

Huron Consulting Group Inc.
Form 8-K/A
June 16, 2006

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

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

CURRENT REPORT

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

March 31, 2006

Date of Report (Date of earliest event reported)

Huron Consulting Group Inc.
(Exact name of registrant as specified in its charter)

| | | |
|---|-----------------------------|---|
| Delaware | 000-50976 | 01-0666114 |
| (State or other jurisdiction of incorporation or organization) | (Commission File Number) | (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)

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 April 6, 2006, Huron Consulting Group Inc. announced that it had acquired the assets of Galt & Company pursuant to an Asset Purchase Agreement by and between MSGalt & Company, LLC, Huron Consulting Services, LLC, M. Scott Gillis, Joseph R. Shalleck and Leroy J. Mergy dated as of March 31, 2006. A Current Report on Form 8-K was filed on April 6, 2006 disclosing the acquisition. 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 MSGalt & Company, LLC, as of December 31, 2005 and December 31, 2004 and for the years 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.

Consent of independent accountants.

23.1

Financial statements of MSGalt & Company, LLC, as of December 31,
99.1 2005 and December 31, 2004 and for the years then ended.

Unaudited pro forma financial information.

99.2

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: June 16, 2006

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

EXHIBIT INDEX

| Exhibit Number | Description |
|---------------------------|--|
| 23.1 | Consent of independent accountants. |
| 99.1 | Financial statements of MSGalt & Company, LLC, as of December 31, 2005 and December 31, 2004 and for the years then ended. |
| 99.2 | Unaudited pro forma financial information. |
