SEC Form 4

Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

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

OMB APPROVAL

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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

1. Name and Addree BECK DOU	1 0	Person [*]	2. Issuer Name and Ticker or Trading Symbol Hub Group, Inc. [HUBG]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
(Last) 2000 CLEARW	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/04/2020	Director 10% Owner X Officer (give title below) Other (specify below) EVP Secretary, General Counsel
(Street) OAK BROOK	IL	60523	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person
(City)	(State)	(Zip)	erivative Securities Acquired, Disposed of, or Ber	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. Transa Code (8)		4. Securities Disposed Of 5)			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	12/04/2020		A		7,000 ⁽¹⁾	Α	\$0	79,784	D	
Class A Common Stock	12/04/2020		F		5,584	D	\$55.96	74,200	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)			vative rities hired r osed) r. 3, 4	6. Date Exerc Expiration Da (Month/Day/\	ate	Secu Unde Deriv	unt of rities rlying ative rity (Instr.	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	Title	Amount or Number of Shares				

Explanation of Responses:

1. Represents the settlement of performance-based restricted stock in shares of common stock for the three-year performance period beginning January 1, 2018, which are exempt from liability under Section 16(b) of the Securities Exchange Act pursuant to Rule 16b-3(d). The Compensation Committee of the Board of Directors of the issuer has certified performance for the full performance period and approved vesting of the award on December 4, 2020. On the vesting date, a total of 14,000 performance based restricted stock settled into shares of common stock, 7,000 of which were previously reported on the reporting person's Form 4 dated January 4, 2018.

/s/ Douglas G. Beck

** Signature of Reporting Person Date

12/08/2020

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.