

FTI CONSULTING INC  
Form 4  
March 09, 2009

**FORM 4**

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

OMB APPROVAL

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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 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 \*  
Kelly Declan M

(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)  
03/06/2009

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)  
EVP-Chief Integration Officer

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 or Price		
Common Stock	03/06/2009		S		168 D \$ 45.3975	22,100 <sup>(1)</sup>	D
Common Stock	03/06/2009		S		3,600 D \$ 45.43	18,500	D
Common Stock	03/06/2009		S		100 D \$ 45.435	18,400	D
Common Stock	03/06/2009		S		168 D \$ 45.4375	18,232	D
Common Stock	03/06/2009		S		1,232 D \$ 45.44	17,000	D

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Common Stock	03/06/2009	M	12,000	A	\$ 25.25	29,000	D
Common Stock	03/06/2009	S	70	D	\$ 44.03	28,930	D
Common Stock	03/06/2009	S	65	D	\$ 44.31	28,865	D
Common Stock	03/06/2009	S	65	D	\$ 44.68	28,800	D
Common Stock	03/06/2009	S	100	D	\$ 45.07	28,700	D
Common Stock	03/06/2009	S	600	D	\$ 45.09	28,100	D
Common Stock	03/06/2009	S	500	D	\$ 45.11	27,600	D
Common Stock	03/06/2009	S	1,165	D	\$ 45.12	26,435	D
Common Stock	03/06/2009	S	600	D	\$ 45.13	25,835	D
Common Stock	03/06/2009	S	500	D	\$ 45.14	25,335	D
Common Stock	03/06/2009	S	200	D	\$ 45.15	25,135	D
Common Stock	03/06/2009	S	100	D	\$ 45.16	25,035	D
Common Stock	03/06/2009	S	500	D	\$ 45.18	24,535	D
Common Stock	03/06/2009	S	900	D	\$ 45.19	23,635	D
Common Stock	03/06/2009	S	300	D	\$ 45.2	23,335	D
Common Stock	03/06/2009	S	935	D	\$ 45.21	22,400	D
Common Stock	03/06/2009	S	400	D	\$ 45.3	22,000	D
Common Stock	03/06/2009	S	1,068	D	\$ 45.39	20,932	D
Common Stock	03/06/2009	S	2,579	D	\$ 45.4	18,353	D
Common Stock	03/06/2009	S	1,221	D	\$ 45.42	17,132	D
	03/06/2009	S	100	D	\$ 45.43	17,032	D



## 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).
- (1) Includes 18 shares acquired under the FTI Consulting, Inc. Employee Stock Purchase Plan.
- (2) Option vests at the rate of 20% per annum on the first through fifth anniversaries of the date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.  
Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.