

Lu Curtis P
Form 4
October 30, 2018

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 *
Lu Curtis P

(Last) (First) (Middle)

555 12TH STREET NW

(Street)

WASHINGTON, DC 20004

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
10/26/2018

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)
General Counsel

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | Code V | Amount (A) or (D) Price | | |
| Common Stock | 10/26/2018 | | | M | 9,905 A \$ 34.33 | D | |
| Common Stock | 10/26/2018 | | | M | 4,355 A \$ 40.36 | D | |
| Common Stock | 10/26/2018 | | | S | 9,560 D \$ 69.6 (1) | D | |
| Common Stock | 10/26/2018 | | | S | 1,100 D \$ 70.17 (1) | D | |
| Common Stock | 10/26/2018 | | | S | 1,600 D \$ 71.3 (1) | D | |

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| | | | | | | | |
|--------------|------------|---|-------|---|---------------------------|--------|---|
| Common Stock | 10/26/2018 | S | 1,165 | D | \$ 72.95 <u>(1)</u> | 12,503 | D |
| Common Stock | 10/26/2018 | S | 835 | D | \$ 73.29 <u>(1)</u> | 11,668 | D |

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

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(9-02)

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 Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (right to buy) | \$ 34.33 | 10/26/2018 | | M | 9,905 | <u>(2)</u> 03/01/2026 | Common Stock | 9,905 |
| Stock Option (right to buy) | \$ 40.36 | 10/26/2018 | | M | 4,355 | 03/06/2018 03/06/2027 | Common Stock | 4,355 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------|-------|
| | Director | 10% Owner | Officer | Other |
| Lu Curtis P 555 12TH STREET NW WASHINGTON, DC 20004 | | | General Counsel | |

Signatures

By Joanne Catanese, Attorney in Fact For: Curtis
Pey-lin Lu

10/30/2018

__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).

On October 26, 2018, Mr. Lu sold an aggregate of 14,260 shares of FTI Consulting, Inc. common stock. For reporting purposes, the sales

- (1) prices within a \$1 range have been aggregated and the weighted average sales price has been reported. The price ranges were: \$69.05 to \$73.64. The Company maintains a record of the transactions and copies will be provided upon request.
- (2) 4,952 options became exercisable on March 1, 2017 and 4,953 options became exercisable on March 1, 2018.

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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