FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| l | OMB APPI            | ROVAL     |
|---|---------------------|-----------|
|   | OMB Number:         | 3235-0287 |
|   | Estimated average b | urden     |

0.5

hours per response:

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 an   |   | 2. Issuer Name <b>and</b> Ticker or Trading Symbol Huron Consulting Group Inc. [ HURN ] |  |                  |                           |   |         |      |   |  |   | olicable)   | g Person(s) t                     | o Issuer<br>6 Owner    |   |  |   |                                       |  |
|--|---|---|--|------------------|---------------------------|---|---------|------|---|--|---|---|-----------------------------------|------------------------|---|--|---|---------------------------------------|--|
| (Last) (First) (Middle) HURON CONSULTING GROUP INC.  |   |   |  |                  |                           | 3. Date of Earliest Transaction (Month/Day/Year) 07/02/2018 |         |      |   |  |   |   |                                   |                        | Offic<br>belov  | er (give title<br>w)   | Oth<br>bel  | er (specify<br>ow)                    |  |
| 550 WES  | 4. If   | 4. If Amendment, Date of Original Filed (Month/Day/Year)                                |  |                  |                           |   |         |      |   |  | 6. Individual or Joint/Group Filing (Check Applicable Line) |   |                                   |                        |   |  |   |                                       |  |
| (Street) CHICAGO IL 60   |   |   | 50607                                      |                  |                           |   |         |      |   |  |   |   |                                   |                        | Forn  | Form filed by One Reporting Person Form filed by More than One Reporting Person  |   |                                       |  |
| (City) (State) (Zip)   |   |   |  |                  |                           |   |         |      |   |  |   |   |                                   |                        |   |  |   |                                       |  |
|  |   | Tabl  | e I - No                                   | on-Deriv         | ative                     | Sec   | uritie  | s Ac | quired  | d, Dis                                     | sposed o  | f, or   | Benef                             | ficially               | Owne  | ed   |   |                                       |  |
| 1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day)   |   |   |  |                  |                           | Execution Date,   |         |      |   | es Acquired (A) o<br>Of (D) (Instr. 3, 4 a |   |   | Securi<br>Benef                   | icially<br>d Following | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | of Indirect  |   |                                       |  |
|  |   |   |  |                  |                           |   |         | v    | Amount  | (A) or<br>(D) Pric                         |   | ice   | Transa                            | action(s)<br>3 and 4)  |   | (11150.4)  |   |                                       |  |
| Common   | 2018  | 018   |  | S <sup>(1)</sup> |                           | 735   | 5 D \$4 |      | 41.09 <sup>(2)</sup>                            | 21,326                                     |   | D   |                                   |                        |   |  |   |                                       |  |
| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |   |   |  |                  |                           |   |         |      |   |  |   |   |                                   |                        |   |  |   |                                       |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)  | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year)  | 3A. Dee<br>Execution<br>if any<br>(Month/I | on Date,         | Date, Transac<br>Code (In |   |         |      | 6. Date Exerci<br>Expiration Da<br>(Month/Day/Y |  | ite   | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instant) |                                   | Der<br>Sed<br>(Ins     |   | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(<br>(Instr. 4) | Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 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. Automatic sale pursuant to a 10b5-1 plan.
- 2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging fro \$40.85 to \$41.50. 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.

<u>Diane E. Ratekin, Attorney-in-fact for George Massaro</u>

07/03/2018

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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.