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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

**July 19, 2012**

**Date of Report (Date of earliest event reported)**

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**Huron Consulting Group Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**000-50976**  
(Commission  
File Number)

**01-0666114**  
(IRS Employer  
Identification Number)

**550 West Van Buren Street**  
**Chicago, Illinois**  
**60607**  
(Address of principal executive offices)  
(Zip Code)

**(312) 583-8700**  
(Registrant's telephone number, including area code)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 8.01 Other Events.**

On July 19, 2012, Huron Consulting Group Inc. (the "Company") issued a press release announcing that it had reached a final settlement with the U.S. Securities and Exchange Commission ("SEC") resolving the previously disclosed SEC investigation into the Company's August 2009 restatement of its financial statements for the years ended 2006, 2007 and 2008 and the first quarter of 2009.

In an administrative proceeding, the SEC found that the Company had violated the reporting, books and records, and internal controls provisions of the Securities Exchange Act of 1934 during the restatement period and ordered the Company to cease and desist from committing or causing any violations and any future violations of such SEC rules. The Company agreed to the settlement without admitting or denying the SEC's factual findings. The SEC also imposed a monetary penalty of \$1 million on the Company. In the fourth quarter of 2011, the Company established a reserve in that amount for the potential settlement of this matter.

In connection with the settlement, the SEC considered remedial acts promptly undertaken by the Company and the Company's cooperation with the SEC staff during the course of the investigation. Among other things, the Company self-investigated and self-reported the accounting errors, selected new management and implemented various additional controls designed to prevent similar errors going forward.

In the same administrative proceeding, the SEC also reached settlements with two former employees of the Company. The Company is obligated to indemnify its former employees for their defense costs in connection with this matter, but is not obligated to reimburse them for the monetary penalties imposed on them by the SEC in connection with the settlements.

A copy of the Company's press release announcing the settlement is attached to this Current Report on Form 8-K as Exhibit 99.1 and is incorporated by reference herein.

**Item 9.01 Financial Statements and Exhibits.****(d) Exhibits**

99.1 Press release, dated July 19, 2012, announcing the settlement with the U.S. Securities and Exchange Commission.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Huron Consulting Group Inc.

\_\_\_\_\_  
(Registrant)

Date: July 19, 2012

\_\_\_\_\_  
/s/ C. Mark Hussey

C. Mark Hussey  
Executive Vice President, Chief  
Financial Officer and Treasurer

News

**FOR IMMEDIATE RELEASE****July 19, 2012****Huron Consulting Group Announces Settlement  
with Securities and Exchange Commission**

CHICAGO – July 19, 2012 – Huron Consulting Group Inc. (NASDAQ: HURN), a leading provider of business consulting services, today announced it has reached a final settlement with the U.S. Securities and Exchange Commission (SEC) resolving the previously disclosed SEC investigation into the Company's August 2009 restatement of its financial statements for the years ended 2006, 2007 and 2008 and the first quarter of 2009.

In an administrative proceeding, the SEC found that the Company had violated the reporting, books and records, and internal controls provisions of the Securities Exchange Act of 1934 during the restatement period and ordered the Company to cease and desist from committing or causing any violations and any future violations of such SEC rules. The Company agreed to the settlement without admitting or denying the SEC's factual findings. The SEC also imposed a monetary penalty of \$1 million on the Company. In the fourth quarter of 2011, the Company established a reserve in that amount for the potential settlement of this matter.

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"We believe the agreement is in the best interest of the Company and we are gratified to have reached a resolution of these issues," said John McCartney, chairman of the Board of Directors, Huron Consulting Group Inc. "Since we announced the restatement in July 2009, the Company has remained focused on its clients and its people under the stewardship of CEO Jim Roth, who has led Huron since that time."

**About Huron Consulting Group**

Huron Consulting Group helps clients in diverse industries improve performance, comply with complex regulations, reduce costs, recover from distress, leverage technology, and stimulate growth. The Company teams with its clients to deliver sustainable and measurable results. Huron provides services to a wide variety of both financially sound and distressed organizations, including healthcare organizations, Fortune 500 companies, leading academic institutions, medium-sized businesses, and the law firms that represent these various organizations. Learn more at [www.huronconsultinggroup.com](http://www.huronconsultinggroup.com).

Statements in this press release that are not historical in nature, including those concerning the Company's current expectations with respect to its indemnification obligations to its former employees with respect to the restatement, are "forward-looking" statements as defined in Section 21E of the Securities Exchange Act of 1934, as amended, and the Private Securities Litigation Reform Act of 1995. Forward-looking statements are identified by words such as "expect". Risks, uncertainties and assumptions that could impact the Company's forward-looking statements relate, among other things, to the Securities and Exchange Commission investigation with respect to the restatement. These statements involve known and unknown risks, uncertainties and other factors that may cause actual results to be materially different from any anticipated results expressed or implied by these forward-looking statements.

**Media Contact:**

Jennifer Frost Hennagir

312-880-3260

[jfrost-hennagir@huronconsultinggroup.com](mailto:jfrost-hennagir@huronconsultinggroup.com)

**Investor Contact:**

C. Mark Hussey

or

Ellen Wong

312-583-8722

[investor@huronconsultinggroup.com](mailto:investor@huronconsultinggroup.com)

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