

CALLAGHAN DENIS J

Form 4

July 16, 2009

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 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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
CALLAGHAN DENIS J

(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
FTI CONSULTING INC [FCN]

3. Date of Earliest Transaction
(Month/Day/Year)
07/15/2009

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)

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 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 Ownership Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	07/15/2009		M		5,625 A \$ 21.65	16,148	D
Common Stock	07/15/2009		S		400 D \$ 52.01	15,748	D
Common Stock	07/15/2009		S		100 D \$ 52.02	15,648	D
Common Stock	07/15/2009		S		300 D \$ 52.04	15,348	D
Common Stock	07/15/2009		S		100 D \$ 52.07	15,248	D

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Common Stock	07/15/2009	S	206	D	\$ 52.09	15,042	D
Common Stock	07/15/2009	S	494	D	\$ 52.1	14,548	D
Common Stock	07/15/2009	S	100	D	\$ 52.11	14,448	D
Common Stock	07/15/2009	S	100	D	\$ 52.13	14,348	D
Common Stock	07/15/2009	S	200	D	\$ 52.14	14,148	D
Common Stock	07/15/2009	S	400	D	\$ 52.16	13,748	D
Common Stock	07/15/2009	S	300	D	\$ 52.19	13,448	D
Common Stock	07/15/2009	S	100	D	\$ 52.2	13,348	D
Common Stock	07/15/2009	S	100	D	\$ 52.22	13,248	D
Common Stock	07/15/2009	S	500	D	\$ 52.224	12,748	D
Common Stock	07/15/2009	S	100	D	\$ 52.24	12,648	D
Common Stock	07/15/2009	S	200	D	\$ 52.295	12,448	D
Common Stock	07/15/2009	S	100	D	\$ 52.33	12,348	D
Common Stock	07/15/2009	S	200	D	\$ 52.35	12,148	D
Common Stock	07/15/2009	S	200	D	\$ 52.37	11,948	D
Common Stock	07/15/2009	S	100	D	\$ 52.39	11,848	D
Common Stock	07/15/2009	S	100	D	\$ 52.515	11,748	D
Common Stock	07/15/2009	S	325	D	\$ 52.52	11,423	D
Common Stock	07/15/2009	S	900	D	\$ 52.87	10,523	D

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

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SEC 1474
(9-02)

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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 Amount Underlying Security (Instr. 3 and 4)
Non-Qualified Stock Option (right to buy)	\$ 21.65	07/15/2009		M	5,625	07/24/2004 ⁽¹⁾ 07/24/2013	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
CALLAGHAN DENIS J 777 SOUTH FLAGLER DRIVE SUITE 1500 WEST PALM BEACH, FL 33401	X

Signatures

By: Eric B. Miller, Attorney-in-Fact For: Denis J
Callaghan

07/16/2009

**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) Option vests in three equal annual installments beginning one year after the grant date.

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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