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# 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)
Instruction 1(b).

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

l	OMB APPROVAL								
	OMB Number:	3235-0287							
	Estimated average bu	rden							

Estimated average burden	
hours per response:	0.5

1. Name and Addres Alexander Br	ss of Reporting Perso ian Daniel	n*	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>HUB GROUP INC</u> [ HUBG ]		tionship of Reporting P all applicable) Director	10% Owner
(Last) (First) (Middle) 2000 CLEARWATER DRIVE		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/02/2016	X	Officer (give title below) EVP Unyson	Other (specify below) Logistics
(Street) OAK BROOK (City)	IL (State)	60523 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Fil Form filed by One Re Form filed by More th Person	eporting 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)	Code (Instr.					5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150.4)
Class A Common Stock	01/02/2016		A		7,000 <sup>(1)</sup>	A	\$ <mark>0</mark>	12,004	D	
Class A Common Stock	01/02/2016		F		617 <sup>(2)</sup>	D	\$32.95	11,387 <sup>(3)</sup>	D	

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. Transa Code ( 8)		5. Nu of Deriv Secu Acqu (A) or Dispo of (D) (Instr	ative rities ired osed	6. Date Exerc Expiration Da (Month/Day/Y	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v			Date Expiration Exercisable Date		Amount or Number of Shares					

Explanation of Responses:

1. Restricted stock subject to a vesting schedule. The restricted stock grant was made by the Compensation Committee of Hub Group, Inc. on January 2, 2016.

2. Disposition of the shares to satisfy withholding tax obligations with respect to 1,591 shares on which restrictions lapsed as of 1/2/2016.

3. 10,413 of the shares of Class A Common Stock are restricted stock subject to vesting requirements.

#### **Remarks:**

### <u>/s/ Brian D. Alexander</u>

\*\* Signature of Reporting Person

01/0<u>5/2016</u>

Date

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

\* 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).

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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