

CALLAGHAN DENIS J  
Form 4  
May 17, 2010

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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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 \*  
CALLAGHAN DENIS J

(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)  
05/14/2010

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)

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	05/14/2010		M	100	A \$ 21.65	10,623	D
Common Stock	05/14/2010		S	100	D \$ 40.2	10,523	D
Common Stock	05/14/2010		M	100	A \$ 21.65	10,623	D
Common Stock	05/14/2010		S	100	D \$ 40.21	10,523	D
Common Stock	05/14/2010		M	200	A \$ 21.65	10,723	D

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Common Stock	05/14/2010	S	200	D	\$ 40.215	10,523	D
Common Stock	05/14/2010	M	100	A	\$ 21.65	10,623	D
Common Stock	05/14/2010	S	100	D	\$ 40.27	10,523	D

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

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SEC 1474  
(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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 21.65	05/14/2010		M	100	07/24/2005 <sup>(1)</sup> 07/24/2013	Common Stock	10	
Non-Qualified Stock Option (right to buy)	\$ 21.65	05/14/2010		M	100	07/24/2005 <sup>(1)</sup> 07/24/2013	Common Stock	10	
Non-Qualified Stock Option (right to buy)	\$ 21.65	05/14/2010		M	200	07/24/2005 <sup>(1)</sup> 07/24/2013	Common Stock	20	
Non-Qualified Stock Option (right to buy)	\$ 21.65	05/14/2010		M	100	07/24/2005 <sup>(1)</sup> 07/24/2013	Common Stock	10	
Non-Qualified Stock Option (right to buy)	\$ 21.65	05/14/2010		M	100	07/24/2005 <sup>(1)</sup> 07/24/2013	Common Stock	10	
Non-Qualified Stock Option	\$ 21.65	05/14/2010		M	225	07/24/2005 <sup>(1)</sup> 07/24/2013	Common Stock	22	

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(right to buy)									
Non-Qualified Stock Option (right to buy)	\$ 21.65	05/14/2010	M	200	07/24/2005 <sup>(1)</sup>	07/24/2013	Common Stock	20	
Non-Qualified Stock Option (right to buy)	\$ 21.65	05/14/2010	M	100	07/24/2005 <sup>(1)</sup>	07/24/2013	Common Stock	10	
Non-Qualified Stock Option (right to buy)	\$ 21.65	05/14/2010	M	400	07/24/2005 <sup>(1)</sup>	07/24/2013	Common Stock	40	
Non-Qualified Stock Option (right to buy)	\$ 21.65	05/14/2010	M	100	07/24/2005 <sup>(1)</sup>	07/24/2013	Common Stock	10	
Non-Qualified Stock Option (right to buy)	\$ 21.65	05/14/2010	M	100	07/24/2005 <sup>(1)</sup>	07/24/2013	Common Stock	10	
Non-Qualified Stock Option (right to buy)	\$ 21.65	05/14/2010	M	100	07/24/2005 <sup>(1)</sup>	07/24/2013	Common Stock	10	
Non-Qualified Stock Option (right to buy)	\$ 21.65	05/14/2010	M	300	07/24/2005 <sup>(1)</sup>	07/24/2013	Common Stock	30	
Non-Qualified Stock Option (right to buy)	\$ 21.65	05/14/2010	M	100	07/24/2005 <sup>(1)</sup>	07/24/2013	Common Stock	10	
Non-Qualified Stock Option (right to buy)	\$ 21.65	05/14/2010	M	100	07/24/2005 <sup>(1)</sup>	07/24/2013	Common Stock	10	
Non-Qualified Stock Option (right to buy)	\$ 21.65	05/14/2010	M	100	07/24/2005 <sup>(1)</sup>	07/24/2013	Common Stock	10	
Non-Qualified Stock Option (right to buy)	\$ 21.65	05/14/2010	M	200	07/24/2005 <sup>(1)</sup>	07/24/2013	Common Stock	20	
Non-Qualified Stock Option (right to buy)	\$ 21.65	05/14/2010	M	200	07/24/2005 <sup>(1)</sup>	07/24/2013	Common Stock	20	
Non-Qualified Stock Option (right to buy)	\$ 21.65	05/14/2010	M	400	07/24/2005 <sup>(1)</sup>	07/24/2013	Common Stock	40	
Non-Qualified Stock Option (right to buy)	\$ 21.65	05/14/2010	M	100	07/24/2005 <sup>(1)</sup>	07/24/2013	Common Stock	10	

Non-Qualified Stock Option (right to buy)	\$ 21.65	05/14/2010	M	400	07/24/2005 <sup>(1)</sup>	07/24/2013	Common Stock	40
Non-Qualified Stock Option (right to buy)	\$ 21.65	05/14/2010	M	200	07/24/2005 <sup>(1)</sup>	07/24/2013	Common Stock	20
Non-Qualified Stock Option (right to buy)	\$ 21.65	05/14/2010	M	200	07/24/2005 <sup>(1)</sup>	07/24/2013	Common Stock	20
Non-Qualified Stock Option (right to buy)	\$ 21.65	05/14/2010	M	200	07/24/2005 <sup>(1)</sup>	07/24/2013	Common Stock	20
Non-Qualified Stock Option (right to buy)	\$ 21.65	05/14/2010	M	200	07/24/2005 <sup>(1)</sup>	07/24/2013	Common Stock	20
Non-Qualified Stock Option (right to buy)	\$ 21.65	05/14/2010	M	100	07/24/2005 <sup>(1)</sup>	07/24/2013	Common Stock	10
Non-Qualified Stock Option (right to buy)	\$ 21.65	05/14/2010	M	200	07/24/2005 <sup>(1)</sup>	07/24/2013	Common Stock	20
Non-Qualified Stock Option (right to buy)	\$ 21.65	05/14/2010	M	100	07/24/2005 <sup>(1)</sup>	07/24/2013	Common Stock	10
Non-Qualified Stock Option (right to buy)	\$ 21.65	05/14/2010	M	100	07/24/2005 <sup>(1)</sup>	07/24/2013	Common Stock	10
Non-Qualified Stock Option (right to buy)	\$ 21.65	05/14/2010	M	100	07/24/2005 <sup>(1)</sup>	07/24/2013	Common Stock	10

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CALLAGHAN DENIS J 777 SOUTH FLAGLER DRIVE SUITE 1500 WEST PALM BEACH, FL 33401	X			

## Signatures

By: Eric B. Miller, Attorney-in-Fact For: Denis J Callaghan

05/17/2010

\*\*Signature of Reporting Person

Date

## 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 one year after the grant date.

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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