SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## **INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

1. Name and Ad <u>Rojas Jam</u> e	rting Person <sup>*</sup>		Requiring Statement Month/Day/Year) Huron Consulting Group Inc. [ HURN ]							
(Last) (First) (Middle) 550 WEST VAN BUREN STREET (Street) CHICAGO IL 60607 (City) (State) (Zip)					4. Relationship of Reporting Perso (Check all applicable) Director X Officer (give title below) VP, Corporate Deve	10% Owne Other (spe below)	er (M cify 6. Ap	onth/Day/Year) ndividual or Join blicable Line) X Form filed b	ate of Original Filed /Group Filing (Check y One Reporting Person y More than One erson	
Table I - Non-Derivative Securities Beneficially Owned										
1. Title of Security (Instr. 4)					Amount of Securities Beneficially Owned (Instr. 4)			4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Common Stock					20,122	D				
Table II - Derivative Securities Beneficially Owned   (e.g., puts, calls, warrants, options, convertible securities)										
1. Title of Derivative Security (Instr. 4)			2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securi Underlying Derivative Securit		4. Conversio or Exercise	Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
			Date Exercisable	Expiratior Date	Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)		
Stock Option (Right to Buy)		05/15/2003 <sup>(1)</sup>	08/22/2012	Common Stock	7,083	0.02	D			
Stock Option (Right to Buy)			12/19/2003 <sup>(2)</sup>	12/19/2012	Common Stock	9,783	0.02	D		
Stock Option (Right to Buy)			05/23/2004 <sup>(3)</sup>	05/23/2013	Common Stock	6,522	0.58	D		
Stock Option (Right to Buy)			03/17/2005 <sup>(4)</sup>	03/17/2014	Common Stock	4,348	1.96	D		

## Explanation of Responses:

1. These options represent the remaining options held by the reporting person from an original grant of 13,044 options granted on August 22, 2002 with a May 15, 2002 effective date, subject to a four-year vesting period, with 25% of the original grant vesting on each anniversary of the grant date, subject to acceleration or termination in certain circumstances. Acceleration did occur on October 12, 2004. 2. These options represent the remaining options held by the reporting person from an original grant of 13,044 options granted on December 19, 2002 with a four-year vesting period, with 25% of the original grant vesting on each anniversary of the grant date, subject to acceleration or termination in certain circumstances. Acceleration did occur on October 12, 2004.

3. These options were granted on May 23, 2003. They vest over a four-year period, with 25% vesting on each anniversary of the grant date, subject to acceleration or termination in certain circumstances. 4. These options were granted on March 17, 2004. They vest over a four-year period, with 25% vesting on each anniversary of the grant date, subject to acceleration or termination in certain circumstances. **Remarks:** 

Natalia Delgado, Attorney-in-

03/24/2005

fact for James K. Rojas \*\* 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 5 (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.

## POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of Gary L. Burge, Natalia Delgado and Kimberly Miller, or either of them signing singly, and with full power of substitution, the undersigned's true and lawful attorney-in-fact to:

- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of <u>HURON CONSULTING</u> <u>GROUP INC.</u> (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the U.S. Securities and Exchange Commission and any stock exchange or similar authority; and
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 15th day of March, 2005.

/s/ James K. Rojas

Signature

James K. Rojas

(Print Name)