

HUB GROUP INC

Form 4

May 18, 2005

**FORM 4**
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
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2005  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**YEAGER DAVID P**

(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)  
**05/16/2005**

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)

Vice Chairman and CEO

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	05/16/2005		S		8,461	D	\$ 27.35	38,333 <sup>(1)</sup>	I	By Phillip D. Yeager 1994 GST Trust
Class A Common Stock	05/16/2005		S		7,501	D	\$ 27.25	30,832	I	By Phillip D. Yeager 1994 GST Trust
Class A Common Stock	05/16/2005		S		2,500	D	\$ 27.3	28,332	I	By Phillip D. Yeager 1994 GST Trust

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Class A Common Stock	05/16/2005	S	1,667	D	\$ 27.29	26,665	I	By Phillip D. Yeager 1994 GST Trust
Class A Common Stock	05/16/2005	S	1,667	D	\$ 27.27	24,998	I	By Phillip D. Yeager 1994 GST Trust
Class A Common Stock	05/16/2005	S	9,166	D	\$ 27.26	15,832	I	By Phillip D. Yeager 1994 GST Trust
Class A Common Stock	05/17/2005	S	5,000	D	\$ 27.15	10,832	I	By Phillip D. Yeager 1994 GST Trust
Class A Common Stock	05/17/2005	S	3,333	D	\$ 27.1	7,499	I	By Phillip D. Yeager 1994 GST Trust
Class A Common Stock	05/17/2005	S	833	D	\$ 27.12	6,666	I	By Phillip D. Yeager 1994 GST Trust
Class A Common Stock	05/17/2005	S	1,667	D	\$ 27.13	4,999	I	By Phillip D. Yeager 1994 GST Trust
Class A Common Stock	05/17/2005	S	1,667	D	\$ 27.2	3,332	I	By Phillip D. Yeager 1994 GST Trust
Class A Common Stock	05/17/2005	S	833	D	\$ 27.25	2,499	I	By Phillip D. Yeager 1994 GST Trust
Class A Common Stock	05/17/2005	S	833	D	\$ 27.29	1,666	I	By Phillip D. Yeager 1994 GST Trust
Class A Common Stock	05/17/2005	S	1,666	D	\$ 27.35	0	I	By Phillip D. Yeager 1994 GST Trust
						91,110 <sup>(2)</sup>	D	

Class A  
Common  
Stock

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)

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)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
YEAGER DAVID P 3050 HIGHLAND PARKWAY SUITE 100 DOWNERS GROVE, IL 60515	X Vice Chairman and CEO

## Signatures

/s/ David P.  
Yeager 05/18/2005

\_\_Signature of  
Reporting Person Date

## 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) On May 11, 2005, the Company issued its previously declared stock dividend of one share of Class A Common Stock on each share of Class A Common Stock and each share of Class B Common Stock issued and outstanding on the record date of May 4, 2005. As a result,

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the Phillip D. Yeager 1994 GST Trust received 46,794 shares of Class A Common Stock.

- (2) 43,734 of the shares of Class A Common Stock are restricted stock subject to vesting requirements. In addition, Mr. Yeager received 45,555 shares of Class A Common Stock as a result of the Company's stock dividend issued on May 11, 2005.

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

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