HUB GROUP INC
Form 4
July 27, 2005

FORM 4

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

OMB APPROVAL

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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 *
ZEILSTRA DAVID C

(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)
07/25/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
VP, General Counsel, Secretary

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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	07/25/2005		M		5,000	A	$ 9.28	29,120 (1)	D	
Class A Common Stock	07/25/2005		M		15,000	A	$ 10.53	44,120 (1)	D	
Class A Common Stock	07/25/2005		S		2,100	D	$ 30.73	42,020 (1)	D	
Class A Common	07/25/2005		S		1,500	D	$ 30.72	40,520 (1)	D	

Stock							
Class A Common Stock	07/25/2005	S	400	D	$ 30.71	40,120 (1)	D
Class A Common Stock	07/25/2005	S	200	D	$ 30.57	39,920 (1)	D
Class A Common Stock	07/25/2005	S	1,200	D	$ 30.56	38,720 (1)	D
Class A Common Stock	07/25/2005	S	600	D	$ 30.55	38,120 (1)	D
Class A Common Stock	07/25/2005	S	200	D	$ 30.36	37,920 (1)	D
Class A Common Stock	07/25/2005	S	200	D	$ 30.35	37,720 (1)	D
Class A Common Stock	07/25/2005	S	200	D	$ 30.31	37,520 (1)	D
Class A Common Stock	07/25/2005	S	500	D	$ 30.28	37,020 (1)	D
Class A Common Stock	07/25/2005	S	300	D	$ 30.27	36,720 (1)	D
Class A Common Stock	07/25/2005	S	300	D	$ 30.26	36,420 (1)	D
Class A Common Stock	07/25/2005	S	800	D	$ 30.2	35,620 (1)	D
Class A Common Stock	07/25/2005	S	1,200	D	$ 30.19	34,420 (1)	D
Class A Common Stock	07/25/2005	S	100	D	$ 30.1	34,320 (1)	D
Class A Common Stock	07/25/2005	S	300	D	$ 30.09	34,020 (1)	D

Class A Common Stock	07/25/2005		S		700	D	$ 30.07	33,320 (1)	D	
Class A Common Stock	07/25/2005		S		100	D	$ 30.06	33,220 (1)	D	
Class A Common Stock	07/25/2005		S		100	D	$ 30.05	33,120 (1)	D	
Class A Common Stock	07/25/2005		S		300	D	$ 30.04	32,820 (1)	D	
Class A Common Stock	07/25/2005		S		1,000	D	$ 30.02	31,820 (1)	D	
Class A Common Stock	07/25/2005		S		1,000	D	$ 30.01	30,820 (1)	D	
Class A Common Stock	07/25/2005		S		2,700	D	$ 30	28,120 (1)	D	
Class A Common Stock	07/25/2005		S		1,000	D	$ 29.96	27,120 (1)	D	
Class A Common Stock	07/25/2005		S		3,000	D	$ 29.95	24,120 (1)	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. D S (I
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number	

									of Shares
Stock Option (Right to Buy)	$ 9.28	07/25/2005		M	5,000	(2)	10/28/2008	Class A Common Stock	5,000
Stock Option (Right to Buy)	$ 10.53	07/25/2005		M	15,000	(3)	06/25/2009	Class A Common Stock	15,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ZEILSTRA DAVID C 3050 HIGHLAND PARKWAY SUITE 100 DOWNERS GROVE, IL 60515			VP, General Counsel, Secretary	

Signatures

/s/ David C. Zeilstra	07/27/2005
**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) 18,762 of the shares of Class A Common Stock are restricted stock subject to vesting requirements. Also, 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 of the stock dividend, Mr. Zeilstra received 9,381 shares of Class A Common Stock. All of the share totals, option totals, exercise price and other figures listed herein have been restated to reflect post-stock dividend figures.

(2) The option vests over 5 years. Mr. Zeilstra can exercise the option as follows: 1,000 shares on 10-28-1999, 1,000 shares on 10-28-2000, 1,000 shares on 10-28-2001, 1,000 shares on 10-28-2002, and 1,000 shares on 10-28-2003.

(3) The option vests over 5 years. Mr Zeilstra can exerise the option as follows: 3,000 shares on 6-25-2000, 3,000 shares on 6-25-2001, 3,000 shares on 6-25-2002, 3,000 shares on 6-25-2003, and 3,000 shares on 6-25-2004.

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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