

FTI CONSULTING INC  
Form 4  
June 19, 2009

**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)  
**06/17/2009**

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)  
**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 (A) or (D) Price		
Common Stock	06/17/2009		M		400 A \$ 27.6	45,566	D
Common Stock	06/17/2009		S		400 D \$ 52.41	45,166	D
Common Stock	06/17/2009		M		100 A \$ 27.6	45,266	D
Common Stock	06/17/2009		S		100 D \$ 52.415	45,166	D
Common Stock	06/17/2009		M		1,500 A \$ 27.6	46,666	D

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Common Stock	06/17/2009	S	1,500	D	\$ 52.42	45,166	D
Common Stock	06/17/2009	M	600	A	\$ 27.6	45,766	D
Common Stock	06/17/2009	S	600	D	\$ 52.43	45,166	D
Common Stock	06/17/2009	M	200	A	\$ 27.6	45,366	D
Common Stock	06/17/2009	S	200	D	\$ 52.437	45,166	D
Common Stock	06/17/2009	M	1,500	A	\$ 27.6	46,666	D
Common Stock	06/17/2009	S	1,500	D	\$ 52.44	45,166	D
Common Stock	06/17/2009	M	200	A	\$ 27.6	45,366	D
Common Stock	06/17/2009	S	200	D	\$ 52.46	45,166	D
Common Stock	06/17/2009	M	1,200	A	\$ 27.6	46,366	D
Common Stock	06/17/2009	S	1,200	D	\$ 52.53	45,166	D
Common Stock	06/17/2009	M	100	A	\$ 27.6	45,266	D
Common Stock	06/17/2009	S	100	D	\$ 52.58	45,166	D
Common Stock	06/17/2009	M	800	A	\$ 27.6	45,966	D
Common Stock	06/17/2009	S	800	D	\$ 52.605	45,166	D
Common Stock	06/17/2009	M	200	A	\$ 27.6	45,366	D
Common Stock	06/17/2009	S	200	D	\$ 52.62	45,166	D
Common Stock	06/17/2009	M	400	A	\$ 27.6	45,566	D
Common Stock	06/17/2009	S	400	D	\$ 52.63	45,166	D
Common Stock	06/17/2009	M	1,200	A	\$ 27.6	46,366	D
	06/17/2009	S	1,200	D	\$ 52.65	45,166	D

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Common Stock			
Common Stock	450	I	by Son
Common Stock	18,000	I	by Spouse
Common Stock	52,889	I	by Trust

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 Securities (Instr. 3 and 4)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Employee Stock Option (right to buy)	\$ 27.6	06/17/2009		M	1,000	11/05/2002 <sup>(1)</sup> 11/05/2012	Common Stock	1,000
Employee Stock Option (right to buy)	\$ 27.6	06/17/2009		M	1,200	11/05/2002 <sup>(1)</sup> 11/05/2012	Common Stock	1,200
Employee Stock Option (right to buy)	\$ 27.6	06/17/2009		M	2,100	11/05/2002 <sup>(1)</sup> 11/05/2012	Common Stock	2,100
Employee Stock	\$ 27.6	06/17/2009		M	600	11/05/2002 <sup>(1)</sup> 11/05/2012	Common Stock	600

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Option (right to buy)									
Employee Stock Option (right to buy)	\$ 27.6	06/17/2009	M	600	11/05/2002 <sup>(1)</sup>	11/05/2012	Common Stock	600	
Employee Stock Option (right to buy)	\$ 27.6	06/17/2009	M	1,900	11/05/2002 <sup>(1)</sup>	11/05/2012	Common Stock	1,900	
Employee Stock Option (right to buy)	\$ 27.6	06/17/2009	M	2,400	11/05/2002 <sup>(1)</sup>	11/05/2012	Common Stock	2,400	
Employee Stock Option (right to buy)	\$ 27.6	06/17/2009	M	3,300	11/05/2002 <sup>(1)</sup>	11/05/2012	Common Stock	3,300	
Employee Stock Option (right to buy)	\$ 27.6	06/17/2009	M	2,900	11/05/2002 <sup>(1)</sup>	11/05/2012	Common Stock	2,900	
Employee Stock Option (right to buy)	\$ 27.6	06/17/2009	M	1,700	11/05/2002 <sup>(1)</sup>	11/05/2012	Common Stock	1,700	
Employee Stock Option (right to buy)	\$ 27.6	06/17/2009	M	1,100	11/05/2002 <sup>(1)</sup>	11/05/2012	Common Stock	1,100	
Employee Stock Option (right to buy)	\$ 27.6	06/17/2009	M	1,400	11/05/2002 <sup>(1)</sup>	11/05/2012	Common Stock	1,400	
Employee Stock Option	\$ 27.6	06/17/2009	M	1,400	11/05/2002 <sup>(1)</sup>	11/05/2012	Common Stock	1,400	

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(right to buy)									
Employee Stock Option (right to buy)	\$ 27.6	06/17/2009	M	100	11/05/2002 <sup>(1)</sup>	11/05/2012	Common Stock	100	
Employee Stock Option (right to buy)	\$ 27.6	06/17/2009	M	1,200	11/05/2002 <sup>(1)</sup>	11/05/2012	Common Stock	1,200	
Employee Stock Option (right to buy)	\$ 27.6	06/17/2009	M	1,900	11/05/2002 <sup>(1)</sup>	11/05/2012	Common Stock	1,900	
Employee Stock Option (right to buy)	\$ 27.6	06/17/2009	M	200	11/05/2002 <sup>(1)</sup>	11/05/2012	Common Stock	200	
Employee Stock Option (right to buy)	\$ 27.6	06/17/2009	M	100	11/05/2002 <sup>(1)</sup>	11/05/2012	Common Stock	100	
Employee Stock Option (right to buy)	\$ 27.6	06/17/2009	M	1,272	11/05/2002 <sup>(1)</sup>	11/05/2012	Common Stock	1,272	
Employee Stock Option (right to buy)	\$ 27.6	06/17/2009	M	200	11/05/2002 <sup>(1)</sup>	11/05/2012	Common Stock	200	
Employee Stock Option (right to buy)	\$ 27.6	06/17/2009	M	100	11/05/2002 <sup>(1)</sup>	11/05/2012	Common Stock	100	
Employee Stock Option (right to	\$ 27.6	06/17/2009	M	1,200	11/05/2002 <sup>(1)</sup>	11/05/2012	Common Stock	1,200	

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buy)										
Employee Stock Option (right to buy)	\$ 27.6	06/17/2009	M	100	11/05/2002 <sup>(1)</sup>	11/05/2012	Common Stock	100		
Employee Stock Option (right to buy)	\$ 27.6	06/17/2009	M	200	11/05/2002 <sup>(1)</sup>	11/05/2012	Common Stock	200		
Employee Stock Option (right to buy)	\$ 27.6	06/17/2009	M	1,000	11/05/2002 <sup>(1)</sup>	11/05/2012	Common Stock	1,000		
Employee Stock Option (right to buy)	\$ 27.6	06/17/2009	M	1,700	11/05/2002 <sup>(1)</sup>	11/05/2012	Common Stock	1,700		
Employee Stock Option (right to buy)	\$ 27.6	06/17/2009	M	100	11/05/2002 <sup>(1)</sup>	11/05/2012	Common Stock	100		
Employee Stock Option (right to buy)	\$ 27.6	06/17/2009	M	100	11/05/2002 <sup>(1)</sup>	11/05/2012	Common Stock	100		
Employee Stock Option (right to buy)	\$ 27.6	06/17/2009	M	2,600	11/05/2002 <sup>(1)</sup>	11/05/2012	Common Stock	2,600		
Employee Stock Option (right to buy)	\$ 27.6	06/17/2009	M	200	11/05/2002 <sup>(1)</sup>	11/05/2012	Common Stock	200		

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

Director   10% Owner   Officer                      Other

DUNN JACK B IV  
777 SOUTH FLAGLER DRIVE                      X                      President & CEO  
SUITE 1500  
WEST PALM BEACH, FL 33401

## Signatures

Jack B. Dunn IV                      06/19/2009

\_\_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).
- (1) Option vests in three equal annual installments beginning on the grant date.

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