Carlile Roger D Form 3 January 07, 2009

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, response... 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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement FTI CONSULTING INC [FCN] Carlile Roger D (Month/Day/Year) 01/05/2009 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 777 SOUTH FLAGLER (Check all applicable) DRIVE, SUITE 1500 (Street) 6. Individual or Joint/Group 10% Owner Director _X__ Officer Other Filing(Check Applicable Line) (give title below) (specify below) _X_ Form filed by One Reporting EVP and Chief HR Officer Person **WEST PALM** Form filed by More than One BEACH, Â FLÂ 33401 Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 5) (Instr. 4) Form: Direct (D) or Indirect (I) (Instr. 5) Â Common Stock 59,015 D Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02)

owned directly or indirectly.

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Date Exercisable and	3. Title and Amount of	4.	5.	6. Nature of Indirect
Security	Expiration Date	Securities Underlying	Conversion	Ownership	Beneficial
(Instr. 4)	(Month/Day/Year)	Derivative Security	or Exercise	Form of	Ownership
		(Instr. 4)	Price of	Derivative	(Instr. 5)
	Date Exercisable	Title	Derivative	Security:	
			Security	Direct (D)	

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		Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Deferred Restricted Stock Units	03/14/2008(1)	(1)	Common Stock	1,274	\$ <u>(1)</u>	D	Â
Employee Stock Option (right to buy)	01/02/2008(2)	01/02/2017	Common Stock	50,000	\$ 27.89	D	Â
Employee Stock Option (right to buy)	03/14/2009(3)	03/14/2018	Common Stock	1,274	\$ 65.37	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Carlile Roger D 777 SOUTH FLAGLER DRIVE SUITE 1500 WEST PALM BEACH, FL 33401	Â	Â	EVP and Chief HR Officer	Â

Signatures

Roger D Carlile 01/07/2009

**Signature of Pate Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
 - In his capacity as a senior manging director, Mr. Carlile participated in the FTI Consulting, Inc. Deferred Compensation Plan for Key Employees and Non-Employee Directors. As an executive officer, Mr. Carlile is no longer eligible to participate in that plan. The deferred
- (1) stock units are immediately vested upon award. Each deferred stock unit represents the right to receive one share of common stock of FTI Consulting, Inc. upon the earlier of (i) January 1, 2010 (Mr. Carlile's elected payment date) and (ii) a termination event as defined in Section 409A of the Internal Revenue Code and the plan.
- (2) Option vests in six equal installments on the first through sixth anniversaries of the date of grant.
- (3) 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.

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