

Huron Consulting Group Inc.  
Form 8-K/A  
March 28, 2007

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

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**FORM 8-K/A  
(Amendment #1)**

**CURRENT REPORT**

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

**January 9, 2007**

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)**

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|---|-----------------------------|---|
| <b>Delaware</b>   | <b>000-50976</b>            | <b>01-0666114</b>                       |
| (State or other jurisdiction<br>of incorporation or organization) | (Commission<br>File Number) | (IRS Employer<br>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))



**Explanatory Note**

On January 4, 2007, Huron Consulting Group Inc. announced that it had entered into a definitive agreement to acquire Glass & Associates, Inc. ("Glass") pursuant to a Stock Purchase Agreement by and among Glass, the shareholders of Glass, Huron Consulting Group Holdings LLC, and Huron Consulting Group Inc., dated as of January 2, 2007 and joinder agreements by and between certain Glass shareholders and Huron Consulting Group Holdings LLC, dated as of January 2, 2007. This transaction was consummated on January 9, 2007. A Current Report on Form 8-K was filed on January 10, 2007 reporting the completion of acquisition of assets. Pursuant to Item 9.01(a)(4), audited financial statements of the business acquired and related pro forma financial information are being filed by this amendment.

**Item 9.01 Financial Statements and Exhibits.**

(a) Financial statements of business acquired.

The financial statements of Glass & Associates, Inc., as of December 31, 2006 and for the year then ended, together with the accompanying Report of Independent Auditors, are set forth in Exhibit 99.1.

(b) Pro Forma Financial Information.

The unaudited pro forma financial information is set forth in Exhibit 99.2.

(d) Exhibits.

23.1 Consent of independent accountants.

99.1 Financial statements of Glass & Associates, Inc., as of December 31, 2006 and for the year then ended.

99.2 Unaudited pro forma financial information.

**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: March 28, 2007

/s/ Gary L. Burge  
Gary L. Burge  
Vice President,  
Chief Financial Officer and  
Treasurer

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**EXHIBIT INDEX**

| <b>Exhibit<br/>Number</b> | <b>Description</b>   |
|---------------------------|--|
| 23.1                      | Consent of independent accountants.  |
| 99.1                      | Financial statements of Glass & Associates, Inc., as of December 31, 2006 and for the year then ended. |
| 99.2                      | Unaudited pro forma financial information.   |



