| SEC Form 4 | |
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

| OMB APPROVAL | | | | | | |
|------------------------|-----------|--|--|--|--|--|
| OMB Number: | 3235-0287 | | | | | |
| Estimated average burd | en | | | | | |
| hours per response. | 0.5 | | | | | |

| 1. Name and Address of Reporting Person [*] Vesco John C | | | 2. Issuer Name and Ticker or Trading Symbol <u>Hub Group, Inc.</u> [HUBG] | (Check | tionship of Reporting Perso all applicable) Director Officer (give title | rson(s) to Issuer 10% Owner Other (specify | | |
|--|---------|----------|---|-------------------|---|--|--|--|
| I (LAST) (EIRST) (MIDDIE) | | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 05/22/2019 | | below) EVP, President HG | below) | | |
| (Street) | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) 05/23/2019 | 6. Indiv Line) | idual or Joint/Group Filing (| Check Applicable | | |
| OAK BROOK | IL | 60523 | | X | Form filed by One Report | ting Person | | |
| (City) | (State) | (Zip) | | | Form filed by More than 0 Person | One Reporting | | |
| 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) | ate, Transaction Code (Instr. | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | Securities Beneficially | Form: Direct | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (1150.4) |
| Class A Common Stock | 05/22/2019 | | F | | 122 | D | \$41.03 | 37,361 ⁽¹⁾ | D | |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 9. Number of 1. Title of 6. Date Exercisable and 7. Title and 8. Price of Derivative 3. Transaction 3A. Deemed 5. Number 10. 11. Nature Derivative Security (Instr. 3) Conversion Execution Date Transaction Expiration Date (Month/Day/Year) Amount of derivative Ownership of Indirect Date (Month/Day/Year) of Derivative Code (Instr. 8) Securities Security (Instr. 5) or Exercise if anv Securities Form: Beneficial Beneficially Owned Price of Derivative (Month/Day/Year) Securities Underlying Direct (D) Ownership (Instr. 4) or Indirect (I) (Instr. 4) Acquired Derivative (A) or Disposed Following Reported Security Security (Instr. 3 and 4) of (D) (Instr. 3, 4 and 5) Transaction(s) (Instr. 4) Amount o Number

Explanation of Responses:

1. The reporting person is filing this amendment to correct the number of shares of the Company's Class A Common Stock beneficially owned after reported transaction. The previous reported total was 28,923 shares of the Company's Class A Common Stock.

Date

Exercisable

Expiration

Date

| <u>/s/ Jeffrey L. Wigfield on</u> | |
|-----------------------------------|--|
| behalf of John C. Vesco | |

of

Shares

Title

** Signature of Reporting Person

05/28/2019

Date

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

 \ast 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.

Code ν

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.

(A) (D)