## SEC Form 4

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## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject | ct to |
|-------------------------------------|-------|
| Section 16. Form 4 or Form 5        |       |
| obligations may continue. See       |       |
| Instruction 1(b).                   |       |

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| OMB APPROVAL             |           |  |  |  |  |  |  |  |  |  |
|--------------------------|-----------|--|--|--|--|--|--|--|--|--|
| OMB Number:              | 3235-0287 |  |  |  |  |  |  |  |  |  |
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| hours per response:      | 0.5       |  |  |  |  |  |  |  |  |  |

| 1. Name and Address of Reporting Person <sup>*</sup><br>Bacon Brenda J | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br><u>FTI CONSULTING INC</u> [ FCN ] | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)  |  |  |  |  |
|--|---|---|--|--|--|--|
| (Last) (First) (Middle)<br>555 12TH STREET NW                          | 3. Date of Earliest Transaction (Month/Day/Year)<br>06/05/2019                          | X Director 10% Owner<br>Officer (give title Other (specify<br>below) below)   |  |  |  |  |
| (Street)<br>WASHINGTON DC 20004<br>(City) (State) (Zip)                | 4. If Amendment, Date of Original Filed (Month/Day/Year)                                | 6. Individual or Joint/Group Filing (Check Applicable<br>Line)<br>X Form filed by One Reporting Person<br>Form filed by More than One Reporting<br>Person |  |  |  |  |

## Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | Transaction<br>Code (Instr. |   | 4. Securities /<br>Disposed Of (<br>5) |               |                   | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------|--|---|-----------------------------|---|--|---------------|-------------------|---|---|---|
|                                 |  |   | Code                        | v | Amount                                 | (A) or<br>(D) | Price             | Transaction(s)<br>(Instr. 3 and 4)  |   | (iiisti: 4)   |
| Common Stock                    | 06/05/2019                                 |   | Α                           |   | 2 <b>,</b> 934 <sup>(1)</sup>          | Α             | \$ <mark>0</mark> | 33,989  | D   |   |

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of  |     | 6. Date Exerc<br>Expiration Da<br>(Month/Day/Y | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr. 3<br>and 4) |       | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|---|---|--|---|------------------------------|---|-----|-----|--|---|-------|---|--|--|--|
|   |   |  |   | Code                         | v | (A) | (D) | Date<br>Exercisable                            | Expiration<br>Date  | Title | Amount<br>or<br>Number<br>of<br>Shares              |  |  |  |

Explanation of Responses:

1. The shares of restricted stock will vest in full on the first anniversary of the date of grant.

**Remarks:** 

By: Joanne Catanese, Attorney 06/07/2019

in Fact For: Brenda Bacon

\*\* Signature of Reporting Person Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.