

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person * <u>POLSEN DENNIS R</u>  (Last) (First) (Middle) 3050 HIGHLAND PARKWAY SUITE 100  (Street) DOWNERS GROVE IL 60515  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>HUB GROUP INC [ HUBG ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>EVP of Information Services</u>
	3. Date of Earliest Transaction (Month/Day/Year) 05/03/2005	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	05/03/2005		M		12,000	A	\$5.2	25,679 <sup>(1)</sup>	D	
Class A Common Stock	05/03/2005		S		1,000	D	\$55	24,679 <sup>(1)</sup>	D	
Class A Common Stock	05/03/2005		S		1,000	D	\$55.02	23,679 <sup>(1)</sup>	D	
Class A Common Stock	05/03/2005		S		1,000	D	\$54.9	22,679 <sup>(1)</sup>	D	
Class A Common Stock	05/04/2005		S		1,000	D	\$55	21,679 <sup>(1)</sup>	D	
Class A Common Stock	05/04/2005		S		1,000	D	\$55	20,679 <sup>(1)</sup>	D	
Class A Common Stock	05/04/2005		S		1,000	D	\$55.05	19,679 <sup>(1)</sup>	D	
Class A Common Stock	05/04/2005		S		1,000	D	\$55.1	18,679 <sup>(1)</sup>	D	
Class A Common Stock	05/04/2005		S		1,000	D	\$55.1	17,679 <sup>(1)</sup>	D	
Class A Common Stock	05/04/2005		S		1,000	D	\$55.1	16,679 <sup>(1)</sup>	D	
Class A Common Stock	05/04/2005		S		2,000	D	\$55.1	14,679 <sup>(1)</sup>	D	
Class A Common Stock	05/04/2005		S		1,000	D	\$55.1	13,679 <sup>(1)</sup>	D	
Class A Common Stock								443.332	I	By 401(K) Plan

**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 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	(A)	(D)	Date Exercisable	Expiration Date					
Stock Option (Right to Buy)	\$5.2	05/03/2005		M			12,000	(2)	12/16/2012	Class A Common Stock	\$0	12,000	D	

**Explanation of Responses:**

- 9,381 of the total shares of Class A Common Stock are restricted stock subject to vesting requirements.
- The option vests over 3 years. Mr. Polsen 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.

/s/ Dennis Polsen 05/05/2005

\*\* Signature of Reporting Person 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.

**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 Number.**