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# FORM 4

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

| 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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| OMB APPROVAL          |           |  |  |  |  |  |  |  |  |  |
|-----------------------|-----------|--|--|--|--|--|--|--|--|--|
| OMB Number:           | 3235-0287 |  |  |  |  |  |  |  |  |  |
| Estimated average bur | den       |  |  |  |  |  |  |  |  |  |
| hours per response.   | 0.5       |  |  |  |  |  |  |  |  |  |

| 1. Name and Address of Reporting Person* |            |          | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br><u>Huron Consulting Group Inc.</u> [HURN ] |                   | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable) |                       |  |  |  |  |
|--|------------|----------|--|-------------------|--|-----------------------|--|--|--|--|
| Holdren Gai                              | <u>y e</u> |          |  | X                 | Director   | 10% Owner             |  |  |  |  |
| (Last)                                   | (First)    | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)   | x                 | Officer (give title below)   | Other (specify below) |  |  |  |  |
| 550 WEST VAN BUREN STREET                |            |          | 10/12/2006   |                   | CEO & President  |                       |  |  |  |  |
| (Street)                                 |            |          | 4. If Amendment, Date of Original Filed (Month/Day/Year)   | 6. Indiv<br>Line) | vidual or Joint/Group Filing (Check Applicable                             |                       |  |  |  |  |
| CHICAGO                                  | IL         | 60607    |  | X                 | Form filed by One Re   | porting Person        |  |  |  |  |
| (City)                                   | (State)    | (Zip)    |  |                   | Form filed by More th<br>Person  | an One Reporting      |  |  |  |  |

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | Transaction<br>Code (Instr. |   |        |               |         | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------|--|---|-----------------------------|---|--------|---------------|---------|---|---|---|
|                                 |  |   | Code                        | v | Amount | (A) or<br>(D) | Price   | Transaction(s)<br>(Instr. 3 and 4)  |   | (1130.4)  |
| Common Stock                    | 10/12/2006                                 |   | F                           |   | 15,652 | D             | \$39.39 | 260,541   | D   |   |
| Common Stock                    |  |   |                             |   |        |               |         | 671,087   | Ι   | By<br>Holdren<br>Family<br>Trust                                  |

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

| (*.9., P  |  |   |  |   | (0.3., parte, cano, concentratio coordinatio) |   |     |     |  |                    |   |  |   |  |                                  |  |
|---|--|---|--|---|---|---|-----|-----|--|--------------------|---|--|---|--|----------------------------------|--|
| 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. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code (Instr.<br>8)       |   | of  |     | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr. 3<br>and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | Ownership<br>Form:<br>Direct (D) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|   |  |   |  |   | Code  | v | (A) | (D) | Date<br>Exercisable  | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |   |  |                                  |  |

Explanation of Responses:

**Remarks:** 

### Natalia Delgado, Attorney-infact for Gary E. Holdren

10/16/2006

\*\* Signature of Reporting Person Date

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

 $\ast$  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.