------------|------------------|----------------------|--------------------|
| James S. Ginsburg | 126 | 66 | 142 |
| Howard J. Siegel | 169 | 38 | 127 |

3. *The election of one Class B-3 Director to serve until 2013 from a slate of two nominees (elected by the Class B-3 shareholders):*

| <i>Name</i> | <i>Votes For</i> | <i>Votes Against</i> | <i>Abstentions</i> |
|-------------------|------------------|----------------------|--------------------|
| Gregory J. Heraty | 178 | 83 | 259 |
| Gary M. Katler | 240 | 115 | 165 |

4. *The election of five members of the Class B-1 Nominating Committee to serve until 2011 from a slate of ten nominees (elected by the Class B-1 shareholders):*

| <i>Name</i> | <i>Votes For</i> | <i>Votes Against</i> | <i>Abstentions</i> |
|--------------------|------------------|----------------------|--------------------|
| William C. Bauman | 108 | 33 | 190 |
| Thomas A. Bentley | 117 | 32 | 182 |
| Jeffrey R. Carter | 143 | 25 | 163 |
| Brock J. Connelly | 71 | 45 | 215 |
| Michael J. Downs | 135 | 25 | 171 |
| John W. Fischer | 114 | 32 | 185 |
| John C. Garrity | 152 | 23 | 156 |
| Hershel Herrendorf | 96 | 37 | 198 |
| Brian J. Muno | 95 | 42 | 194 |

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5. *The election of five members of the Class B-2 Nominating Committee to serve until 2011 from a slate of ten nominees (elected by the Class B-2 shareholders):*

| <i>Name</i> | <i>Votes For</i> | <i>Votes Against</i> | <i>Abstentions</i> |
|------------------------|------------------|----------------------|--------------------|
| Richard J. Duran | 144 | 17 | 149 |
| George P. Hanley | 79 | 30 | 201 |
| Donald J. Lanphere Jr. | 159 | 10 | 141 |
| Michael E. Lattner | 88 | 28 | 194 |
| Patrick J. Mulchrone | 170 | 19 | 121 |
| Ronald A. Pankau | 142 | 18 | 150 |
| Steven D. Peake | 50 | 31 | 229 |
| Gregory J. Veselica | 94 | 28 | 188 |
| Barry D. Ward | 85 | 24 | 201 |
| Jeff S. Waters | 64 | 30 | 216 |

6. *The ratification of the Audit Committee's appointment of Ernst & Young LLP as the Company's independent public accounting firm for 2010 (ratified by the Class A and Class B shareholders voting together as a single class):*

| <i>Votes For</i> | <i>Votes Against</i> | <i>Abstentions</i> |
|------------------|----------------------|--------------------|
| 53,034,430 | 508,867 | 98,006 |

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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.

May 10, 2010

CME Group Inc.

By: *Kathleen M. Cronin*

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