## SEC Form 4

# FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject 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
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1. Name and Address Gunby Steven	1 0	*	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>FTI CONSULTING INC</u> [ FCN ]	(Check	tionship of Reporting Person all applicable)	( )			
				X	Director	10% Owner			
(Last) (First) (I		(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	X		Other (specify below)			
1101 K STREET	NW		03/01/2015	President & CEO					
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
WASHINGTON	DC	20005		X	Form filed by One Reportir	ng Person			
(City)	(State)	(Zip)			Form filed by More than One Reporting Person				
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#### 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)	Transaction Code (Instr.					5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150. 4)
Common Stock	03/01/2015		A		16,951 <sup>(1)</sup>	Α	\$ <mark>0.0</mark>	89,292	D	
Common Stock	03/01/2015		Α		22,284 <sup>(1)</sup>	A	\$ <mark>0.0</mark>	111,576	D	

### 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. Transa Code ( 8)			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)			
Non- Qualified Stock Option (right to buy)	\$36.87	03/01/2015		A		75,223 <sup>(2)</sup>		(3)	03/01/2025	Common Stock	75,223	\$0.0	75,223	D		

Explanation of Responses:

1. Restricted stock award that vests as follows: 33.33% on the first anniversary of the grant date, 33.33% on the second anniversary of the grant date and 33.34% on the third anniversary of the grant date.

2. Option that vests as follows: 33.34% on the first anniversary of the grant date, 33.33% on the second anniversary of the grant date and 33.33% on the third anniversary of the grant date.

3. The options first become exercisable March 1, 2016 and will be fully exercisable March 1, 2018.

## By: Joanne Catanese, Attorneyin-Fact For: Steven H. Gunby 03/03/2015

\*\* 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.