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) April 28, 2004

HUB GROUP, INC. (Exact Name of Registrant as Specified in Its Charter)

DELAWARE (State or Other Jurisdiction of Incorporation)

0-27754 36-4007085 (Commission File Number) (I.R.S. Employer Identification No.)

3050 HIGHLAND PARKWAY, SUITE 100 DOWNERS GROVE, ILLINOIS 60515 (Address Of Principal Executive Offices, including Zip Code)

(630) 271-3600 (Registrant's Telephone Number, Including Area Code)

NOT APPLICABLE (Former Name or Former Address, If Changed Since Last Report)

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS

- (a) Not applicable.
- (b) Not applicable.
- (c) A list of exhibits filed herewith is contained on the Exhibit Index which immediately precedes such exhibits and is incorporated herein by reference.
- ITEM 9. INFORMATION PROVIDED UNDER ITEM 12 (RESULTS OF OPERATIONS AND FINANCIAL CONDITION)

The following information is furnished pursuant to Item 12 "Results of Operations and Financial Condition."

On April 28, 2004, Hub Group, Inc. issued a press release announcing its first quarter 2004 operating results. The press release is furnished as Exhibit 99.1 to this Form 8-K.

ITEM 9. REGULATION FD DISCLOSURE

The balance sheets and statements of cash flows are being presented for purposes of complying with Regulation FD and are attached hereto as exhibits 99.2 and 99.3.

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.

Dated: April 28, 2004

/S/ THOMAS M. WHITE

- By: Thomas M. White Its: Senior Vice President-
 - Chief Financial Officer and Treasurer

- EXHIBIT NO.DESCRIPTION99.1Press release issued on April 28, 2004 announcing operating
results for Hub Group, Inc. for the first quarter 2004.
 - 99.2 Unaudited condensed consolidated balance sheets for the period ending December 31, 2003 and March 31, 2004.
 - 99.3 Unaudited condensed consolidated statements of cash flows for the three months ended March 31, 2003 and 2004.

HUB GROUP, INC. REPORTS RECORD FIRST QUARTER 2004 RESULTS

Downers Grove, IL, April 28, 2004 - Hub Group, Inc. (NASDAQ: HUBG) today reported a record first quarter representing a 99.6% increase in first quarter net income versus the first quarter of 2003. Hub Group earned net income of \$2.7 million or 33 cents diluted earnings per share for the quarter ended March 31, 2004 compared to last year's first quarter net income of \$1.4 million or 18 cents diluted earnings per share on 7.4% higher average diluted shares outstanding in the 2004 period.

Commenting on the results, David P. Yeager, Vice-Chairman and Chief Executive Officer of Hub Group stated, "We are delighted with the improvement in our profitability. We are making progress with our goals associated with the organizational realignment, which became effective February 1, 2004. During the remainder of the year, our management team will continue to focus on leveraging our new structure to drive revenue growth, improve operating efficiency and enhance customer service."

Transportation-related revenue, generated by the Company's intermodal, truckload brokerage and logistics business units, increased 2.4% or \$7.4 million in the first quarter of 2004 compared to the first quarter of 2003. Intermodal revenue increased 1.1% to \$230.5 million due primarily to an increase in volume. Truckload brokerage revenue increased 0.7% to \$51.0 million due primarily to an increase in revenue per load. Logistics revenue increased 12.5% to \$39.7 million due primarily to an increase in volume. Hub Group Distribution Services ("HGDS") revenue decreased 54.1% to \$7.1 million in 2004 from \$15.5 million in 2003 due primarily to lower installation business. Total revenue in the first quarter 2004 was \$328.3 million, a decrease of 0.3% compared with the \$329.3 million reported for the first quarter of 2003. Gross margin as a percentage of revenue decreased slightly from 12.8% in first quarter 2003 to 12.7% in first quarter 2004 due primarily to HGDS.

Costs and expenses decreased 5.8% in the first quarter of 2004 to \$35.5 million compared to \$37.7 million in the first quarter of 2003, reflecting the benefits from the Company's cost reduction efforts. Other expense, which primarily includes interest expense, decreased to \$1.6 million in the first quarter of 2004 compared to \$2.1 million in the same period of 2003 due to lower debt levels. During the first quarter of 2004, the Company paid down \$5 million of debt and modified the debt agreement with its bank group to provide for lower interest rates.

FULL YEAR 2004 GUIDANCE:

Hub is comfortable with the range of analysts' estimates of diluted earnings per share of \$1.45 to \$1.50 for 2004. This range represents an increase of 35% to 40% compared with diluted earnings per share for 2003.

ABOUT HUB GROUP: Hub Group, Inc. is a leading non-asset based freight transportation management company providing comprehensive intermodal, truckload, LTL, railcar, airfreight and related logistics and distribution services. The Company operates through a network of over 30 offices throughout the United States, Canada and Mexico.

Certain prior year amounts have been reclassified to conform to the current year presentation.

CERTAIN FORWARD LOOKING STATEMENTS: Statements in this press release that are not historical, including statements about analysts' estimates and Hub Group's or management's intentions, beliefs, expectations, representations, projections, plans or predictions of the future, are forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements are inherently uncertain and subject to risks. Such statements should be viewed with caution. Actual results or experience could differ materially from the forward-looking statements as a result of many factors. Factors that could cause actual results to differ materially include the factors listed from time to time in Hub Group's SEC reports including, but not limited to, the annual report on Form 10-K for the year ended December 31, 2003. Hub Group assumes no liability to update any such forward-looking statements.

> HUB GROUP, INC. CONSOLIDATED STATEMENTS OF OPERATIONS (in thousands, except per share amounts)

	ENDED MARCH 31,		
	2004		2003
Revenue	\$ 328,302	\$	329,284
Transportation costs	286,498		287,234
Gross margin	41,804		
Costs and expenses: Salaries and benefits Selling, general and administrative Depreciation and amortization of property and equipment Total costs and expenses	22,342 10,281 2,884 35,507		
Operating income	6,297		4,373
Other income (expense): Interest expense Interest income Other, net	(1,713) 53 41		(2,084) 50 (36)
Total other expense	(1,619)		(2,070)
Income before provision for income taxes	4,678		2,303
Provision for income taxes	1,965		944
Net income	\$ 2,713 ======		1,359 =======
Basic EPS	\$ 0.33		
Diluted EPS	\$ 0.33 ==========	\$	0.18
Basic weighted average number of shares outstanding			7,709
Diluted weighted average number of shares outstanding			7,722

HUB GROUP, INC. UNAUDITED CONDENSED CONSOLIDATED BALANCE SHEETS (in thousands, except share and per share amounts)

	March 31, 2004	December 31, 2003	
ASSETS			
CURRENT ASSETS:			
Cash and cash equivalents	\$ —	\$ —	
Accounts receivable			
Trade, net	121,184	126,794	
Other	11,616	9,472	
Deferred taxes	4,676	4,676	
Prepaid expenses and other current assets	4,116	4,578	
TOTAL CURRENT ASSETS	141,592	145,520	
PROPERTY AND EQUIPMENT, net	25,422	27,855	
GOODWILL, net	215,175	215,175	
OTHER ASSETS	829	1,017	
TOTAL ASSETS	\$ 383,018	\$ 389,567	
LIABILITIES AND STOCKHOLDERS' EQUITY			
CURRENT LIABILITIES:			
Accounts payable			
Trade	\$ 116,331	\$ 118,830	
Other	3,187	2,555	
Accrued expenses			
Payroll	10,677	14,157	
Other	11,000	11,592	
Current portion of long-term debt	8,012	8,017	
TOTAL CURRENT LIABILITIES	149,207	155,151	
LONG-TERM DEBT, EXCLUDING CURRENT PORTION	62,011	67,017	
DEFERRED TAXES	25,768	24,364	
STOCKHOLDERS' EQUITY:			
Preferred stock, \$.01 par value, 2,000,000 shares authorized; no shares			
issued or outstanding in 2004 and 2003		—	
Common stock,			
Class A: \$.01 par value; 12,337,700 shares authorized; 7,552,977 shares			
issued and 7,436,277 outstanding in 2004; 7,410,700 issued and			
7,390,500 outstanding in 2003	74	74	
Class B: \$.01 par value; 662,300 shares authorized; 662,296 shares issued	-	-	
and outstanding in 2004 and 2003	7 119 025	7 115 920	
Additional paid-in capital Durchase price in excess of predesessor basis, not of tax benefit of \$10,306	118,925	115,820	
Purchase price in excess of predecessor basis, net of tax benefit of \$10,306 Retained earnings	(15,458)		
Retained earnings Unearned Compensation	50,045 (4,502)	47,332	
Treasury Stock, at cost (116,700 shares in 2004 and 20,200 shares in 2003)	(4,502) (3,059)		
TOTAL STOCKHOLDERS' EQUITY	146,032	143,035	

HUB GROUP, INC. UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (in thousands)

	Three Months Ended March 31,		
	2004	2003	
Cash flows from operating activities:			
Net income	\$ 2,713	\$ 1,359	
Adjustments to reconcile net income to net cash provided			
by operating activities: Depreciation and amortization of property and equipment	2,911	2 5 7 4	
Deferred taxes	2,911 1,961	2,574 945	
	404	945	
Compensation expense related to restricted stock (Gain) Loss on sale of assets	(18)	8	
Other assets	(18)	(208)	
Changes in working capital:	100	(200)	
Accounts receivable, net	3,466	(1,476)	
Prepaid expenses and other current assets	462	(559)	
Accounts payable	(1,867)	(708)	
Accrued expenses	(4,072)	566	
rectued expenses	(1,072)		
Net cash provided by operating activities	6,148	2,501	
Cash flows from investing activities:			
Purchases of property and equipment, net	(460)	(477)	
Net cash used in investing activities	(460)	(477)	
Cash flows from financing activity:			
Proceeds from stock options exercised	2,090	—	
Purchase of treasury stock	(2,767)	—	
Net payments on revolver	(3,000)		
Payments on long-term debt	(2,011)	(2,024)	
Net cash used in financing activities	(5,688)	(2,024)	
Net increase (decrease) in cash and cash equivalents	_	_	
Cash and cash equivalents beginning of period			
Cash and cash equivalents end of period	\$ —	\$ —	
Supplemental disclosures of cash flow information Cash paid for:			
Interest	\$ 1,357	\$ 1,732	