

FTI CONSULTING INC  
Form 4  
December 23, 2013

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
DUNN JACK B IV

(Last) (First) (Middle)  
777 SOUTH FLAGLER  
DRIVE, SUITE 1500  
  
(Street)

WEST PALM BEACH, FL 33401

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
FTI CONSULTING INC [FCN]

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/19/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President & CEO

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock	12/19/2013		M		20,000	A	\$ 26.45 152,918
Common Stock	12/19/2013		S		20,000	D	\$ 41.2718 132,918 <u>(1)</u>
Common Stock	12/19/2013		M		22,500	A	\$ 30.83 155,418
Common Stock	12/19/2013		S		22,500	D	\$ 41.2718 132,918 <u>(1)</u>
	12/19/2013		M		3,447	A	\$ 31.91 136,365

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Common Stock							
Common Stock	12/19/2013	S	3,447	D	\$ 41.2718 (1)	132,918	D
Common Stock	12/19/2013	M	19,053	A	\$ 31.91	151,971	D
Common Stock	12/19/2013	S	19,053	D	\$ 41.2718 (1)	132,918	D
Common Stock	12/19/2013	M	2,735	A	\$ 26.45	135,653	D
Common Stock	12/19/2013	S	2,735	D	\$ 41.2718 (1)	132,918	D
Common Stock	12/19/2013	M	22,500	A	\$ 28.86	155,418	D
Common Stock	12/19/2013	S	22,500	D	\$ 41.2718 (1)	132,918	D
Common Stock	12/19/2013	S	9,742	D	\$ 41.0408 (2)	123,176	D

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

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Am or Num of S
Employee Stock Option	\$ 26.45	12/19/2013		M	20,000	12/31/2009	10/24/2016	Common Stock	20

(right to buy)									
Employee Stock Option (right to buy)	\$ 26.45	12/19/2013	M	2,735	04/25/2004	10/24/2016	Common Stock	2,	
Employee Stock Option (right to buy)	\$ 28.86	12/19/2013	M	22,500	11/01/2006	11/01/2015	Common Stock	22	
Employee Stock Option (right to buy)	\$ 31.91	12/19/2013	M	19,053	02/15/2007	02/15/2016	Common Stock	19	
Employee Stock Option (right to buy)	\$ 31.91	12/19/2013	M	3,447	02/15/2007	02/15/2016	Common Stock	3,	
Non-Qualified Stock Option (right to buy)	\$ 30.83	12/19/2013	M	22,500	05/02/2007	05/02/2016	Common Stock	22	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DUNN JACK B IV 777 SOUTH FLAGLER DRIVE SUITE 1500 WEST PALM BEACH, FL 33401	X		President & CEO	

## Signatures

Jack B. Dunn IV                      12/20/2013

\_\_Signature of                      Date  
Reporting Person

## Explanation of Responses:

\* 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).

On December 19, 2013, Mr. Dunn IV sold an aggregate of 90,235 shares of FTI Consulting, Inc. common stock. For reporting purposes, (1) the sales prices within a \$1 range have been aggregated and the weighted average sales price has been reported. The price ranges were: \$40.90 to \$41.50. The Company maintains a record of the transactions and copies will be provided upon request.

On December 19, 2013, Mr. Dunn IV sold an aggregate of 9,742 shares of FTI Consulting, Inc. common stock. For reporting purposes, (2) the sales prices within a \$1 range have been aggregated and the weighted average sales price has been reported. The price ranges were: \$40.95 to \$41.24. The Company maintains a record of the transactions and copies will be provided upon request.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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