

HUB GROUP INC  
Form 4  
May 05, 2005

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

(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  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
EVP of Information Services

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  | Code                           | V   | Amount or Price   |  |  |
| Class A Common Stock            | 05/03/2005                           |  | M                              |   | 12,000 A \$ 5.2   | 25,679 <sup>(1)</sup>                                    | D  |
| Class A Common Stock            | 05/03/2005                           |  | S                              |   | 1,000 D \$ 55   | 24,679 <sup>(1)</sup>                                    | D  |
| Class A Common Stock            | 05/03/2005                           |  | S                              |   | 1,000 D \$ 55.02  | 23,679 <sup>(1)</sup>                                    | D  |
| Class A Common                  | 05/03/2005                           |  | S                              |   | 1,000 D \$ 54.9   | 22,679 <sup>(1)</sup>                                    | D  |

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

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

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(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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------|
|  |  |                                      |  | Code V                         | (A) (D)   |  |   |          |

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

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                             |       |
|--|---------------|-----------|-----------------------------|-------|
|  | Director      | 10% Owner | Officer                     | Other |
| POLSEN DENNIS R<br>3050 HIGHLAND PARKWAY<br>SUITE 100<br>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.

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