FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

**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).

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

			or Section 30(n) or the investment company Act of 1340			
1. Name and Addr	, ,	erson*	2. Issuer Name and Ticker or Trading Symbol HUB GROUP INC [ HUBG ]		ationship of Reporting Pe c all applicable) Director Officer (give title	10% Owner Other (specify
(Last) 3050 HIGHLA SUITE 100	(First) ND PARKWAY	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/16/2005	below)		below) nd Treasurer
(Street) DOWNERS GROVE (City)	IL (State)	60515 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	ridual or Joint/Group Filin Form filed by One Re Form filed by More the Person	porting Person

(City) (State)  1. Title of Security (Instr. 3)	(Zip)  Table I - Non-Derivative S  2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any	3. Transa	ection	4. Securities Disposed Of	Acquired	(A) or	Owned  5. Amount of Securities Beneficially	6. Ownership Form: Direct	7. Nature of Indirect Beneficial
	(Month/Day/Year)	(Month/Day/Year)	Code (Instr. 8)		'			Owned Following Reported	(D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Class A Common Stock	02/16/2005		X		7,000	A	\$5.02	32,912(1)	D	
Class A Common Stock	02/16/2005		X		5,000	A	\$5.2	32,912(1)	D	
Class A Common Stock	02/16/2005		X		3,000	A	\$9.7	32,912(1)	D	
Class A Common Stock	02/16/2005		S		2,385(2)	D	\$55.85	30,527	D	
Class A Common Stock	02/16/2005		S		200(2)	D	\$55.86	30,327	D	
Class A Common Stock	02/16/2005		S		164 <sup>(2)</sup>	D	\$55.88	30,163	D	
Class A Common Stock	02/16/2005		S		4,300(2)	D	\$55.9	25,863	D	
Class A Common Stock	02/16/2005		S		78 <sup>(2)</sup>	D	\$55.92	25,785	D	
Class A Common Stock	02/16/2005		S		36 <sup>(2)</sup>	D	\$55.93	25,749	D	
Class A Common Stock	02/16/2005		S		100(2)	D	\$55.94	25,649	D	
Class A Common Stock	02/16/2005		S		200(2)	D	\$55.95	25,449	D	
Class A Common Stock	02/16/2005		S		319(2)	D	\$55.96	25,130	D	
Class A Common Stock	02/16/2005		S		81(2)	D	\$55.97	25,049	D	
Class A Common Stock	02/16/2005		S		100(2)	D	\$55.98	24,949	D	
Class A Common Stock	02/16/2005		S		600(2)	D	\$56	24,349	D	
Class A Common Stock	02/16/2005		S		22(2)	D	\$56.01	24,327	D	
Class A Common Stock	02/16/2005		S		200(2)	D	\$56.02	24,127	D	
Class A Common Stock	02/16/2005		S		100(2)	D	\$56.07	24,027	D	
Class A Common Stock	02/16/2005		S		500 <sup>(2)</sup>	D	\$56.3	23,527	D	
Class A Common Stock	02/16/2005		S		100(2)	D	\$56.32	23,427	D	
Class A Common Stock	02/16/2005		S		100(2)	D	\$56.4	23,327	D	
Class A Common Stock	02/16/2005		S		100(2)	D	\$56.48	23,227	D	
Class A Common Stock	02/16/2005		S		100(2)	D	\$56.5	23,127	D	
Class A Common Stock	02/16/2005		S		100(2)	D	\$56.57	23,027	D	
Class A Common Stock	02/16/2005		S		200(2)	D	\$56.73	22,827	D	
Class A Common Stock	02/16/2005		S		<b>78</b> <sup>(2)</sup>	D	\$56.75	22,749	D	
Class A Common Stock	02/16/2005		S		100(2)	D	\$56.8	22,649	D	
Class A Common Stock	02/16/2005		S		100(2)	D	\$56.82	22,549	D	

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)					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership			
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)			
Class A Common Stock	02/16/2005		S		100(2)	D	\$56.84	22,449	D				
Class A Common Stock	02/16/2005		S		100(2)	D	\$56.89	22,349	D				

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

			(e.g.,	puis,	CallS	, wa	ırıanı	s, options	, converu	Die Sect	iriues)						
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Date	Date	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 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: 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						
Stock Option (Right to Buy)	\$5.02	02/16/2005		X			7,000	(3)	01/02/2013	Class A Common Stock	7,000	\$0	7,000	D			
Stock Option (Right to Buy)	\$5.2	02/16/2005		X			5,000	(4)	12/16/2012	Class A Common Stock	5,000	\$0	5,000	D			
Stock Option (Right to Buy)	\$9.7	02/16/2005		X			3,000	(5)	07/02/2012	Class A Common Stock	3,000	\$0	24,000	D			

### **Explanation of Responses:**

- 1. The total reflects a simultaneous cashless exercise of the three different classes of options (for a total of 15,000 shares of Class A Common Stock).
- 2. The reported sale was made pursuant to a pre-arranged program for selling stock adopted pursuant to Rule 10b5-1 under the Securities Exchange Act of 1934.
- 3. The option vests over 3 years. Mr. White can exercise the option as follows: 7,000 shares on 1/2/2004, 7,000 shares on 1/2/2005, and 7,000 shares on 1/2/2006.
- $4.\ The\ option\ vests\ over\ 3\ years.\ Mr.\ White\ can\ exercise\ the\ option\ as\ follows:\ 5,000\ shares\ on\ 12/16/2003,\ 5,000\ shares\ on\ 12/16/2004,\ and\ 5,000\ shares\ on\ 12/16/2005.$
- $5. \ The \ option \ vests \ over \ 3 \ years. \ Mr. \ White \ can \ exercise \ the \ option \ as \ follows: 10,000 \ shares \ on \ 7/2/2003, 10,000 \ shares \ on \ 7/2/2004, \ and \ 10,000 \ shares \ on \ 7/2/2005.$

### Remarks:

This Form 4 is the first of two filed in connection with Mr. White's trades on the February 16, 2005.

<u>/s/ Thomas M. White</u> <u>02/18/2005</u>

\*\* 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).

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

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