

---

---

**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

---

**FORM 8-K**

---

**CURRENT REPORT**  
**Pursuant to Section 13 OR 15(d)**  
**of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): August 6, 2018**

---

**FTI CONSULTING, INC.**

(Exact Name of Registrant as Specified in Charter)

---

**Maryland**  
(State or other jurisdiction  
of incorporation)

**001-14875**  
(Commission  
File Number)

**52-1261113**  
(IRS Employer  
Identification No.)

**555 12th Street NW, Washington, D.C. 20004**  
(Address of principal executive offices) (Zip Code)

**Registrant's telephone number, including area code: (202) 312-9100**

(Former name or former address, if changed since last report)

---

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

---

---

**ITEM 7.01. Regulation FD Disclosure**

FTI Consulting, Inc. (“FTI Consulting”) uses a presentation from time to time in its discussions with investors and analysts (the “Presentation”). The Presentation includes FTI Consulting’s past and present financial results, operating data, 2018 guidance and other information. A copy of the Presentation is furnished as Exhibit 99.1 and has been posted to the FTI Consulting website at [www.fticonsulting.com](http://www.fticonsulting.com).

In the Presentation, FTI Consulting uses information derived from consolidated and segment financial information that may not be presented in its financial statements or prepared in accordance with generally accepted accounting principles in the United States (“GAAP”). Certain of these measures are considered “non-GAAP financial measures” under rules promulgated by the Securities and Exchange Commission. Specifically, FTI Consulting has referred to the following non-GAAP measures:

- Total Segment Operating Income
- Adjusted EBITDA
- Total Adjusted Segment EBITDA
- Adjusted EBITDA Margin
- Adjusted Net Income
- Adjusted Earnings per Diluted Share
- Free Cash Flow

FTI Consulting has included the definitions of “Segment Operating Income (Loss)” and “Adjusted Segment EBITDA,” which are financial measures presented in accordance with GAAP, in order to more fully define the components of certain non-GAAP financial measures. FTI Consulting evaluates the performance of its operating segments based on Adjusted Segment EBITDA, and Segment Operating Income (Loss) is a component of the definition of Adjusted Segment EBITDA. FTI Consulting defines “Segment Operating Income (Loss)” as a segment’s share of consolidated operating income. FTI Consulting defines “Total Segment Operating Income (Loss),” which is a non-GAAP financial measure, as the total of Segment Operating Income for all segments, which excludes unallocated corporate expenses. FTI Consulting uses Segment Operating Income for the purpose of calculating Adjusted Segment EBITDA. FTI Consulting defines “Adjusted Segment EBITDA” as a segment’s share of consolidated operating income before depreciation, amortization of intangible assets, remeasurement of acquisition-related contingent consideration, special charges and goodwill impairment charges.

FTI Consulting uses Adjusted Segment EBITDA as a basis to internally evaluate the financial performance of its segments because FTI Consulting believes it reflects current core operating performance and provides an indicator of the segment’s ability to generate cash.

FTI Consulting defines “Total Adjusted Segment EBITDA,” which is a non-GAAP financial measure, as the total of Adjusted Segment EBITDA for all segments, which excludes unallocated corporate expenses. FTI Consulting defines “Adjusted EBITDA,” which is a non-GAAP financial measure, as consolidated net income before income tax provision, other non-operating income (expense), depreciation, amortization of intangible assets, remeasurement of acquisition-related contingent consideration, special charges, goodwill impairment charges and losses on early extinguishment of debt. FTI Consulting defines Adjusted EBITDA Margin as Adjusted EBITDA as a percentage of total revenues. FTI Consulting believes that the non-GAAP financial measures, which exclude the effects of remeasurement of acquisition-related contingent consideration, special charges and goodwill impairment charges, when considered together with its GAAP financial results and GAAP financial measures, provide management and investors with a more complete understanding of FTI Consulting’s operating results, including underlying trends. In addition, EBITDA is a common alternative measure of operating performance used by many of

FTI Consulting's competitors. It is used by investors, financial analysts, rating agencies and others to value and compare the financial performance of companies in FTI Consulting's industry. Therefore, FTI Consulting also believes that these measures, considered along with corresponding GAAP measures, provide management and investors with additional information for comparison of its operating results with the operating results of other companies.

FTI Consulting defines "Adjusted Net Income" and "Adjusted Earnings per Diluted Share" ("Adjusted EPS"), which are non-GAAP financial measures, as net income (loss) and earnings (loss) per diluted share, respectively, excluding the impact of remeasurement of acquisition-related contingent consideration, special charges, goodwill impairment charges, losses on early extinguishment of debt and the adjustment related to the impact of adopting the 2017 U.S. Tax Cuts and Jobs Act (the "2017 Tax Act").

FTI Consulting uses Adjusted Net Income for the purpose of calculating Adjusted EPS. Management of FTI Consulting uses Adjusted EPS to assess total company operating performance on a consistent basis. FTI Consulting believes that this non-GAAP financial measure, which excludes the effects of the remeasurement of acquisition-related contingent consideration, special charges, goodwill impairment charges, losses on early extinguishment of debt, and the adjustment related to the adoption of the 2017 Tax Act, when considered together with its GAAP financial results, provides management and investors with an additional understanding of its business operating results, including underlying trends.

FTI Consulting defines "Free Cash Flow" as net cash provided by (used in) operating activities less cash payments for purchases of property and equipment. We believe this non-GAAP financial measure, when considered together with our GAAP financial results, provides management and investors with an additional understanding of FTI Consulting's ability to generate cash for ongoing business operations and other capital deployment.

Non-GAAP financial measures are not defined in the same manner by all companies and may not be comparable with other similarly titled measures of other companies. Non-GAAP financial measures should be considered in addition to, but not as a substitute for or superior to, the information contained in FTI Consulting's Consolidated Statements of Comprehensive Income. Reconciliations of non-GAAP financial measures to the most directly comparable GAAP financial measures are included in the Presentation.

The Presentation contains forward-looking statements within the meaning of the federal securities laws. These forward-looking statements are necessarily based on certain assumptions as of the date such forward-looking statements were made and are subject to significant risks and uncertainties. FTI Consulting does not undertake any responsibility for the adequacy, accuracy or completeness or to update any of these statements in the future. Actual future performance and results could differ from that contained in or suggested by the forward-looking statements.

The information included herein, including Exhibit 99.1 furnished herewith, shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that section, nor shall it be incorporated by reference into any filing pursuant to the Securities Act of 1933, as amended, or the Exchange Act, regardless of any incorporation by reference language in any such filing, except as expressly set forth by specific reference in such filing.

**ITEM 9.01. Financial Statements and Exhibits**

(d) *Exhibits*

99.1 [August 2018 Investor Presentation of FTI Consulting, Inc.](#)

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, FTI Consulting, Inc. has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

**FTI CONSULTING, INC.**

Dated: August 10, 2018

By: /s/ CURTIS LU  
Curtis Lu  
General Counsel



# FTI Consulting, Inc.

*Current Investor Presentation*

*August 2018*



## Cautionary Note about Forward-Looking Statements


---

*This presentation includes "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended (the "Securities Act"), and Section 21E of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), that involve uncertainties and risks. Forward-looking statements include statements concerning our plans, objectives, goals, strategies, future events, future revenues, future results and performance, future capital allocations and expenditures, expectations, plans or intentions relating to acquisitions, share repurchases and other matters, business trends, new, or changes to, laws and regulations, including the 2017 U.S. Tax Cuts and Jobs Act (the "2017 Tax Act"), and other information that is not historical, including statements regarding estimates of our future financial results. When used in this presentation, words such as "anticipates," "estimates," "expects," "goals," "intends," "believes," "forecasts," "objectives" and variations of such words or similar expressions are intended to identify forward-looking statements. All forward-looking statements, including, without limitation, estimates of our future financial results, are based upon our expectations at the time we make them and various assumptions. Our expectations, beliefs and projections are expressed in good faith, and we believe there is a reasonable basis for them. However, there can be no assurance that management's expectations, beliefs or estimates will be achieved, and the Company's actual results may differ materially from our expectations, beliefs and estimates. The Company has experienced fluctuating revenues, operating income and cash flow in prior periods and expects that this will occur from time to time in the future. Other factors that could cause such differences include declines in demand for, or changes in, the mix of services and products that we offer, the mix of the geographic locations where our clients are located or where services are performed, fluctuations in the price per share of our common stock, adverse financial, real estate or other market and general economic conditions, and other future events, which could impact each of our segments differently and could be outside our control, the pace and timing of the consummation and integration of past and future acquisitions, the Company's ability to realize cost savings and efficiencies, competitive and general economic conditions, retention of staff and clients, new laws and regulations, or changes thereto, including the 2017 Tax Act, and other risks described under the heading "Part I, Item 1A Risk Factors" in the Company's Annual Report on Form 10-K for the year ended December 31, 2017, filed with the Securities and Exchange Commission ("SEC") and in the Company's other filings with the SEC, including the risks set forth under "Risks Related to Our Reportable Segments" and "Risks Related to Our Operations." We are under no duty to update any of the forward-looking statements to conform such statements to actual results or events and do not intend to do so.*



## Investment Thesis

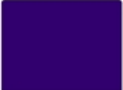
---




Leading global business advisory firm with **strong people** and **strong positions**: corporations, law firms and governments come to us when there is a critical need




**Organic growth strategy** with an emphasis on profitable revenue growth




Committed to building a profitable business with **sustainable underlying growth**, regardless of economic conditions



**Willingness to invest EBITDA** in key growth areas where we have a right to win



**Healthy balance sheet** and **strong cash flows** with a commitment to return capital to our stockholders



Believe we are on a path toward **sustained double-digit year-over-year Adjusted EPS growth over time**



<b>FCN</b> Publicly Traded	<b>\$2.9BLN</b> Equity Market Capitalization <sup>1</sup>	<b>1982</b> Year Founded	<b>4,600+</b> Total Employees Worldwide
<b>480+</b> Senior Managing Directors	<b>76</b> Offices in 76 Cities Around the Globe	<b>9</b> Specialized Industry Practice Groups	<b>2 Nobel Laureates</b>
<b>8/10</b> Advisor to 8 of the World's Top 10 Bank Holding Companies	<b>96/100</b> Advisor to 96 of the World's Top 100 Law Firms	<b>53/100</b> 53 of Global 100 Corporations are Clients	



All statistics above are as of June 30, 2018.  
<sup>1</sup>Number of total shares outstanding as of July 19, 2018, times the closing share price as of July 27, 2018.



# Our Global Reach

With offices in every major financial center and every corner of the globe, we successfully serve our clients wherever challenges and opportunities arise

## North America

### Canada

Calgary  
Toronto  
Vancouver

### United States

Annapolis  
Atlanta  
Austin  
Baltimore  
Boston  
Bowie  
Brentwood  
Charlotte  
Chicago  
Dallas  
Denver  
Great Neck  
Houston  
Indianapolis  
Los Angeles  
McLean  
Miami  
New York

Oakland  
Palm Beach  
Pasadena  
Philadelphia  
Phoenix  
Pittsburgh  
Portland  
Princeton  
Rockville  
Roseland  
San Francisco  
Santa Barbara  
Seattle  
Tucson  
Walnut Creek  
Washington, D.C.  
Wayne  
Winston-Salem

## Latin America

### Argentina

Buenos Aires

### Brazil

São Paulo

### Caribbean

British Virgin Islands  
Cayman Islands

### Colombia

Bogotá

### Mexico

Mexico City

## Europe, Middle East, Africa

### Belgium

Brussels

### Denmark

Copenhagen

### Finland

Helsinki

### France

Paris

### Germany

Berlin  
Düsseldorf  
Frankfurt  
Munich

### Ireland

Dublin

### Qatar

Doha

### South Africa

Cape Town  
Johannesburg

### Spain

Madrid

### United Arab Emirates

Abu Dhabi  
Dubai

### United Kingdom

London  
Stirling

## Asia Pacific

### Australia

Brisbane  
Melbourne  
Perth  
Sydney

### China

Beijing  
Hong Kong  
Shanghai

### India

Mumbai  
New Delhi

### Indonesia

Jakarta

### Japan

Tokyo

### Korea

Seoul

### Malaysia

Kuala Lumpur

### Philippines <sup>1</sup>

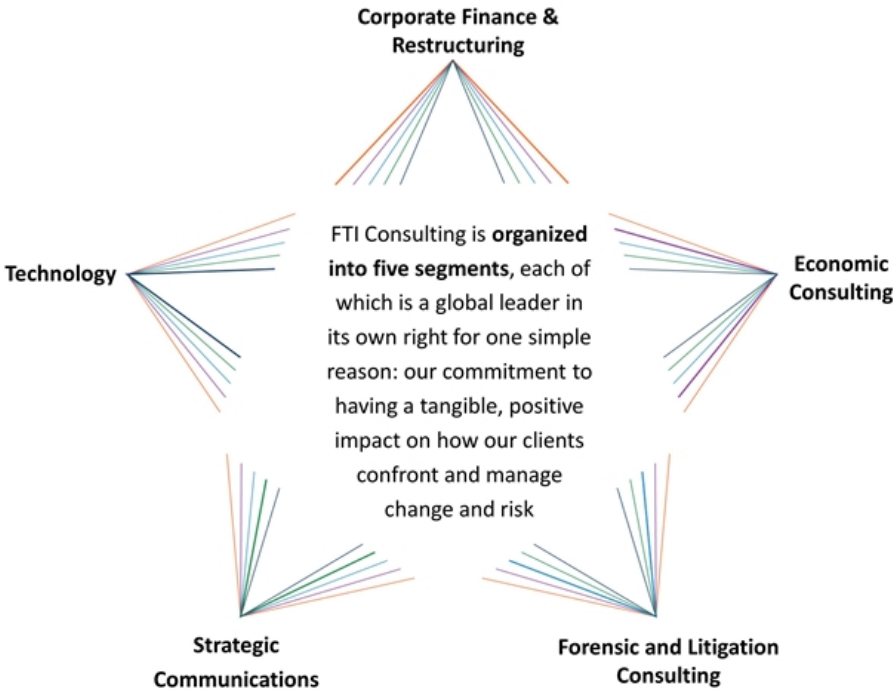
Manila

### Singapore

<sup>1</sup>Affiliate

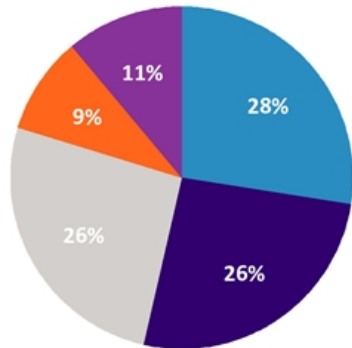


# Business Snapshot: Five Segments, One Purpose

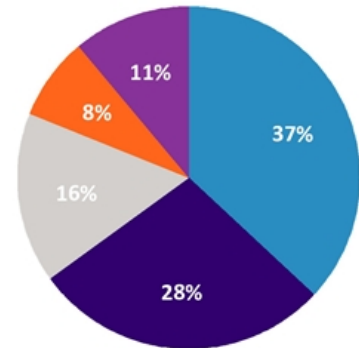


# Segment Snapshot: Revenues and Total Adjusted Segment EBITDA

Q2 2018 Segment Revenues



Q2 2018 Total Adjusted Segment EBITDA<sup>1</sup>



# Corporate Finance & Restructuring

## Services

### Restructuring

- Company Advisory
- Creditor Advisory
- Interim Management
- Contentious Insolvency
- Dispute Advisory/  
Litigation Support

### Business Transformation

- Office of the CFO Solutions
- Performance Improvement
- Merger Integration
- Carve-outs

- Interim Management
- Transaction Services  
Executive Compensation

### Transactions

- Transaction Services
- Investment Banking &  
Transaction Opinions
- Lender Services
- Tax Advisory
- Valuation & Financial
- Advisory Services
- Structured Finance



	2014	2015	2016	Q1 2017	Q2 2017	Q3 2017	Q4 2017	2017	Q1 2018	Q2 2018
<b>Segment Revenues</b>	\$391,115	\$440,398	\$483,269	\$105,901	\$117,487	\$128,121	\$130,532	\$482,041	\$142,922	\$141,355
<b>Segment Gross Profit Margin</b>	32.6%	38.3%	36.5%	29.5%	34.4%	36.2%	34.8%	33.9%	39.4%	40.3%
<b>Segment SG&amp;A</b>	\$74,930	\$80,111	\$81,584	\$21,692	\$21,129	\$20,449	\$20,447	\$83,747	\$22,317	\$22,102
<b>Adjusted Segment EBITDA</b>	\$55,492	\$90,101	\$97,688	\$10,325	\$20,048	\$26,734	\$25,756	\$82,863	\$34,804	\$35,777
<b>Adjusted Segment EBITDA Margin</b>	14.2%	20.5%	20.2%	9.7%	17.1%	20.9%	19.7%	17.2%	24.4%	25.3%
<b>Utilization</b>	67%	69%	65%	59%	60%	64%	62%	61%	71%	67%
<b>Number of Revenue-Generating Professionals</b>	706	838	895	900	881	934	901	901	910	871

## Segment Offering

The Corporate Finance & Restructuring segment focuses on strategic, operational, financial and capital needs of businesses by addressing the full spectrum of financial and transactional challenges faced by companies, boards, private equity sponsors, creditor constituencies and other stakeholders.

## Medium-Term Growth Opportunities

Enhance **Business Transformation and Transaction** capabilities

**Grow restructuring** globally

**Deeper penetration of key industries** e.g., Retail, Healthcare, TMT, Automotive and Energy

## Q2 2018 Key Financial Commentary

- **Revenues** increased \$23.9 million, or 20.3%, from Q2 2017 to Q2 2018, which included a 3.9% positive impact from a prior period acquisition. Excluding the estimated impact of acquisition-related revenues, the revenue increase was driven by increased demand for our restructuring services in North America and EMEA, and higher realization due to mix of client engagements and staffing across restructuring services and business transformation and transaction services in North America and EMEA.
- **Gross profit** increased \$16.5 million, or 40.9%, from Q2 2017 to Q2 2018. Gross profit margin increased 5.9 percentage points from Q2 2017 to Q2 2018. This was primarily due to increased utilization because of higher demand along with higher realization in our global restructuring services and business transformation and transaction services.
- **Adjusted Segment EBITDA** was \$35.8 million, or 25.3% of segment revenues, compared to \$20.0 million, or 17.1% of segment revenues, in the prior year.

# Forensic & Litigation Consulting

## Services

### Risk Advisory

- Anti-Corruption Investigations & Compliance
- Compliance, Monitoring & Receivership
- Data & Analytics

### Investigations

- Cybersecurity
- Forensic Accounting & Advisory Services
- Global Risk & Investigations Practice ("GRIP")

### Disputes

- Construction Solutions
- Dispute Advisory Services
- Financial Services
- Global Insurance Services
- Health Solutions
- Trial Services



	2014	2015	2016	Q1 2017	Q2 2017	Q3 2017	Q4 2017	2017	Q1 2018	Q2 2018
Segment Revenues	\$483,380	\$482,269	\$457,734	\$111,406	\$111,410	\$118,639	\$120,869	\$462,324	\$128,039	\$133,527
Segment Gross Profit Margin	36.6%	32.2%	31.2%	31.0%	30.6%	36.6%	36.8%	33.9%	36.9%	37.3%
Segment SG&A	\$89,841	\$94,747	\$89,532	\$22,180	\$22,050	\$21,861	\$21,965	\$88,056	\$22,533	\$23,383
Adjusted Segment EBITDA	\$90,468	\$64,267	\$57,882	\$13,251	\$13,032	\$22,539	\$23,613	\$72,705	\$25,757	\$27,615
Adjusted Segment EBITDA Margin	18.7%	13.3%	12.6%	12.1%	11.7%	19.0%	19.5%	15.7%	20.1%	20.7%
Utilization	69%	64%	59%	60%	60%	64%	63%	61%	67%	67%
Number of Revenue-Generating Professionals	1,154	1,131	1,110	1,110	1,070	1,080	1,067	1,067	1,072	1,065

## Forensic & Litigation Consulting (continued)

### Segment Offering

The Forensic & Litigation Consulting segment provides a complete range of multidisciplinary, independent dispute advisory, investigative, data acquisition/analysis and forensic accounting services. Our professionals combine end-to-end capabilities when clients face high stakes litigation, arbitration and compliance investigations and regulatory scrutiny.

### Medium-Term Growth Opportunities

**Enhance our core offerings**, including our **Data & Analytics** and **Construction Solutions** capabilities

**Grow overseas businesses** e.g., London and Hong Kong

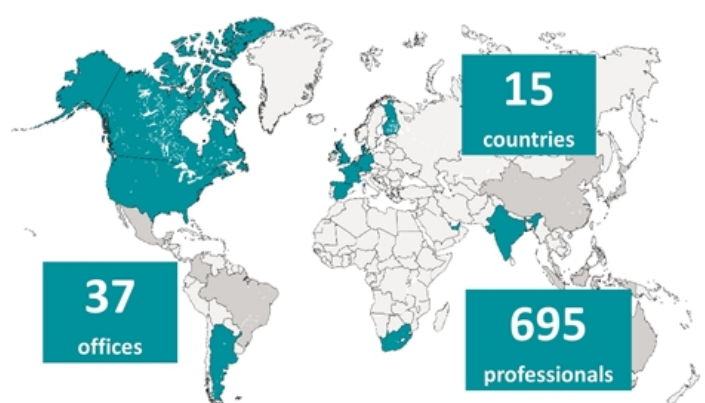
**Invest ahead of emerging trends where we believe the next high demand of services will be**, e.g. Cybersecurity

### Q2 2018 Key Financial Commentary

- **Revenues** increased \$22.1 million, or 19.9%, from Q2 2017 to Q2 2018. The increase was driven by increased demand and higher realization due to staffing mix for our global investigations and global construction solutions practices.
- **Gross profit** increased \$15.8 million, or 46.5%, from Q2 2017 to Q2 2018. Gross profit margin increased 6.7 percentage points from Q2 2017 to Q2 2018. The increase in gross profit margin is related to higher revenues coupled with higher utilization in our global investigations and global construction solutions, partially offset by lower utilization in our health solutions practice.
- **Adjusted Segment EBITDA** was \$27.6 million, or 20.7% of segment revenues, compared to \$13.0 million, or 11.7% of segment revenues, in the prior year.

## Services

- Antitrust & Competition Economics
- Business Valuation
- Center for Healthcare Economics and Policy
- Economic Impact Analysis
- Intellectual Property
- International Arbitration
- Labor & Employment
- Network Analysis
- Public Policy
- Regulated Industries
- Securities Litigation & Risk Management



	2014	2015	2016	Q1 2017	Q2 2017	Q3 2017	Q4 2017	2017	Q1 2018	Q2 2018
<b>Segment Revenues</b>	\$451,040	\$447,909	\$500,487	\$139,221	\$124,004	\$111,753	\$121,051	\$496,029	\$133,109	\$133,308
<b>Segment Gross Profit Margin</b>	27.0%	26.8%	27.3%	25.8%	26.1%	24.9%	26.6%	25.9%	26.7%	24.9%
<b>Segment SG&amp;A</b>	\$65,274	\$60,895	\$67,383	\$17,292	\$18,252	\$17,126	\$19,273	\$71,943	\$17,714	\$19,053
<b>Adjusted Segment EBITDA</b>	\$59,282	\$62,330	\$74,102	\$20,110	\$15,509	\$12,061	\$14,284	\$61,964	\$19,136	\$15,472
<b>Adjusted Segment EBITDA Margin</b>	13.1%	13.9%	14.8%	14.4%	12.5%	10.8%	11.8%	12.5%	14.4%	11.6%
<b>Utilization</b>	75%	72%	73%	72%	68%	62%	64%	67%	71%	69%
<b>Number of Revenue-Generating Professionals</b>	574	599	656	660	652	688	683	683	689	695



## Economic Consulting (continued)

### Segment Offering

The Economic Consulting segment, including subsidiary Compass Lexecon, provides analysis of complex economic issues. We help our clients with legal, regulatory and international arbitration proceedings; strategic decision making; and public policy debates around the world. We deliver sophisticated economic analysis and modeling of issues arising in M&A transactions, complex antitrust litigation, commercial disputes, international arbitration, regulatory proceedings and a wide range of securities litigation. Our statistical and economic experts help clients analyze complex economic issues, such as the economic impact of deregulation on a particular industry or the amount of damages suffered by a business as a result of particular events.

### Medium-Term Growth Opportunities

**Maintain leading position** of Compass Lexecon in the U.S.

**Grow overseas businesses** e.g., EMEA, Australia and Asia

**Develop adjacent businesses in the U.S.** e.g., International Arbitration, Energy, Healthcare, TMT and Financial Services

### Q2 2018 Key Financial Commentary

- **Revenues** increased \$9.3 million, or 7.5%, from Q2 2017 to Q2 2018, which included a 1.6% estimated positive impact from FX. Excluding the estimated positive impact of FX, revenues increased \$7.3 million, or 5.9%, primarily due to higher demand for financial economic services and international arbitration services in North America and EMEA, partially offset by lower realization for antitrust services in EMEA.
- **Gross profit** increased \$0.8 million, or 2.5%, from Q2 2017 to Q2 2018. Gross profit margin decreased 1.2 percentage points from Q2 2017 to Q2 2018. The decrease in gross profit margin was primarily due to higher variable compensation and billable headcount.
- **Adjusted Segment EBITDA** was \$15.5 million, or 11.6% of segment revenues, compared to \$15.5 million, or 12.5% of segment revenues, in the prior year.

## Consulting & Services

### E-discovery Services & Expertise

- Managed Review
- Computer Forensics
- Authorized Provider of Ringtail®, Radiance and Relativity

### Information Governance, Privacy & Security Services

- Microsoft Office 365 Migrations
- Data Remediation
- General Data Protection Regulation Readiness
- Cybersecurity

### Contract Intelligence

## Software

### Ringtail® E-Discovery Software

- On-Premise Licensing
- SaaS Subscriptions



	2014	2015	2016	Q1 2017	Q2 2017	Q3 2017	Q4 2017	2017	Q1 2018	Q2 2018
Segment Revenues	\$241,310	\$218,599	\$177,720	\$46,087	\$45,566	\$42,282	\$40,915	\$174,850	\$40,914	\$46,429
Segment Gross Profit Margin	48.0%	43.3%	39.5%	44.4%	39.7%	42.8%	40.8%	41.9%	39.8%	42.1%
Segment SG&A	\$68,162	\$71,120	\$64,135	\$15,882	\$15,683	\$14,916	\$16,377	\$62,858	\$13,621	\$15,555
Adjusted Segment EBITDA	\$63,545	\$39,010	\$25,814	\$7,804	\$5,421	\$5,973	\$2,973	\$22,171	\$5,732	\$7,508
Adjusted Segment EBITDA Margin	26.3%	17.8%	14.5%	16.9%	11.9%	14.1%	7.3%	12.7%	14.0%	16.2%
Number of Revenue-Generating Professionals	344	349	288	296	301	791	292	292	288	293

(in thousands, except percentages and headcount data) (unaudited)



## Technology (continued)

### Segment Offering

---

The Technology segment is a leading provider of software and consulting services for e-discovery and information management. We assist clients with internal, regulatory and global investigations, early case assessment, litigation and joint defense, antitrust and competition investigations, including pre-merger notification "Second Request", and the secure management, analysis and use of critical corporate information. We also help clients locate, review and produce electronically stored information ("ESI"). Our proprietary Ringtail® software and Acuity® managed review are used for e-discovery and document review in litigation and secure information management.

### Medium-Term Growth Opportunities

---

**Expand addressable market through new distribution channels** for Consulting & Services and Software

---

**Invest in new and adjacent services** e.g., Information Governance, Privacy & Security Services and Contract Intelligence

---

### Q2 2018 Key Financial Commentary

---

- **Revenues** increased \$0.9 million, or 1.9%, from Q2 2017 to Q2 2018. This increase was primarily due to higher demand for consulting and hosting services, which was partially offset by reduced demand for managed review services related to M&A second requests and global investigations.
- **Gross profit** increased \$1.4 million, or 7.9%, from Q2 2017 to Q2 2018. Gross profit margin increased by 2.4 percentage points to 42.1% from Q2 2017 to Q2 2018. The increase in gross profit margin was due to increased utilization in consulting services and higher demand for hosting, partially offset by a decline in higher margin managed review services.
- **Adjusted Segment EBITDA** was \$7.5 million, or 16.2% of segment revenues, compared to \$5.4 million, or 11.9% of segment revenues, in the prior year.

## Services

- M&A Crisis Communications & Special Situations
- Capital Markets Communications
- Corporate Reputation
- Public Affairs & Government Relations
- Employee Engagement & Change Communications
- Digital & Creative Communications
- Public Affairs
- Strategy Consulting & Research



	2014	2015	2016	Q1 2017	Q2 2017	Q3 2017	Q4 2017	2017	Q1 2018	Q2 2018
<b>Segment Revenues</b>	\$189,367	\$189,974	\$191,184	\$43,729	\$46,248	\$48,167	\$54,344	\$192,488	\$52,790	\$57,479
<b>Segment Gross Profit Margin</b>	36.7%	36.3%	38.4%	34.5%	34.1%	38.3%	39.1%	36.7%	40.4%	38.8%
<b>Segment SG&amp;A</b>	\$49,417	\$43,247	\$46,514	\$11,591	\$11,966	\$10,983	\$11,407	\$45,947	\$12,055	\$11,922
<b>Adjusted Segment EBITDA</b>	\$22,588	\$27,727	\$30,458	\$4,257	\$4,876	\$8,073	\$10,526	\$27,732	\$9,852	\$10,967
<b>Adjusted Segment EBITDA Margin</b>	11.9%	14.6%	15.9%	9.7%	10.5%	16.8%	19.4%	14.4%	18.7%	19.1%
<b>Number of Revenue-Generating Professionals</b>	566	599	647	657	659	626	630	630	630	628

## Strategic Communications (continued)

### Segment Offering

The Strategic Communications segment provides a comprehensive view of strategic communications with an integrated suite of services, including financial communications, corporate reputation, transaction communications and public affairs in all the major markets around the world.

### Medium-Term Growth Opportunities

**Further develop large, complex client relationships**

**Enhance market share in highly regulated industries** e.g., Financial Services, Energy, Healthcare, Industrials and TMT

**Leverage FTI Consulting's services and platform** to enhance client results

### Q2 2018 Key Financial Commentary

- **Revenues** increased \$11.2 million, or 24.3%, from Q2 2017 to Q2 2018, which included a 3.5% estimated positive impact from FX. Excluding the estimated impact of FX, revenues increased \$9.6 million, or 20.8%, due to higher project and retainer revenues, primarily in financial communications and public affairs related engagements.
- **Gross profit** increased \$6.5 million, or 41.5%, from Q2 2017 to Q2 2018. Gross profit margin increased 4.7 percentage points from Q2 2017 to Q2 2018. The increase in gross profit margin was primarily due to higher revenues, partially offset by higher variable compensation.
- **Adjusted Segment EBITDA** was \$11.0 million, or 19.1% of segment revenues, compared to \$4.9 million, or 10.5% of segment revenues, in the prior year.

## Second Quarter 2018 Awards & Accolades

FTI Consulting named to *Forbes* magazine's list of **America's Best Management Consulting Firms** for the third consecutive year in 18 sectors and functional areas

FTI Consulting named an industry leader in 14 categories in the 2018 **Best of Corporate Counsel** survey, including top rankings in the Demonstrative Evidence Provider and IT Consultant Services categories

*Who's Who Legal* named FTI Consulting and its Compass Lexecon subsidiary as **Consulting Firm of the Year, Arbitration Consulting Firm of the Year, Investigations Forensic Accounting Firm of the Year** and **Competition Economics Firm of the Year** for 2018

*Who's Who Legal* named 42 Compass Lexecon professionals to its **Competition Economists 2018** list

Lindi Jarvis, Senior Managing Director in the firm's Forensic & Litigation Consulting segment, recognized in the *Global Investigations Review* **Women in Investigations 2018** guide

Neal Hochberg, Senior Managing Director in the firm's Forensic & Litigation Consulting segment, named one of *Consulting* magazine's **Top 25 Consultants** of 2018



# Forbes

## CORPORATE COUNSEL

WHO'S WHO LEGAL  
**WWL**

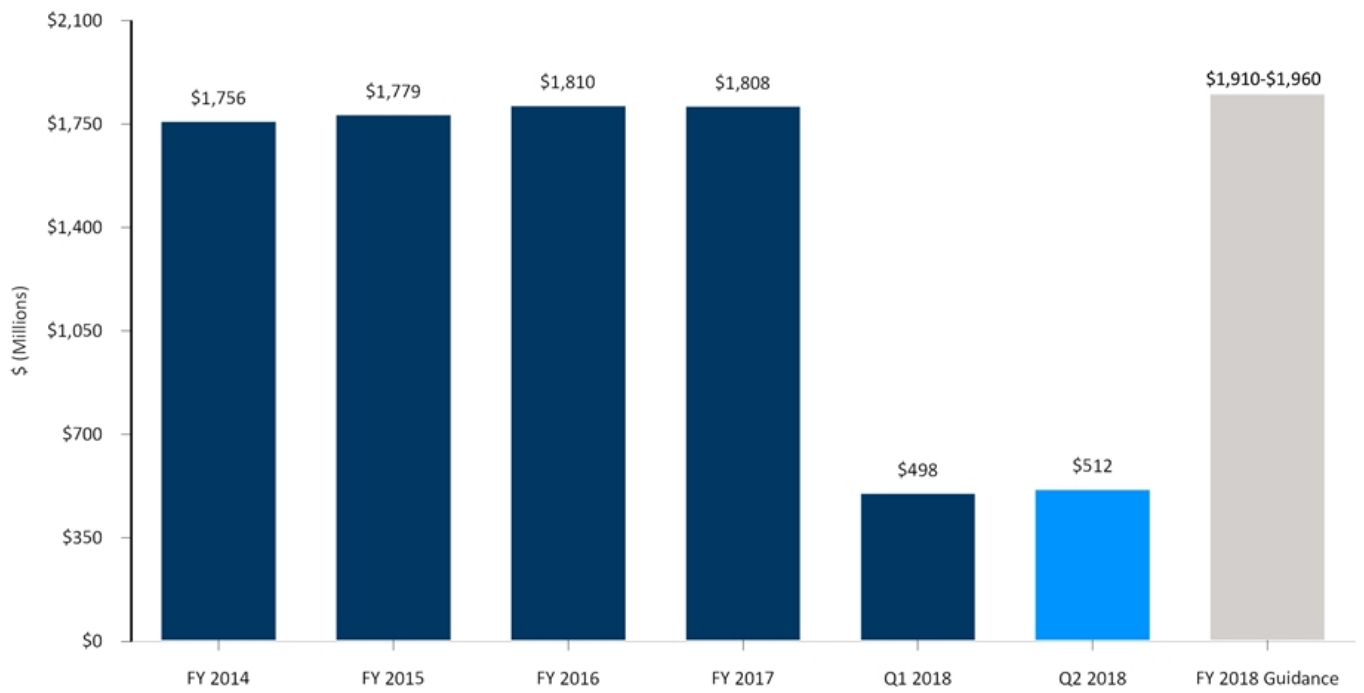
# GIR

Global Investigations Review

**CONSULTING**<sup>®</sup>  
THE PEOPLE • THE PROFESSION • THE LIFESTYLE

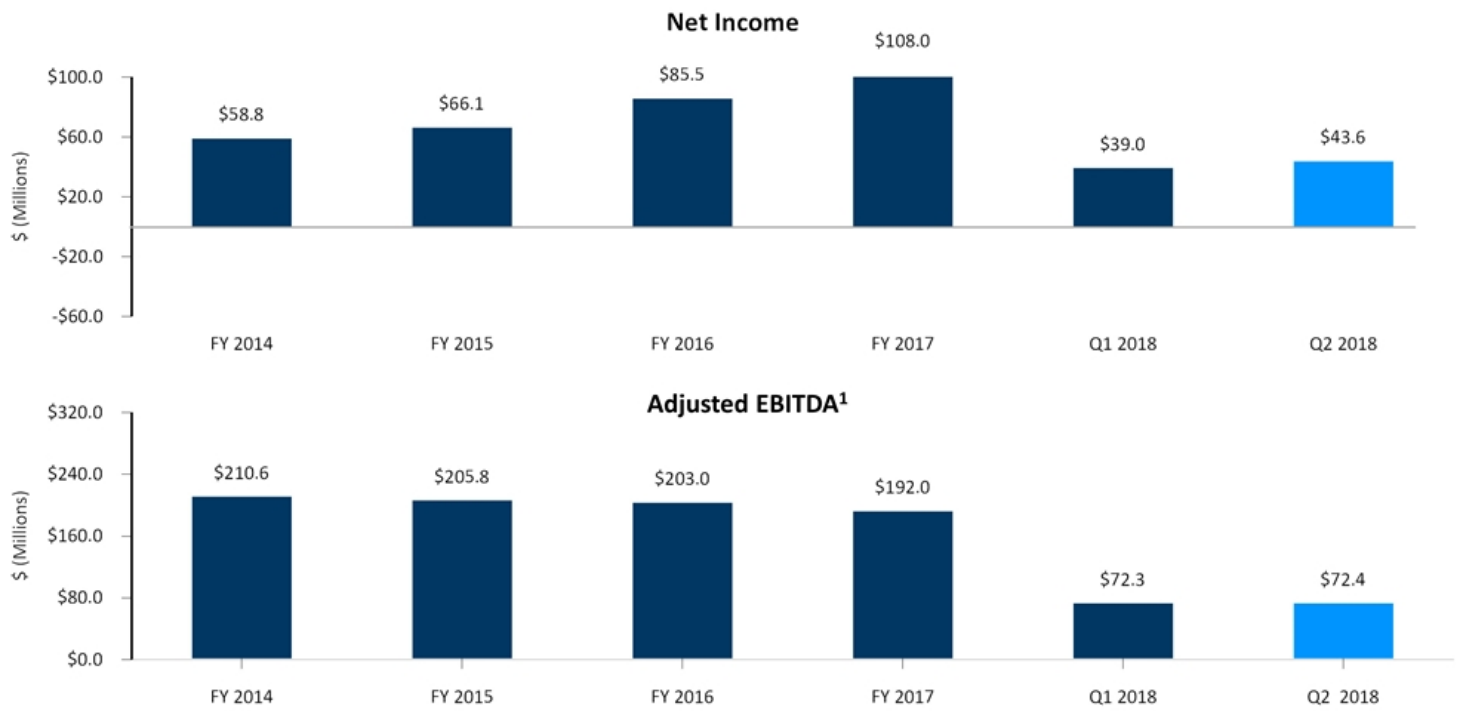
## Financial Overview

## FY 2014 – Q2 2018 and FY 2018 Guidance: Revenues





## FY 2014 – Q2 2018: Net Income and Adjusted EBITDA



# FY 2014 – Q2 2018 and FY 2018 Guidance: Earnings Per Diluted Share and Adjusted Earnings Per Diluted Share

**Earnings Per Diluted Share**



**Adjusted Earnings Per Diluted Share<sup>1</sup>**



## Q2 2018, Q1 2018, and Q2 2017: Select Cash Position and Capital Allocation

All numbers in thousands, except for DSOs

	Q2 2018	Q1 2018	Q2 2017
<b>Cash and cash equivalents</b>	\$ 116,556	\$ 152,044	\$ 138,511
<b>Accounts receivable, net</b>	\$ 607,455	\$ 583,588	\$ 553,215
<b>Days sales outstanding ("DSO")</b>	101	95	103
<b>Net cash provided by (used in) operating activities</b>	\$ 34,615	\$ (69,200)	\$ 10,887
<b>Purchases of property and equipment</b>	\$ (8,540)	\$ (7,680)	\$ (7,296)
<b>Purchase and retirement of common stock</b>	\$ —	\$ (14,220)	\$ (65,595)
<b>Total Debt<sup>1</sup></b>	\$ 375,000	\$ 445,000	\$ 485,000
<b>Free Cash Flow<sup>2</sup></b>	\$ 26,075	\$ (76,880)	\$ 3,591

<sup>1</sup>Total debt excludes the reduction for deferred debt issue costs of \$3.3 million, \$3.5 million and \$4.1 million in June 30, 2018, March 31, 2018, and June 30, 2017, respectively.

<sup>2</sup>See accompanying financial tables and "End Notes: FTI Consulting Non-GAAP Financial Measures" for the definition and reconciliations of Free Cash Flow, which is a non-GAAP financial measure, to the most directly comparable GAAP financial measure.

Financial Tables  
Reconciliations of Non-GAAP Financial Measures

## Reconciliation of Net Income to Adjusted EBITDA

(in thousands)

	Q2 2018	Q1 2018	FY 2017	FY 2016	FY 2015	FY 2014
<b>Net Income</b>	<b>\$ 43,609</b>	<b>\$ 38,945</b>	<b>\$ 107,962</b>	<b>\$ 85,520</b>	<b>\$ 66,053</b>	<b>\$ 58,807</b>
Interest income and other	(2,474)	1,800	(3,752)	(10,466)	(3,232)	(4,670)
Interest expense	6,583	6,244	25,358	24,819	42,768	50,685
Income tax provision (benefit)	14,113	15,270	(20,857)	42,283	39,333	42,604
Loss on early extinguishment of debt	—	—	—	—	19,589	—
Depreciation and amortization	8,488	7,765	31,177	38,700	31,392	33,989
Amortization of other intangible assets	2,052	2,270	10,563	10,306	11,726	15,521
Special charges	—	—	40,885	10,445	—	16,339
Remeasurement of acquisition-related contingent consideration	—	—	702	1,403	(1,867)	(2,723)
<b>Adjusted EBITDA<sup>1</sup></b>	<b>\$ 72,371</b>	<b>\$ 72,294</b>	<b>\$ 192,038</b>	<b>\$ 203,010</b>	<b>\$ 205,762</b>	<b>\$ 210,552</b>

# Reconciliations of Net Income to Adjusted Net Income and Earnings Per Diluted Share to Adjusted Earnings Per Diluted Share

(in thousands, except for per share data)

	Q2 2018	Q1 2018	FY 2017	FY 2016	FY 2015	FY 2014
<b>Net income</b>	<b>\$43,609</b>	<b>\$38,945</b>	<b>\$107,962</b>	<b>\$85,520</b>	<b>\$66,053</b>	<b>\$58,807</b>
Add back:						
Special charges	—	—	40,885	10,445	—	16,339
Tax impact of special charges	—	—	(13,570)	(3,595)	—	(6,702)
Loss on early extinguishment of debt	—	—	—	—	19,589	—
Tax impact of loss on early extinguishment of debt	—	—	—	—	(7,708)	—
Remeasurement of acquisition-related contingent consideration	—	—	702	1,403	(1,867)	(2,722)
Tax impact of remeasurement of acquisition-related contingent consideration	—	—	(269)	(546)	747	1,004
Impact of 2017 Tax Act	—	—	(44,870)	—	—	—
<b>Adjusted Net Income<sup>1</sup></b>	<b>\$43,609</b>	<b>\$38,945</b>	<b>\$90,840</b>	<b>\$93,227</b>	<b>\$76,814</b>	<b>\$66,726</b>
<b>Earnings per common share – diluted</b>	<b>\$1.14</b>	<b>\$1.04</b>	<b>\$2.75</b>	<b>\$2.05</b>	<b>\$1.58</b>	<b>\$1.44</b>
Add back:						
Special charges	—	—	1.04	0.25	—	0.40
Tax impact of special charges	—	—	(0.34)	(0.08)	—	(0.16)
Loss on early extinguishment of debt	—	—	—	—	0.47	—
Tax impact of loss on early extinguishment of debt	—	—	—	—	(0.19)	—
Remeasurement of acquisition-related contingent consideration	—	—	0.02	0.03	(0.04)	(0.06)
Tax impact of remeasurement of acquisition-related contingent consideration	—	—	(0.01)	(0.01)	0.02	0.02
Impact of 2017 Tax Act	—	—	(1.14)	—	—	—
<b>Adjusted earnings per common share – diluted<sup>1</sup></b>	<b>\$1.14</b>	<b>\$1.04</b>	<b>\$2.32</b>	<b>\$2.24</b>	<b>\$1.84</b>	<b>\$1.64</b>
Weighted average number of common shares outstanding – diluted	38,271	37,612	39,192	41,709	41,729	40,729

## Reconciliation of Net Income to Total Adjusted Segment EBITDA

(in thousands)	Q2 2018
<b>Net Income</b>	\$43,609
Add back:	
Income tax provision	14,113
Interest income and other	(2,474)
Interest expense	6,583
Unallocated corporate expenses	25,882
Segment depreciation expense	7,574
Amortization of other intangible assets	2,052
<b>Total Adjusted Segment EBITDA<sup>1</sup></b>	<b>\$97,339</b>

## Reconciliation of Net Cash Provided by (Used In) Operating Activities to Free Cash Flow

(in thousands)	Q2 2018	Q1 2018	Q2 2017
Net cash provided by (used in) operating activities	\$34,615	\$(69,200)	\$10,887
Purchases of property and equipment	(8,540)	(7,680)	(7,296)
Free Cash Flow <sup>1</sup>	\$26,075	\$(76,880)	\$3,591



## End Notes

# FTI Consulting Non-GAAP Financial Measures

In this presentation, we sometimes use information derived from consolidated and segment financial information that may not be presented in our financial statements or prepared in accordance with generally accepted accounting principles ("GAAP"). Certain of these measures are considered "non-GAAP financial measures" under the Securities and Exchange Commission ("SEC") rules. Specifically, we have referred to the following non-GAAP financial measures in this presentation:

- Total Segment Operating Income
- Adjusted EBITDA
- Total Adjusted Segment EBITDA
- Adjusted EBITDA Margin
- Adjusted Net Income
- Adjusted Earnings per Diluted Share
- Free Cash Flow

We have included the definitions of Segment Operating Income (Loss) and Adjusted Segment EBITDA below in order to more fully define the components of certain non-GAAP financial measures in this presentation. We define Segment Operating Income (Loss) as a segment's share of Consolidated Operating Income. We define Total Segment Operating Income, which is a non-GAAP financial measure, as the total of Segment Operating Income (Loss) for all segments, which excludes unallocated corporate expenses. We use Segment Operating Income (Loss) for the purpose of calculating Adjusted Segment EBITDA. We define Adjusted Segment EBITDA as a segment's share of Consolidated Operating Income before depreciation, amortization of intangible assets, remeasurement of acquisition-related contingent consideration, special charges and goodwill impairment charges. We use Adjusted Segment EBITDA as a basis to internally evaluate the financial performance of our segments because we believe it reflects current core operating performance and provides an indicator of the segment's ability to generate cash. We define Adjusted EBITDA Margin as Adjusted EBITDA as a percentage of total revenues.

We define Total Adjusted Segment EBITDA, which is a non-GAAP financial measure, as the total of Adjusted Segment EBITDA for all segments, which excludes unallocated corporate expenses. We define Adjusted EBITDA, which is a non-GAAP financial measure, as consolidated net income (loss) before income tax provision, other non-operating income (expense), depreciation, amortization of intangible assets, remeasurement of acquisition-related contingent consideration, special charges, goodwill impairment charges and losses on early extinguishment of debt. We believe that the non-GAAP financial measures, which exclude the effects of remeasurement of acquisition-related contingent consideration, special charges, goodwill impairment charges and losses on early extinguishment of debt, when considered together with our GAAP financial results and GAAP measures, provide management and investors with a more complete understanding of our operating results, including underlying trends. In addition, EBITDA is a common alternative measure of operating performance used by many of our competitors. It is used by investors, financial analysts, rating agencies and others to value and compare the financial performance of companies in our industry. Therefore, we also believe that these measures, considered along with corresponding GAAP measures, provide management and investors with additional information for comparison of our operating results with the operating results of other companies.

We define Adjusted Net Income and Adjusted Earnings per Diluted Share ("Adjusted EPS"), which are non-GAAP financial measures, as net income (loss) and earnings (loss) per diluted share ("EPS"), respectively, excluding the impact of remeasurement of acquisition-related contingent consideration, special charges, goodwill impairment charges, losses on early extinguishment of debt and the impact of adopting the 2017 Tax Act. We use Adjusted Net Income for the purpose of calculating Adjusted EPS. Management uses Adjusted EPS to assess total Company operating performance on a consistent basis. We believe that this non-GAAP financial measure, which excludes the effects of the remeasurement of acquisition-related contingent consideration, special charges, goodwill impairment charges, losses on early extinguishment of debt and the impact of adopting the 2017 Tax Act, when considered together with our GAAP financial results, provides management and investors with an additional understanding of our business operating results, including underlying trends.

We define Free Cash Flow as net cash provided by (used in) operating activities less cash payments for purchases of property and equipment. We believe this non-GAAP financial measure, when considered together with our GAAP financial results, provides management and investors with an additional understanding of the Company's ability to generate cash for ongoing business operations and other capital deployment.

Non-GAAP financial measures are not defined in the same manner by all companies and may not be comparable with other similarly titled measures of other companies. Non-GAAP financial measures should be considered in addition to, but not as a substitute for or superior to, the information contained in our Condensed Consolidated Statements of Comprehensive Income.

EXPERTS WITH **IMPACT**<sup>™</sup>