

FORM 4

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

OMB APPROVAL
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[] Check this box if no longer
subject to Section 16. Form 4 or
Form 5 obligations may
continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *		2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
VITTOR KENNETH M		MCGRAW HILL FINANCIAL INC [MHP]		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> X Officer (give title below) <input type="checkbox"/> Other (specify below) EVP & General Counsel	
(Last) (First) (Middle) 1221 AVENUE OF THE AMERICAS		3. Date of Earliest Transaction (MM/DD/YYYY) 7/26/2013			
(Street) NEW YORK, NY 10020-1095		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
(City) (State) (Zip)				<input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	7/26/2013		M		46367.0000	A	\$36.9100	194169.0000	D	
Common Stock	7/26/2013		M		46367.0000	A	\$33.9800	240536.0000	D	
Common Stock	7/26/2013		F		10092.0000	D	\$60.5000	230444.0000	D	
Common Stock	7/26/2013		F		11346.0000	D	\$60.5000	219098.0000	D	
Common Stock	7/26/2013		S		25000.0000	D	\$60.0000	194098.0000	D	
Common Stock	7/26/2013		F		26043.0000	D	\$60.5000	168055.0000	D	
Common Stock	7/26/2013		F		28288.0000	D	\$60.5000	139767.0000	D	

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Options (Right to Buy)	\$36.9100	7/26/2013		M		46367.0000		4/1/2009	3/31/2018	Common Stock	46367.0000	\$0.0000	0.0000	D	
Options (Right to Buy)	\$33.9800	7/26/2013		M		46367.0000		4/1/2011	3/31/2020	Common Stock	46367.0000	\$0.0000	0.0000	D	
Options (Right to Buy)	\$41.2900							4/1/2006	3/31/2015	Common Stock	60137.0000		60137.0000	D	
Options (Right to Buy)	\$37.4100							4/1/2012	3/31/2021	Common Stock	42649.0000		42649.0000	D	
Options (Right to Buy)	\$51.5500							4/1/2014	3/31/2023	Common Stock	17954.0000		17954.0000	D	
Options (Right to Buy)	\$59.5100							4/2/2008	4/1/2017	Common Stock	27274.0000		27274.0000	D	
Options (Right to Buy)	\$55.1800							4/3/2007	4/2/2016	Common Stock	27654.0000		27654.0000	D	

Explanation of Responses:

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
VITTOR KENNETH M				

1221 AVENUE OF THE AMERICAS
NEW YORK, NY 10020-1095

EVP & General Counsel

Signatures

/s/ Kenneth M. Vittor

7/29/2013

**
Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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