

FTI CONSULTING INC
Form 4
June 04, 2007

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
DUNN JACK B IV

(Last) (First) (Middle)
500 E PRATT STREET, SUITE 1400
(Street)

BALTIMORE, MD 21202

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
FTI CONSULTING INC [FCN]

3. Date of Earliest Transaction (Month/Day/Year)
06/01/2007

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
President & CEO

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 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 or Price		
Common Stock	06/01/2007		M		22,500 A \$ 14.14	169,650	D
Common Stock	06/01/2007		S		22,500 D \$ 37.6588	147,150	D
Common Stock	06/01/2007		M		16,358 A \$ 17.91	163,508	D
Common Stock	06/01/2007		S		16,358 D \$ 37.6588	147,150	D
	06/01/2007		M		22,500 A \$ 17.73	169,650	D

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Common Stock									
Common Stock	06/01/2007	S	22,500	D	\$ <u>37.6588</u> (1)	147,150	D		
Common Stock	06/01/2007	M	22,500	A	\$ 18.48	169,650	D		
Common Stock	06/01/2007	S	22,500	D	\$ <u>37.6588</u> (1)	147,150	D		
Common Stock	06/01/2007	M	22,500	A	\$ 19.24	169,650	D		
Common Stock	06/01/2007	S	22,500	D	\$ <u>37.6588</u> (1)	147,150	D		
Common Stock						450	I		by Son
Common Stock						18,000	I		by Spouse

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

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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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Employee Stock Option (right to buy)	\$ 14.14	06/01/2007		M	22,500	10/25/2002 ⁽²⁾	10/25/2011	Common Stock
Employee Stock Option (right to buy)	\$ 17.73	06/01/2007		M	22,500	04/29/2005 ⁽²⁾	04/29/2014	Common Stock

Employee Stock Option (right to buy)	\$ 18.48	06/01/2007	M	22,500	07/29/2005 ⁽²⁾	07/29/2014	Common Stock
Employee Stock Option (right to buy)	\$ 19.24	06/01/2007	M	22,500	04/29/2005 ⁽²⁾	10/23/2013	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 17.91	06/01/2007	M	16,358	02/19/2005 ⁽²⁾	02/19/2014	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DUNN JACK B IV 500 E PRATT STREET SUITE 1400 BALTIMORE, MD 21202	X		President & CEO	

Signatures

Jack B. Dunn IV 06/04/2007

 Signature of
Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Shares of common stock were sold by the reporting person at per share prices ranging from \$ 37.54 to \$37.81 resulting in an average sales price of \$37.6588 per share.
- (2) Option is fully exercisable upon an increase of 25% in the market value of the underlying common stock but not earlier than one year after the grant date. The option becomes fully exercisable eight years from the grant date if the market value of the underlying common stock does not reach the target value.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.