

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Exchange Act of 1933 (§230.405) of this chapter or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 101(b) of the Securities Exchange Act.

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

As described in the attached press release, Michael G. Dennis will be joining CME Group Inc. (the “CME Group”) as of August 5, 2024 in the role of Senior Managing Director Global Head, Fixed Income. In connection with his acceptance of the offer of employment at CME Group, on July 8, 2024, Mr. Dennis notified the Company of his intent to retire from the Company’s Board of Directors, effective immediately. Mr. Dennis’ decision to resign from the Board of Directors did not involve any disagreement with the Company, the Company’s management or the Company’s Board of Directors. Mr. Dennis has served as a member of the CME Group Board of Directors since 2020 and was a Class B-2 shareholder. In the Company’s most recent election of Class B-2 directors in May 2024, there were additional nominees presented for election, other than Patrick W. Maloney, who also serves as one of our directors. Therefore, in accordance with the CME Group Certificate of Incorporation, the vacancy in the director position from Mr. Dennis’ resignation will remain open until a successor is duly elected at a future meeting of shareholders.

Item 7.01 Regulation FD Disclosure.

The Company issued a press release regarding the appointment of Mr. Dennis as Global Head, Fixed Income. The press release, which is attached to this current report on Form 8-K as Exhibit 99.1, is hereby furnished pursuant to this Item 7.01.

Item 9.01 Financial Statements and Exhibits.

<u>Exhibit Number</u>	<u>Description</u>
99.1	Press Release dated July 8, 2024.
104	The cover page from CME Group Inc.’s Current Report on Form 8-K, formatted in Inline XBRL.

SIGNATURES

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

CME Group Inc.

Registrant

Date: July 8, 2024

By: _____/s/ Jonathan Marcus

Name: **Jonathan Marcus**

Title: **Senior Managing Director General Counsel
Duly Authorized Officer**