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

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 OR 15(d)
of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 11, 2026

HUB GROUP, INC.
(Exact name of registrant as specified in its charter)

Delaware	**0-27754**	**36-4007085**
(State or other jurisdiction of incorporation)	**(Commission File Number)**	**(I.R.S. Employer Identification No.)**

2001 Hub Group Way **Oak Brook, Illinois** **(Address of principal executive offices)**	**60523** **(Zip Code)**

Registrant's telephone number, including area code: (630) 271-3600

NOT APPLICABLE
(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	**Trading Symbol(s)**	**Name of each exchange on which registered**
Class A Common Stock	HUBG	NASDAQ

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 3.01. Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing.

On November 17, 2026, Hub Group, Inc. (the "Company") received an expected notice (the "Notice") from the listing qualifications staff of The Nasdaq Stock Market LLC ("Nasdaq") notifying the Company that, as a result of the Company not having timely filed its Quarterly Report on Form 10-Q for the quarter ended September 30, 2026 (the "Q326 Form 10-Q"), it is not in compliance with Nasdaq Listing Rule 5250(c)(1) (the "Filing Rule"), which requires companies with securities listed on Nasdaq to timely file all required periodic reports with the Securities and Exchange Commission.

The Notice provides that the Company has until November 24, 2026 to submit a plan to regain compliance with the Filing Rule, including its plan to file the Q326 Form 10-Q. The Company intends to timely submit to Nasdaq confirmation that it is working to regain compliance with the Filing Rule in a manner consistent with the Decision Letter (as defined below).

The Notice has no immediate effect on the listing or trading of shares of the Company's Class A common stock on the Nasdaq Global Select Market.

Item 7.01. Regulation FD Disclosure.

On November 11, 2026, the Company received a decision letter (the "Decision Letter") from the Nasdaq Hearings Panel (the "Hearings Panel") approving the continued listing of the Company's Class A common stock on the Nasdaq Global Select Market, subject to the Company demonstrating compliance with the Filing Rule on or before December 31, 2026 and certain other conditions.

As previously disclosed, on September 16, 2026, the Company received a Staff Delisting Determination (the "Staff Determination") from the listing qualifications staff of Nasdaq notifying the Company that Nasdaq had initiated a process to delist the Company's Class A common stock as a result of the Company not being in compliance with the Filing Rule. The Staff Determination was issued because the Company had not filed its Annual Report on Form 10-K for the year ended December 31, 2025 and its Quarterly Reports on Form 10-Q for the periods ended March 31, 2026 and June 30, 2026 (such filings, together with the Q326 Form 10-Q, the "Delinquent Filings"). The Company timely appealed the Staff Determination by requesting a hearing before the Hearings Panel and requested, and was granted, a stay of the suspension of trading of its Class A common stock pending the outcome of the hearing.

On October 27, 2026, the Company attended a hearing before the Hearings Panel at which it presented its plan to regain compliance with the Filing Rule and requested a continued stay of the suspension and delisting of its Class A common stock from the Nasdaq Global Select Market pending its return to compliance.

The Company's finance and accounting team continues to work expeditiously to complete the restatement process and file the Delinquent Filings. However, the Company cannot confirm that it will be able to complete all of the Delinquent Filings on or before December 31, 2026. If each of the Delinquent Filings is not made by December 31, 2026, the Company anticipates requesting that the Hearings Panel extend the exception period. The Hearings Panel informed the Company that it does not have the discretion to extend the exception period to a date later than March 12, 2027.

The Decision Letter requires the Company to provide prompt notification of any significant events occurring during the exception period that may affect the Company's compliance with Nasdaq requirements, including any event that may call into question the Company's ability to meet the terms of the exception granted. The Hearings Panel has reserved the right to reconsider the terms of the exception based on any event, condition or circumstance that exists or develops that would, in the opinion of the Hearings Panel, make continued listing of the Company's securities on Nasdaq inadvisable or unwarranted. The Decision Letter also provides that the Nasdaq Listing and Hearing Review Council may, on its own motion, determine to modify, reverse, dismiss or remand the decision of the Hearings Panel. The foregoing summarizes certain terms of the Hearings Panel's decision and does not purport to describe all of the terms and conditions of the Decision Letter.

There can be no assurance that the Company will be able to satisfy the conditions of the Decision Letter, including filing the Delinquent Filings within the exception period granted by the Decision Letter. If the Company does not satisfy these conditions and is not granted relief from such conditions, the Hearings Panel may determine to suspend trading in and delist the Company's Class A common stock.

On November 17, 2026, the Company issued a press release announcing its receipt of the Notice and the Decision Letter. The press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

The information furnished in Item 7.01 of this Current Report on Form 8-K and Exhibit 99.1 attached hereto shall not be deemed to be filed for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to liabilities of that Section or Sections 11 and 12(a)(2) of the Securities Act of 1933, as amended (the "Securities Act"), and shall not be deemed to be incorporated by reference into any registration statement or other document filed pursuant to the Securities Act.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
99.1	Press release issued on November 17, 2026.
104	The cover page from this Current Report on Form 8-K, formatted in Inline XBRL.

Cautionary Statement Regarding Forward-Looking Statements

Statements in this Current Report on Form 8-K that are not historical facts are forward-looking statements provided pursuant to the safe harbor established under the Private Securities Litigation Reform Act of 1995, including statements regarding the Company's ability to satisfy the conditions of the Decision Letter, the timing of the completion of the restatement process and the filing of the Delinquent Filings, the Company's ability to regain compliance with the Filing Rule and to maintain the listing of its Class A common stock on Nasdaq, and any other statements regarding the Company's future expectations, beliefs, plans, objectives, financial conditions, assumptions or future events or performance that are not historical facts. These forward-looking statements are not guarantees of future performance and involve risks, uncertainties and other factors that might cause the actual performance of the Company to differ materially from those expressed or implied by such forward-looking statements. These risks and uncertainties include, but are not limited to: the risk that the Company will be unable to complete the restatement process and file the Delinquent Filings on or before December 31, 2026 or otherwise satisfy the conditions of the Decision Letter; the risk that the Hearings Panel or the Nasdaq Listing and Hearing Review Council may reconsider or modify the terms of the Decision Letter; the risk that any effort by the Company to extend the exception period granted by the Decision Letter will be unsuccessful; the risk that the Company's Class A common stock will be suspended from trading on, or delisted from, Nasdaq; and other risks discussed under the "Risk Factors" section in the Company's most recently filed periodic reports on Form 10-K and Form 10-Q and subsequent filings. These forward-looking statements speak only as of the date hereof, and the Company assumes no obligation to update any such forward-looking statements.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Hub Group, Inc.

Date: November 17, 2026

By: /s/ Eric A. Braun
Name: Eric A. Braun
Title: Executive Vice President, Chief Legal Officer and Corporate Secretary

Exhibit 99.1

Hub Group Receives Nasdaq Approval for Continued Listing and Extension to Complete Delayed Filings

OAK BROOK, Ill., Nov. 17, 2026 (GLOBE NEWSWIRE) — Hub Group, Inc. (Nasdaq: HUBG) ("Hub Group" or the "Company") today announced that, on November 11, 2026, it received a decision letter (the "Decision Letter") from the Nasdaq Hearings Panel (the "Hearings Panel") approving the continued listing of the Company's Class A common stock on the Nasdaq Global Select Market ("Nasdaq"), subject to the Company demonstrating compliance with Nasdaq Listing Rule 5250(c)(1) (the "Filing Rule") on or before December 31, 2026. This decision followed a hearing on October 27, 2026, at which the Company presented its plan to regain compliance with the Filing Rule and requested a continued stay of the delisting of its Class A common stock from the Nasdaq Global Select Market pending its return to compliance.

To regain compliance with the Filing Rule, the Company will be required to file its Form 10-K for the year ended December 31, 2025 and its Form 10-Qs for the periods ended March 31, 2026, June 30, 2026 and September 30, 2026 (the "Delinquent Filings"). The Company's finance and accounting team continues to work expeditiously to complete the restatement process and file the Delinquent Filings. However, the Company cannot confirm that it will be able to complete all of the Delinquent Filings before December 31, 2026. If each of the Delinquent Filings is not made by December 31, 2026, the Company anticipates requesting that the Hearings Panel extend the exception period. The Hearings Panel informed the Company that it does not have the discretion to extend the exception period to a date later than March 12, 2027.

The Company also announced that, on November 17, 2026, it received an expected notice from Nasdaq indicating that the Company is not in compliance with the Filing Rule as a result of its failure to timely file its Form 10-Q for the quarter ended September 30, 2026. The notice has no immediate effect on the Hearings Panel's Decision Letter or the continued listing of the Company's Class A common stock on the Nasdaq Global Select Market.

Additional information is included in the Company's Current Report on Form 8-K filed with the SEC on November 17, 2026.

Certain Forward-Looking Statements

Statements in this press release that are not historical facts are forward-looking statements provided pursuant to the safe harbor established under the Private Securities Litigation Reform Act of 1995, including statements regarding the Company's ability to satisfy the conditions of the Decision Letter, the timing of the completion of the restatement process and the filing of the Delinquent Filings, the Company's ability to regain compliance with the Filing Rule and to maintain the listing of its Class A common stock on Nasdaq, and any other statements regarding the Company's future expectations, beliefs, plans, objectives, financial conditions, assumptions or future events or performance that are not historical facts. These forward-looking statements are not guarantees of future performance and involve risks, uncertainties and other factors that might cause the actual performance of the Company to differ materially from those expressed or implied by such forward-looking statements. These risks and uncertainties include, but are not limited to: the risk that the Company will be unable to complete the restatement process and file the Delinquent Filings on or before December 31, 2026 or otherwise satisfy the conditions of the Decision Letter; the risk that the

Hearings Panel or the Nasdaq Listing and Hearing Review Council may reconsider or modify the terms of the Decision Letter; the risk that any effort by the Company to extend the exception period granted by the Decision Letter will be unsuccessful; the risk that the Company's Class A common stock will be suspended from trading on, or delisted from, Nasdaq; and other risks discussed under the "Risk Factors" section in the Company's most recently filed periodic reports on Form 10-K and Form 10-Q and subsequent filings. These forward-looking statements speak only as of the date hereof, and the Company assumes no obligation to update any such forward-looking statements.

About Hub Group

Hub Group offers comprehensive transportation and logistics management solutions. Keeping our customers' needs in focus, Hub Group designs, continually optimizes, and applies industry-leading technology to our customers' supply chains for better service, greater efficiency, and total visibility. As an award-winning, publicly traded company (Nasdaq: HUBG), our approximately 6,000 employees and drivers across the globe are always in pursuit of "The Way Ahead" – a commitment to service, integrity and innovation. For more information, visit hubgroup.com.

CONTACT:

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