

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>SALZMAN STEPHEN</u> (Last) (First) (Middle) 411 WEST PUTNAM AVENUE SUITE 109 (Street) GREENWICH CT 06830 (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) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 01/29/2004	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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	01/29/2004		S		452,700	D	\$14.58	4,146,900	I	By managed accounts ⁽¹⁾
Common Stock	01/30/2004		S		722,000	D	\$14.67	3,424,900	I	By managed accounts ⁽¹⁾
Common Stock	02/02/2004		S		330,400	D	\$14.76	3,094,500	I	By managed accounts ⁽¹⁾
Common Stock	02/03/2004		S		77,900	D	\$14.5	3,016,600	I	By managed accounts ⁽¹⁾
Common Stock	02/04/2004		S		1,220,500	D	\$13.74	1,796,100	I	By managed accounts ⁽¹⁾
Common Stock	02/05/2004		S		273,900	D	\$13.95	1,522,200	I	By managed accounts ⁽¹⁾
Common Stock	02/06/2004		S		440,900	D	\$13.8	1,081,300	I	By managed accounts ⁽¹⁾
Common Stock	02/09/2004		S		1,081,300	D	\$14.88	0	I	By managed accounts ⁽¹⁾

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)					

Explanation of Responses:

1. Under Rule 13d-3 under the Securities Exchange Act of 1934, the Reporting Person may be deemed to beneficially own FTI Consulting, Inc. common shares owned directly by Priderock Offshore Ltd., Priderock, LP, Priderock II, LP, Pleiades Investment Partners - S, LP, Sugarland Investment Ltd. and Brooklawn Partners LLC (the "Accounts") because as the managing member of Priderock Management, LLC and Priderock Advisers, LLC, which act as investment advisers of the Accounts, the Reporting Person has voting and investment control with respect to such shares. Priderock Advisers, LLC also acts as the General Partner of Priderock, LP and Priderock II, LP. The Reporting Person disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.

Remarks:

Stephen Salzman

02/10/2004

** 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.