



## **FTI Consulting Awards Employment Inducement Awards to Chief Financial Officer Under Rule 303A.08 of the New York Stock Exchange**

August 26, 2014

WASHINGTON, Aug. 26, 2014 /PRNewswire/ -- FTI Consulting, Inc. (NYSE: FCN), the global business advisory firm dedicated to helping organizations protect and enhance their enterprise value, today announced employment inducement awards to David M. Johnson, as part of Mr. Johnson's previously disclosed compensation package. The Company announced the election of Mr. Johnson to serve as Chief Financial Officer on July 31, 2014, which was effective upon commencement of his employment on August 25, 2014 (the "Grant Date"). The Compensation Committee of the Company's Board of Directors approved the employment inducement awards on July 30, 2014, as a material inducement to Mr. Johnson to enter into his offer of employment, in reliance on the employment inducement award exception to New York Stock Exchange ("NYSE") Listing Rule 303A.08 that requires shareholder approval of equity-based compensation plans. Listing Rule 303A.08 requires the public announcement of such inducement awards.

The Compensation Committee has granted Mr. Johnson nonstatutory stock options exercisable for an aggregate of 95,392 shares of common stock at an exercise price of \$36.75 per share (the closing price per share of the Company's common stock as reported on the NYSE for the Grant Date) (collectively, the "Option Inducement Awards"). The Option Inducement Awards will expire on the tenth anniversary of the Grant Date. The Compensation Committee also granted Mr. Johnson an aggregate of 26,659 shares of restricted stock (together with the Option Inducement Awards, the "Inducement Awards"). The Inducement Awards will vest ratably during the period of employment. Twenty percent (20%) of the option shares will vest and become exercisable, and 20% of the restricted shares will vest, on the first through fifth anniversary dates of the Grant Date. The Inducement Awards are subject to vesting acceleration upon certain termination of employment events and certain transactions involving the Company, as more fully described in the Company's Current Report on Form 8-K filed on July 31, 2014 with the Securities and Exchange Commission (the "SEC") and the forms of equity award agreements filed as exhibits to the Registration Statement on Form S-8 (333-198311) filed on August 22, 2014 with the SEC registering the common stock subject to the Inducement Awards.

The Inducement Awards are being made outside of the Company's shareholder approved equity compensation plans but will generally be subject to the same terms and conditions as apply to awards granted under the FTI Consulting, Inc. 2009 Omnibus Incentive Compensation Plan.

### **About FTI Consulting**

FTI Consulting, Inc. is a global business advisory firm dedicated to helping organizations protect and enhance enterprise value in an increasingly complex legal, regulatory and economic environment. With more than 4,200 employees located in 26 countries, FTI Consulting professionals work closely with clients to anticipate, illuminate and overcome complex business challenges in areas such as investigations, litigation, mergers and acquisitions, regulatory issues, reputation management, strategic communications and restructuring. The Company generated \$1.65 billion in revenues during fiscal year 2013. More information can be found at [www.fticonsulting.com](http://www.fticonsulting.com).

### **Investor & Media Contact:**

Mollie Hawkes  
+1.617.747.1791  
[mollie.hawkes@fticonsulting.com](mailto:mollie.hawkes@fticonsulting.com)

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