Huron Consulting Group Inc.

Form 4 April 05, 2016

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

See Instruction 1(b).

obligations

may continue.

(Print or Type Responses)

1. Name and Address of Reporting Person * MASSARO GEORGE			2. Issuer Name and Ticker or Trading Symbol Huron Consulting Group Inc. [HURN]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) C/O HURO GROUP IN BUREN ST	3. Date of Earliest Transaction (Month/Day/Year) 04/01/2016						X Director 10% Owner Officer (give title below) Other (specify below)						
					4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
CHICAGO,							Form filed by More than One Reporting Person						
(City)	Table I - Non-Derivative Securities Acq						uired, Disposed of, or Beneficially Owned						
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deem (Month/Day/Year) Execution any (Month/D		on Date, if	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or				d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	Indirect (I) Owners			
				Code	Code V Amount (D) Price (Instr. 3 and 2		(Instr. 3 and 4)						
Common Stock	04/01/2016			S(1)		300	D	\$ 56.82 (2)	16,872	D			
Common Stock	04/01/2016			S(1)		100	D	\$ 57.65	16,772	D			
Common Stock	04/01/2016			S <u>(1)</u>		191	D	\$ 58.66 (3)	16,581	D			

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

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SEC 1474 (9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	ionNumber	(Month/Day/Year)		Amou	int of	Derivative	Ι
Security	or Exercise		any	Code	of			Underlying	Security (Instr. 5)	S	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative			Securities		E	
	Derivative				Securities	3		(Instr.	3 and 4)		(
	Security				Acquired						F
	-				(A) or						F
					Disposed						7
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date	Expiration Date	Title No	or		
						Exercisable			Number		
				G 1 1	(4) (7)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

MASSARO GEORGE C/O HURON CONSULTING GROUP INC. 550 WEST VAN BUREN STREET CHICAGO, IL 60607

X

Signatures

Diane E. Ratekin, Attorney-in-fact for George Massaro

04/05/2016

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Automatic sale pursuant to a 10b5-1 plan.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$56.42 to \$57.10. The undersigned undertakes to provide Huron Consulting Group Inc. ("Huron"), any security holder of Huron or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (2) to this Form 4.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$58.66 to \$58.67. The undersigned undertakes to provide Huron, any security holder of Huron or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (3) to this Form 4.

Reporting Owners 2

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Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.