

HUB GROUP INC  
Form 4  
February 16, 2006

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
EPPE GARY D

(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)  
02/14/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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	02/14/2006		M		16,000 A \$ 2.83	36,991 (1)	D
Class A Common Stock	02/14/2006		S		2,000 D \$ 43.2587	34,991 (1)	D
Class A Common Stock	02/14/2006		S		300 D \$ 43.2687	34,691 (1)	D
Class A Common	02/14/2006		S		100 D \$ 43.2786	34,591 (1)	D

Edgar Filing: HUB GROUP INC - Form 4

Stock								
Class A Common Stock	02/14/2006	S	200	D	\$ 43.2887	34,391 <sup>(1)</sup>	D	
Class A Common Stock	02/14/2006	S	100	D	\$ 43.3786	34,291 <sup>(1)</sup>	D	
Class A Common Stock	02/14/2006	S	1,300	D	\$ 43.4087	32,991 <sup>(1)</sup>	D	
Class A Common Stock	02/14/2006	S	401	D	\$ 43.4387	32,590 <sup>(1)</sup>	D	
Class A Common Stock	02/14/2006	S	200	D	\$ 43.4687	32,390 <sup>(1)</sup>	D	
Class A Common Stock	02/14/2006	S	400	D	\$ 43.4787	31,990 <sup>(1)</sup>	D	
Class A Common Stock	02/14/2006	S	200	D	\$ 43.4987	31,790 <sup>(1)</sup>	D	
Class A Common Stock	02/14/2006	S	100	D	\$ 43.5186	31,690 <sup>(1)</sup>	D	
Class A Common Stock	02/14/2006	S	500	D	\$ 43.5287	31,190 <sup>(1)</sup>	D	
Class A Common Stock	02/14/2006	S	500	D	\$ 43.5387	30,690 <sup>(1)</sup>	D	
Class A Common Stock	02/14/2006	S	199	D	\$ 43.5586	30,491 <sup>(1)</sup>	D	
Class A Common Stock	02/14/2006	S	1,000	D	\$ 43.5887	29,491 <sup>(1)</sup>	D	
Class A Common Stock	02/14/2006	S	100	D	\$ 43.6186	29,391 <sup>(1)</sup>	D	
Class A Common Stock	02/14/2006	S	700	D	\$ 43.6287	28,691 <sup>(1)</sup>	D	

Edgar Filing: HUB GROUP INC - Form 4

Class A Common Stock	02/14/2006	S	100	D	\$ 43.6386	28,591 <sup>(1)</sup>	D
Class A Common Stock	02/14/2006	S	100	D	\$ 43.6786	28,491 <sup>(1)</sup>	D
Class A Common Stock	02/14/2006	S	1,400	D	\$ 43.6887	27,091 <sup>(1)</sup>	D
Class A Common Stock	02/14/2006	S	100	D	\$ 43.6986	26,991 <sup>(1)</sup>	D
Class A Common Stock	02/14/2006	S	1,900	D	\$ 43.6987	25,091 <sup>(1)</sup>	D
Class A Common Stock	02/14/2006	S	100	D	\$ 43.7086	24,991 <sup>(1)</sup>	D
Class A Common Stock	02/14/2006	S	200	D	\$ 43.7186	24,791 <sup>(1)</sup>	D
Class A Common Stock	02/14/2006	S	400	D	\$ 43.7287	24,391 <sup>(1)</sup>	D
Class A Common Stock	02/14/2006	S	100	D	\$ 43.7386	24,291 <sup>(1)</sup>	D
Class A Common Stock	02/14/2006	S	200	D	\$ 43.7486	24,091 <sup>(1)</sup>	D
Class A Common Stock	02/14/2006	S	400	D	\$ 43.7587	23,691 <sup>(1)</sup>	D
Class A Common Stock	02/14/2006	S	200	D	\$ 43.8086	23,491 <sup>(1)</sup>	D

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)

Edgar Filing: HUB GROUP INC - Form 4

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	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 Underlying Securities (Instr. 3 and 4)
				Code V (A) (D)		Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Options (Right to Buy)	\$ 2.83	02/14/2006		M	16,000	12/10/2005 12/10/2012	Class A Common Stock 16,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
EPPEN GARY D 3050 HIGHLAND PARKWAY SUITE 100 DOWNS GROVE, IL 60515	X

Signatures

/s/ Gary D. 02/16/2006  
Eppen  
\_\_Signature of Date  
Reporting Person

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) 5,691 of the shares of Class A Common Stock are restricted stock subject to vesting requirements.

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.