

KRAVAS CHRISTOPHER R
 Form 4
 February 03, 2005

FORM 4

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

OMB APPROVAL

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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 *
KRAVAS CHRISTOPHER R

(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)
 02/01/2005

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)
 EVP - Strategy and Yield Mgmt

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 | 02/01/2005 | | X | | 1,000 A \$ 8 | 16,783 ⁽¹⁾ | D |
| Class A Common Stock | 02/01/2005 | | X | | 4,000 A \$ 5.2 | 16,783 ⁽¹⁾ | D |
| Class A Common Stock | 02/01/2005 | | S | | 5,000 ⁽²⁾ D \$ 54.3387 | 11,783 ⁽³⁾ | D |

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

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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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (Right to Buy) | \$ 8 | 02/01/2005 | | X | 1,000 | ⁽⁴⁾ 02/26/2012 | Class A Common Stock | 1,000 |
| Stock Option (Right to Buy) | \$ 5.2 | 02/01/2005 | | X | 4,000 | ⁽⁵⁾ 12/16/2012 | Class A Common Stock | 4,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| KRAVAS CHRISTOPHER R 3050 HIGHLAND PARKWAY SUITE 100 DOWNERS GROVE, IL 60515 | | | EVP - Strategy and Yield Mgmt | |

Signatures

/s/ Christopher R. Kravas 02/03/2005

**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).

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- (1) The total reflects a simultaneous cashless exercise of two different classes of options (for a total of 5,000 shares of Class A Common Stock).
- (2) The reported sale was made pursuant to a pre-arranged program for selling stock adopted pursuant to Rule 10b5-1 under the Securities Exchange Act of 1934.
- (3) 9,381 of the total shares of Class A Common Stock are restricted stock subject to vesting requirements.
- (4) The option vests over 5 years. Mr. Kravas can exercise the option as follows: 3,000 shares on 2/26/2003, 3,000 shares on 2/26/2004, 3,000 shares on 2/26/2005, 3,000 shares on 2/26/2006 and 3,000 shares on 2/26/2007.
- (5) The option vests over 3 years. Mr. Kravas can exercise the option as follows: 9,667 shares on 12/16/2003, 9,667 shares on 12/16/2004 and 9,666 shares on 12/16/2005.

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.