SEC Form 4

Instruction 1(b)

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(b) of the Investment Company Act of 1940

STATEMENT OF CHANGES IN BENEFICIAL O

			of Section So(ii) of the investment Company Act of 1940				
1. Name and Address of Reporting Person [*] Seeger Laureen			2. Issuer Name and Ticker or Trading Symbol <u>FTI CONSULTING, INC</u> [FCN]		ationship of Reporting Person(s) to Issuer k all applicable) Director 10% Owner		
(Last) (First) (Middle)		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/05/2024		Officer (give title below)	Other (specify below)	
555 12TH STREET NW			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	vidual or Joint/Group Filing (Check Applicable		
(Street)				1	Form filed by One Re	porting Person	
WASHING	STON DC	20004			Form filed by More th Person	an One Reporting	
(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication				
			Check this box to indicate that a transaction was made pursua satisfy the affirmative defense conditions of Rule 10b5-1(c). So			lan that is intended to	
		Table I Non D	orivative Securities Acquired Disposed of or Ber	oficially	Owned		

Table 1 - 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)	Code (Instr.					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	06/05/2024		A		1,145 ⁽¹⁾	A	\$ <mark>0</mark>	15,540	D	
Common Stock	06/05/2024		A		229(2)	Α	\$ <mark>0</mark>	15,769	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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. Transa Code (8)		of		6. Date Exercisable and Expiration Date (Month/Day/Year)		Amount of		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Represents shares of Common Stock issuable on account of Deferred Restricted Stock Units granted on June 5, 2024 that will vest in full on the first anniversary of the date of grant. Each Deferred Restricted Stock Unit represents the right to receive one share of Common Stock of the Company upon issuance. The shares of Common Stock will be issuable upon the reporting person's separation from service as a director of the Company.

2. Represents shares of Common Stock issuable on account of Deferred Stock Units granted on June 5, 2024 that are vested upon grant. Each Deferred Stock Unit represents the right to receive one share of Common Stock of the Company upon issuance. The shares of Common Stock will be issuable upon the reporting person's separation from service as a director of the Company.

Remarks:

By: Joanne Catanese, Attorney in Fact For: Laureen Seeger 06/06/2024

** Signature of Reporting Person Date

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

* 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).

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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