

CBOE Holdings, Inc.  
Form 8-K  
November 01, 2011

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**Form 8-K**

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**CURRENT REPORT**

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

Date of Report (Date of earliest event reported): **November 1, 2011**

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**CBOE HOLDINGS, INC.**

(Exact name of registrant as specified in its charter)

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**Delaware**

(State or other jurisdiction of incorporation)

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(Commission File Number)

(IRS Employer Identification No.)

**400 South LaSalle Street**

**Chicago, Illinois 60605**

(Address of Principal Executive Offices)

Registrant's telephone number, including area code **(312) 786-5600**

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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 (16 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (16 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (16 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (16 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.**

(b)                      On November 1, 2011, the Board of Directors (the Board ) of CBOE Holdings, Inc. (the Company ) elected to terminate Edward J. Joyce s employment as the President and Chief Operating Officer of the Company due to the condition of his health, which the Board determined to be a disability under the terms of his employment agreement with the Company, which was filed as Exhibit 10.17 to Amendment No. 5 to the Company s Registration Statement on Form S-4 (the Employment Agreement ). In connection with this termination, Mr. Joyce will receive the benefits and payments that become payable in connection with a termination of his employment related to a disability under the Employment Agreement.

(c)                      Also on November 1, 2011, the Board appointed Edward T. Tilly to serve as the Company s President and Chief Operating Officer. Mr. Tilly, 48, has served as the Company s Executive Vice Chairman since 2006 and served as the Member Vice Chairman from 2004 through 2006.

**Item 9.01.      Financial Statements and Exhibits.**

(d) Exhibits

99.1      Press Release, dated November 1, 2011.

**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.

**CBOE HOLDINGS, INC.**  
(Registrant)

By: */s/ Alan J. Dean*  
Alan J. Dean  
Executive Vice President, Chief Financial Officer and  
Treasurer

Dated: November 1, 2011

**Exhibit Index**

<b>Exhibit Number</b>	<b>Description</b>
99.1	Press Release, dated November 1, 2011.