FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| <br>OMB APPROVAL |  |  |  |  |  |  |  |  |  |
|------------------|--|--|--|--|--|--|--|--|--|
|                  |  |  |  |  |  |  |  |  |  |

3235-0287 OMB Number: December 31,

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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)

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 Address of Reporting Person* YEAGER PHILLIP C      |                       |      |          |                              |               | 2. Issuer Name <b>and</b> Ticker or Trading Symbol HUB GROUP INC [ HUBG ] |   |   |                 |                            |   |   |                                   |                                 | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)                    |  |                    |   |  |  |
|--|-----------------------|------|----------|------------------------------|---------------|---|---|---|-----------------|----------------------------|---|---|-----------------------------------|---------------------------------|--|--|--------------------|---|--|--|
| Y EAGER PHILLIP C  |                       |      |          |                              |               |   |   |   |                 |                            |   |   | :                                 | X Dire                          | ctor   |  | X 10%              | Owner   |  |  |
| (Last)   | ast) (First) (Middle) |      |          |                              |               |   | 3. Date of Earliest Transaction (Month/Day/Year) 05/16/2003 |   |                 |                            |   |   |                                   |                                 |  | er (give titl<br>w)<br>Cl  | e<br>hairm         | belo  | er (specify<br>w)  |  |
| (Street)   |                       |      |          |                              | 4. If         | 4. If Amendment, Date of Original Filed (Month/Day/Year)                  |   |   |                 |                            |   |   |                                   |                                 | 6. Individual or Joint/Group Filing (Check Applicable                                      |  |                    |   |  |  |
| (City)   | (City) (State) (Zip)  |      |          |                              | -             |   |   |   |                 |                            |   |   |                                   |                                 | Line)  X Form filed by One Reporting Person  Form filed by More than One Reporting  Person |  |                    |   |  |  |
|  |                       | Tabl | e I - No | on-Deriv                     | /ative        | Sec   | uritie  | s Ac  | quirec          | d, Di                      | sposed o                                    | f, or E   | Benef                             | icial                           |  |  |                    |   |  |  |
| 1. Title of Security (Instr. 3)  2. Transacti Date (Month/Day) |                       |      |          |                              | Exed<br>if an | A. Deemed<br>xecution Date,<br>any<br>Month/Day/Year)                     |   | 3.<br>Transaction<br>Code (Instr.<br>8)   |                 |                            | s Acquired (A) or<br>of (D) (Instr. 3, 4 ar |   |                                   |                                 | es<br>ially<br>Following   | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4)  |                    | 7. Nature of Indirect Beneficial Ownership                              |  |  |
|  |                       |      |          |                              |               |   |   | Code  | v               | Amount                     | (A) o<br>(D)                                | r Pri   | се                                | Reporte<br>Transac<br>(Instr. 3 | tion(s)  |  |                    | (Instr. 4)  |  |  |
| Class A Common Stock 05/1                                      |                       |      |          | 05/16/                       | /2003         |   |   |   | P               |                            | 1,100                                       | A   | 7.0                               | 6018                            | 144,2  | 225 <sup>(1)(2)</sup>  |                    | I   | By limited partnership   |  |
|  |                       | Та   | ble II - |                              |               |   |   |   |                 |                            | osed of,<br>convertib                       |   |                                   |                                 | Owned  |  |                    |   |  |  |
| Derivative Conversion Date Execuses (Month/Day/Year) if any    |                       |      | if any   | med<br>on Date,<br>Day/Year) |               | ransaction ode (Instr.  |   | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, 4<br>and 5) |                 | Exerc<br>tion Da<br>/Day/Y |   | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr.<br>and 4) |                                   | S<br>(I                         | . Price of<br>erivative<br>ecurity<br>nstr. 5)   | 9. Numbe<br>derivative<br>Securities<br>Beneficia<br>Owned<br>Following<br>Reported<br>Transacti<br>(Instr. 4) | e Cos Fally Cos (I | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4 | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|  |                       |      |          |                              | Code          | v   | (A)   | (D)   | Date<br>Exercis | sable                      | Expiration<br>Date                          | Title   | Amou<br>or<br>Numb<br>of<br>Share | er                              |  |  |                    |   |  |  |

## **Explanation of Responses:**

- 1. The reporting person disclaims beneficial ownership of 288 of these shares, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.
- 2. The reporting person also directly owns 10,000 shares of Class A Common Stock.

05/20/2003 Phillip C. Yeager

\*\* 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.