

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<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 | \$ 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.

**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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|---------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                    |                                                                | Title                                                               |                                                                     |

# Edgar Filing: HUB GROUP INC - Form 4

|                                      |        |            |  |   |        | 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 | <u>(2)</u>          | 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.

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.