

CALLAGHAN DENIS J  
Form 4  
February 17, 2010

**FORM 4**

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

OMB APPROVAL

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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

(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)  
02/16/2010

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 (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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	02/16/2010		M	300	A \$ 21.65	10,823	D
Common Stock	02/16/2010		S	300	D \$ 42.04	10,523	D
Common Stock	02/16/2010		M	300	A \$ 21.65	10,823	D
Common Stock	02/16/2010		S	300	D \$ 42.05	10,523	D
Common Stock	02/16/2010		M	300	A \$ 21.65	10,823	D

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Common Stock	02/16/2010	S	300	D	\$ 42.06	10,523	D
Common Stock	02/16/2010	M	326	A	\$ 21.65	10,849	D
Common Stock	02/16/2010	S	326	D	\$ 42.07	10,523	D
Common Stock	02/16/2010	M	100	A	\$ 21.65	10,623	D
Common Stock	02/16/2010	S	100	D	\$ 42.085	10,523	D
Common Stock	02/16/2010	M	500	A	\$ 21.65	11,023	D
Common Stock	02/16/2010	S	500	D	\$ 42.09	10,523	D
Common Stock	02/16/2010	M	834	A	\$ 21.65	11,357	D
Common Stock	02/16/2010	S	834	D	\$ 42.0916	10,523	D
Common Stock	02/16/2010	M	65	A	\$ 21.65	10,588	D
Common Stock	02/16/2010	S	65	D	\$ 42.11	10,523	D
Common Stock	02/16/2010	M	500	A	\$ 21.65	11,023	D
Common Stock	02/16/2010	S	500	D	\$ 42.12	10,523	D
Common Stock	02/16/2010	M	200	A	\$ 21.65	10,723	D
Common Stock	02/16/2010	S	200	D	\$ 42.13	10,523	D
Common Stock	02/16/2010	M	200	A	\$ 21.65	10,723	D
Common Stock	02/16/2010	S	200	D	\$ 42.17	10,523	D
Common Stock	02/16/2010	M	200	A	\$ 21.65	10,723	D
Common Stock	02/16/2010	S	200	D	\$ 42.2	10,523	D
Common Stock	02/16/2010	M	100	A	\$ 21.65	10,623	D
	02/16/2010	S	100	D	\$ 42.21	10,523	D

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Common Stock							
Common Stock	02/16/2010		M	1,600	A	\$ 21.65	12,123 D
Common Stock	02/16/2010		S	1,600	D	\$ 42.31	10,523 D
Common Stock	02/16/2010		M	100	A	\$ 21.65	10,623 D
Common Stock	02/16/2010		S	100	D	\$ 42.32	10,523 D

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 Amount of Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 21.65	02/16/2010		M	300	07/24/2004 <sup>(1)</sup> 07/24/2013	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 21.65	02/16/2010		M	300	07/24/2004 <sup>(1)</sup> 07/24/2013	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 21.65	02/16/2010		M	300	07/24/2004 <sup>(1)</sup> 07/24/2013	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 21.65	02/16/2010		M	326	07/24/2004 <sup>(1)</sup> 07/24/2013	Common Stock
Non-Qualified Stock Option	\$ 21.65	02/16/2010		M	100	07/24/2004 <sup>(1)</sup> 07/24/2013	Common Stock

(right to buy)								
Non-Qualified Stock Option (right to buy)	\$ 21.65	02/16/2010	M	500	07/24/2004 <sup>(1)</sup>	07/24/2013	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 21.65	02/16/2010	M	834	07/24/2004 <sup>(1)</sup>	07/24/2013	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 21.65	02/16/2010	M	65	07/24/2004 <sup>(1)</sup>	07/24/2013	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 21.65	02/16/2010	M	500	07/24/2004 <sup>(1)</sup>	07/24/2013	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 21.65	02/16/2010	M	200	07/24/2004 <sup>(1)</sup>	07/24/2013	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 21.65	02/16/2010	M	200	07/24/2004 <sup>(1)</sup>	07/24/2013	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 21.65	02/16/2010	M	200	07/24/2004 <sup>(1)</sup>	07/24/2013	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 21.65	02/16/2010	M	100	07/24/2004 <sup>(1)</sup>	07/24/2013	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 21.65	02/16/2010	M	1,600	07/24/2004 <sup>(1)</sup>	07/24/2013	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 21.65	02/16/2010	M	100	07/24/2004 <sup>(1)</sup>	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

02/17/2010

\_\_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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