

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person * <u>DUNN JACK B IV</u>  (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 <u>FTI CONSULTING INC [ FCN ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>President &amp; CEO</b>
	3. Date of Earliest Transaction (Month/Day/Year) 12/19/2013	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/19/2013		M		20,000	A	\$26.45	152,918	D	
Common Stock	12/19/2013		S		20,000	D	\$41.2718 <sup>(1)</sup>	132,918	D	
Common Stock	12/19/2013		M		22,500	A	\$30.83	155,418	D	
Common Stock	12/19/2013		S		22,500	D	\$41.2718 <sup>(1)</sup>	132,918	D	
Common Stock	12/19/2013		M		3,447	A	\$31.91	136,365	D	
Common Stock	12/19/2013		S		3,447	D	\$41.2718 <sup>(1)</sup>	132,918	D	
Common Stock	12/19/2013		M		19,053	A	\$31.91	151,971	D	
Common Stock	12/19/2013		S		19,053	D	\$41.2718 <sup>(1)</sup>	132,918	D	
Common Stock	12/19/2013		M		2,735	A	\$26.45	135,653	D	
Common Stock	12/19/2013		S		2,735	D	\$41.2718 <sup>(1)</sup>	132,918	D	
Common Stock	12/19/2013		M		22,500	A	\$28.86	155,418	D	
Common Stock	12/19/2013		S		22,500	D	\$41.2718 <sup>(1)</sup>	132,918	D	
Common Stock	12/19/2013		S		9,742	D	\$41.0408 <sup>(2)</sup>	123,176	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. 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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	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
Employee Stock Option (right to buy)	\$26.45	12/19/2013		M			20,000	12/31/2009	10/24/2016	Common Stock	20,000	\$41.2718	43,750	D	
Employee Stock Option (right to buy)	\$26.45	12/19/2013		M			2,735	04/25/2004	10/24/2016	Common Stock	2,735	\$41.2718	41,015	D	
Employee Stock Option (right to buy)	\$28.86	12/19/2013		M			22,500	11/01/2006	11/01/2015	Common Stock	22,500	\$41.2718	0	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. 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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	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				
Employee Stock Option (right to buy)	\$31.91	12/19/2013		M			19,053	02/15/2007	02/15/2016	Common Stock	19,053	\$41.2718	3,447	D	
Employee Stock Option (right to buy)	\$31.91	12/19/2013		M			3,447	02/15/2007	02/15/2016	Common Stock	3,447	\$41.2718	0	D	
Non-Qualified Stock Option (right to buy)	\$30.83	12/19/2013		M			22,500	05/02/2007	05/02/2016	Common Stock	22,500	\$41.2718	0	D	

**Explanation of Responses:**

- On December 19, 2013, Mr. Dunn IV sold an aggregate of 90,235 shares of FTI Consulting, Inc. common stock. For reporting purposes, the sales prices within a \$1 range have been aggregated and the weighted average sales price has been reported. The price ranges were: \$40.90 to \$41.50. The Company maintains a record of the transactions and copies will be provided upon request.
- On December 19, 2013, Mr. Dunn IV sold an aggregate of 9,742 shares of FTI Consulting, Inc. common stock. For reporting purposes, the sales prices within a \$1 range have been aggregated and the weighted average sales price has been reported. The price ranges were: \$40.95 to \$41.24. The Company maintains a record of the transactions and copies will be provided upon request.

Jack B. Dunn IV

12/20/2013

\*\* 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.

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