

FTI CONSULTING INC  
Form 8-K  
March 06, 2006

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

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**FORM 8-K**

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**CURRENT REPORT**

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

Date of Report (Date of earliest event reported): March 6, 2006

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**FTI CONSULTING, INC.**

(Exact name of registrant as specified in charter)

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**Maryland**  
(State or other jurisdiction

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

**52-1261113**  
(IRS Employer

of incorporation)

**500 East Pratt Street, Suite 1400, Baltimore, Maryland 21202**

Identification No.)

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (410) 951-4800

**900 Bestgate Road, Suite 100, Annapolis, Maryland 21401**

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

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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:

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- .. 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))
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**Item 1.01. Entry into a Material Definitive Agreement.**  
**Third Amendment to Credit Agreement**

On March 6, 2006, FTI Consulting, Inc. ( FTI ) received the final required signature to the Third Amendment (the Third Amendment ) dated as of February 24, 2006, to the Amended and Restated Credit Agreement dated as of November 28, 2003, as amended, modified and supplemented from time to time (the Credit Agreement ), among FTI, the guarantors identified on the signature pages thereto, the lenders identified on the signature pages thereto and Bank of America, as administrative agent. The Third Amendment modifies the definition of Consolidated Fixed Charges under the Credit Agreement as set forth Section 1.01 thereof.

**Item 9.01. Financial Statements and Exhibits.**  
Exhibits

| <b>Exhibit No.</b> | <b>Description</b>   |
|--------------------|--|
| 10.1               | Third Amendment dated as of February 24, 2006, by and among FTI Consulting, Inc., a Maryland corporation, the Guarantors identified on the signature pages, the Lenders identified on the signature pages, and Bank of America, N.A., as administrative agent. |

**SIGNATURES**

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

FTI CONSULTING, INC.

Dated: March 6, 2006

By: /s/ THEODORE I. PINCUS  
Theodore I. Pincus  
Executive Vice President and Chief Financial Officer

EXHIBIT INDEX

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