

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 8-K

CURRENT REPORT PURSUANT
TO SECTION 13 OR 15(D) OF THE
SECURITIES AND EXCHANGE ACT OF 1934

Date of Report (Date of Earliest Event Reported) February 8, 2019

HUB GROUP, INC.
(Exact name of registrant as specified in its charter)

DELAWARE
(State or Other Jurisdiction of Incorporation)

0-27754
(Commission File Number)

36-4007085
(I.R.S. Employer Identification No.)

2000 Clearwater Drive
Oak Brook, Illinois 60523
(Address, including zip code, of principal executive offices)

(630) 271-3600
(Registrant's telephone number, including area code)

NOT APPLICABLE
(Former Name or Former Address, If Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2). Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

ITEM 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITIONS

As previously disclosed, Hub Group, Inc. (the “Company”) sold Mode Transportation on August 31, 2018. To assist analysts and investors with their analysis, we are disclosing supplemental financial information for the first and second quarter of 2018 to reflect Mode as a discontinued operation. This information is furnished as Exhibit 99.1 to this Form 8-K.

ITEM 7.01 REGULATION FD DISCLOSURE

See Item 2.02 Results of Operations and Financial Conditions

In accordance with General Instruction B.2 of Form 8-K, the information under this heading shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, except as shall be expressly set forth in such a filing.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

- (a) Not Applicable.
 - (b) Not Applicable.
 - (c) Not Applicable.
 - (d) A list of exhibits filed herewith is contained on the Exhibit Index which immediately precedes such exhibits and is incorporated herein by reference.
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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

HUB GROUP, INC.

/s/ Terri A. Pizzuto

By: Terri A. Pizzuto

Title: Executive Vice President, Chief Financial Officer
and Treasurer

DATE: February 8, 2019

EXHIBIT INDEX

Exhibit No.

[99.1](#) [Hub Group, Inc. unaudited Consolidated Statement of Earnings for the first and second quarter 2018.](#)

HUB GROUP, INC.
CONSOLIDATED STATEMENTS OF EARNINGS
(in thousands, except per share amounts)
(unaudited)

	Three Months Ended,			
	March 31, 2018		June 30, 2018	
	Amount	% of Revenue	Amount	% of Revenue
Revenue	\$ 837,342	100.0%	\$ 894,734	100.0%
Transportation costs	746,303	89.1%	793,743	88.7%
Gross margin	91,039	10.9%	100,991	11.3%
Costs and expenses:				
Salaries and benefits	52,304	6.3%	54,069	6.0%
General and administrative	18,437	2.2%	17,793	2.0%
Depreciation and amortization	3,763	0.4%	3,723	0.4%
Total costs and expenses	74,504	8.9%	75,585	8.4%
Operating income	16,535	2.0%	25,406	2.9%
Other income (expense):				
Interest expense	(2,103)	-0.3%	(2,187)	-0.2%
Interest and dividend income	11	0.0%	14	0.0%
Other, net	(50)	0.0%	(182)	0.0%
Total other expense	(2,142)	-0.3%	(2,355)	-0.3%
Income from continuing operations before income taxes	14,393	1.7%	23,051	2.6%
Provision for income taxes	3,324	0.4%	5,897	0.7%
Income from continuing operations	11,069	1.3%	17,154	1.9%
Income from discontinued operations, net of income taxes	5,099		4,897	
Net income	\$ 16,168		\$ 22,051	
Earnings per share from continuing operations				
Basic	\$ 0.33		\$ 0.51	
Diluted	\$ 0.33		\$ 0.51	
Earnings per share from discontinued operations				
Basic	\$ 0.15		\$ 0.15	
Diluted	\$ 0.15		\$ 0.15	
Earnings per share net income				
Basic	\$ 0.48		\$ 0.66	
Diluted	\$ 0.48		\$ 0.66	
Basic weighted average number of shares outstanding	33,375		33,389	
Diluted weighted average number of shares outstanding	33,478		33,562	