FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
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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).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL 3235-0287 Estimated average burden hours per response: 0.5

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 ar	2. Issuer Name and Ticker or Trading Symbol Huron Consulting Group Inc. [ HURN ]										all app Direc	nship of Reportin Il applicable) Director		rson(s) to Is					
		st) (1 SULTING GROUNTEN STREET	Middle) UP		3. Date of Earliest Transaction (Month/Day/Year) 05/15/2020										Office below	er (give title		Other (: below)	specify
	71 7711 1 10	4. If <i>i</i>	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applica Line)							
(Street) CHICAC	GO IL	6	0607			X										Form filed by One Reporting Person Form filed by More than One Report Person			- 1
(City)	(St	ate) (Z	Zip)																
		Table	I - No	on-Deriva	tive :	Secui	rities	Acc	quirec	l, Dis	sposed of	, or B	enefi	cially	Own	ed			
Da				2. Transacti Date (Month/Day		Execu if any	a. Deemed ecution Date, any lonth/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4		d (A) o r. 3, 4 a	r and 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 (Instr. 3 and				(111501.4)			
Common Stock 05/15/2					)20				S <sup>(1)</sup>		689	D	\$38.	.49 <sup>(2)</sup>	65,319			D	
Common	Stock			05/15/20	020				S <sup>(1)</sup>		311	D \$39.17 <sup>(2)</sup>			65,008			D	
Common Stock															1,259			I	Through wholly owned LLC
	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)	Derivative Conversion Date Execution Date, Gecurity or Exercise (Month/Day/Year) if any				4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable ar Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Security (Ins 3 and 4)		Der Sec (Ins	rivative curity str. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction( (Instr. 4)	у	Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exerc	isable	Expiration Date		Amoun or Numbe of Shares	r					

## **Explanation of Responses:**

- 1. Automatic sale pursuant to a 10b5-1 trading plan.
- 2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$38.09 to \$38.73 for 689 shares and prices ranging from \$39.13 to \$39.20 for 311 shares. 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.

Ernest W. Torain, Jr., Attorney-in-fact for John

05/19/2020

**McCartney** 

\*\* Signature of Reporting Person

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.