

HUB GROUP INC

Form 4

May 05, 2005

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
POLSEN DENNIS R

(Last) (First) (Middle)

**3050 HIGHLAND
PARKWAY, SUITE 100**

(Street)

DOWNERS GROVE, IL 60515

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
HUB GROUP INC [HUBG]

3. Date of Earliest Transaction
(Month/Day/Year)
05/03/2005

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

EVP of Information Services

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ 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. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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			
Class A Common Stock	05/03/2005		M		12,000	A	\$ 5.2	25,679 <u>(1)</u>	D	
Class A Common Stock	05/03/2005		S		1,000	D	\$ 55	24,679 <u>(1)</u>	D	
Class A Common Stock	05/03/2005		S		1,000	D	\$ 55.02	23,679 <u>(1)</u>	D	
Class A Common	05/03/2005		S		1,000	D	\$ 54.9	22,679 <u>(1)</u>	D	

Edgar Filing: HUB GROUP INC - Form 4

Stock									
Class A Common Stock	05/04/2005		S	1,000	D	\$ 55	21,679 ⁽¹⁾	D	
Class A Common Stock	05/04/2005		S	1,000	D	\$ 55	20,679 ⁽¹⁾	D	
Class A Common Stock	05/04/2005		S	1,000	D	\$ 55.05	19,679 ⁽¹⁾	D	
Class A Common Stock	05/04/2005		S	1,000	D	\$ 55.1	18,679 ⁽¹⁾	D	
Class A Common Stock	05/04/2005		S	1,000	D	\$ 55.1	17,679 ⁽¹⁾	D	
Class A Common Stock	05/04/2005		S	1,000	D	\$ 55.1	16,679 ⁽¹⁾	D	
Class A Common Stock	05/04/2005		S	2,000	D	\$ 55.1	14,679 ⁽¹⁾	D	
Class A Common Stock	05/04/2005		S	1,000	D	\$ 55.1	13,679 ⁽¹⁾	D	
Class A Common Stock							443.332	I	By 401(K) Plan

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction 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 (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)		Title	

Edgar Filing: HUB GROUP INC - Form 4

						Date Exercisable	Expiration Date		
								Amount or Number of Shares	
Stock Option (Right to Buy)	\$ 5.2	05/03/2005		M	12,000	<u>(2)</u>	12/16/2012	Class A Common Stock	12,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
POLSEN DENNIS R 3050 HIGHLAND PARKWAY SUITE 100 DOWNERS GROVE, IL 60515			EVP of Information Services	

Signatures

/s/ Dennis
Polson 05/05/2005

__Signature of
Reporting Person Date

Explanation of Responses:

- * 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).
- (1) 9,381 of the total shares of Class A Common Stock are restricted stock subject to vesting requirements.
- (2) The option vests over 3 years. Mr. Polsen can exercise the option as follows: 9,667 shares on 12/16/2003, 9,667 shares on 12/16/2004 and 9,666 shares on 12/16/2005.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.